



**SEABROOK ECONOMIC DEVELOPMENT CORPORATION
NOTICE OF MEETING
THURSDAY, MARCH 13, 2025 - 6:00 PM**

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NOTICE IS HEREBY GIVEN THAT THE SEABROOK ECONOMIC DEVELOPMENT CORPORATION WILL MEET ON **THURSDAY, MARCH 13, 2025 AT 6:00 PM** AT **SEABROOK CITY HALL**, 1700 FIRST STREET, SEABROOK, TEXAS, TO DISCUSS, CONSIDER, AND IF APPROPRIATE, TAKE ACTION WITH RESPECT TO THE ITEMS LISTED BELOW. **ALTHOUGH THIS IS NOT A SEABROOK CITY COUNCIL MEETING, MEMBERS OF THIS BODY MAY ATTEND AND A QUORUM OF THIS BODY MAY BE PRESENT.**

1. PUBLIC COMMENTS AND ANNOUNCEMENTS

At this time the Commission will listen to any member of the audience on any subject matter whether or not that item is on the agenda. All comments are limited to a maximum of four minutes for each speaker. In accordance with the Open Meetings Act, Commission Members may not discuss or take action on any item that has not been posted on the agenda. When your name is called, please state your name and address clearly before making your comments. Thank you.

2. PRESENTATIONS

2.1 Presentation by Midnite Slice LLC, seeking an incentive to assist with Small Business Development for construction or renovation to enhance business capacity at Midnite Slice at 1605 Main Street. *Sibbian Roe, Midnite Slice*

2.2 Presentation by Soulfreak for an amended incentive application for improvements and revised location of 1305 Main Street for a coffee shop.

3. EXECUTIVE SESSION

3.1 Section 551.087

Conduct a closed executive session to discuss/deliberate potential financial incentive(s) and financial information received from a business prospect that the City/EDC seeks to have locate, stay, or expand for which the City is conducting economic development negotiations, as provided by Texas Government Code Section 551.087.

4. OPEN SESSION

4.1 The Economic Development Corporation will reconvene into open session to allow

for possible action on the agenda items listed under "Executive Session".

5. NEW BUSINESS

5.1 Consider and take all appropriate action on a business incentive application filed by Midnite Slice LLC, to assist with Small Business Development at 1605 Main Street, in an amount not to exceed \$53,685.00 and authorize the Director to complete incentive agreement with applicant for ratification with City Council.

5.2 Consider and take all appropriate action on key issues related to the SEDC Administrative Services Agreement, any necessary updates to the SEDC's bylaws, and the direction of services provided by the City of Seabrook to support the corporation.

5.3 Consider and take all appropriate action on an amended Business Development Incentive Application filed by Soulfreak Holdings, to be located at 1305 Main Street, seeking an incentive to assist with small business development, for an amount not to exceed \$ 60,000.00.

6. DISCUSSION

6.1 Discussion on the Bayside Park expansion project and the Stakeholder Group progress to include a possible food truck area and restroom facilities. *Ann Wacker and Buddy Hammann*

6.2 Discussion and possible action on the review of the Seabrook Economic Development Corporation's current incentive policy, including an evaluation of existing programs and consideration of potential revisions to enhance effectiveness and alignment with economic development goals.

6.3 Discuss outreach programs and progress updates. *Summer Sanford, EDC Member*

6.4 Discussion on current projects and opportunities for grant writing programs. *Summer Sanford, EDC Member*

6.5 Discussion on the Main Street improvements and the Old Seabrook Livable Center Study recommendations. *Summer Sanford, EDC Member*

6.6 Consider and review the Bi-Annual Report to City Council.

7. ROUTINE BUSINESS

7.1 Update by Director on Strategic Plan, Incentive Inquiry or Application Status Report, and Monthly Reporting and Activities.

7.2 EDC Financial Report

7.3 Approve minutes from the February 13, 2025, regular EDC meeting.

7.4 Review and update on EDC and partnership events to include board member post-event reports, upcoming events, and participation opportunities.

7.5 Establish future meeting dates and agenda items.

THE EDC BOARD RESERVES THE RIGHT TO HEAR ANY OF THE ABOVE DESCRIBED AGENDA ITEMS THAT QUALIFY FOR AN EXECUTIVE SESSION IN AN EXECUTIVE SESSION BY PUBLICLY ANNOUNCING THE APPLICABLE SECTION NUMBER OF THE OPEN MEETINGS ACT, (CHAPTER 551 OF THE TEXAS GOVERNMENT CODE, AND VERNON'S TEXAS CODES ANNOTATED, IN ACCORDANCE WITH THE AUTHORITY CONTAINED IN ONE OR MORE OF THE FOLLOWING SECTIONS: SECTION 551.071, CONSULTATION WITH ATTORNEY; SECTION 551.072, REAL PROPERTY; SECTION 551.073, DELIBERATION REGARDING A PROSPECTIVE GIFT; SECTION 551.074, PERSONNEL MATTERS; SECTION 551.076, SECURITY DEVICES; AND SECTION 551.087, ECONOMIC DEVELOPMENT) THAT JUSTIFIES EXECUTIVE SESSION TREATMENT.

THIS FACILITY IS WHEELCHAIR ACCESSIBLE AND ACCESSIBLE PARKING SPACES ARE AVAILABLE. REQUESTS FOR OTHER ACCOMMODATIONS OR INTERPRETIVE SERVICES, MUST BE MADE, 48 HOURS PRIOR TO THIS MEETING. PLEASE CONTACT THE CITY SECRETARY'S OFFICE AT (281) 291-5663 OR CITYSEC@SEABROOKTX.GOV FOR FURTHER INFORMATION.

I certify that this notice was posted on the bulletin board on or before Monday, March 10, 2025, no later than 6:00 p.m. and that this notice will remain posted until the meeting has ended.

Kiarra Bellow,
EDC Administrative Coordinator

Soulfireak Seabrook

PREPARED BY AMY ALBRO



ABOUT

Soulfreak was established in 2015 as a surf shop that supported several non-profits and was located in Kemah, Texas, but has now evolved into a coffee shop, art studio and retail space located in the heart of League City, Texas.

OWNER

Owner and artist Amy Lyn created the concept to promote unity within her community by collaborating art and coffee. A degree in art & design helped her achieve this goal to create a space for other fellow artists to work, grow and sell their art.

WHATS A SOULFREAK

Our logo represents a skeleton who we refer to as "Skelly". We all have one and for the most part they are the same regardless of race, religion, political view or identity. At Soulfreak we love everyone, and all are welcome!

Lastly "Skelly" also serves as a reminder that we are still alive and have opportunities to find our purpose in this life! Go find yours!

Project Vision

NAME

Soulfreak Seaside Cafe

OBJECTIVE

Establish an exceptional cafe setting where patrons can enjoy a latte, participate in art classes, buy local artwork, and learn about Seabrook. Our aim is to foster a sense of community and promote other local enterprises in the vicinity.

PROJECT DESCRIPTION

Turn existing house into a cozy coffee/art cafe.

Scope of work includes:

- Adding a commercial kitchen (without greasetrap)
- Includes: Adding 3 compartment sink, reverse osmosis water system, backsplash, countertops, shelves, plumbing and electrical.
- Requesting from EDC: Adding a drive-thru, adding central Air and heat, adding signage and upgrade parking.

PROJECT TIMELINE

**April
1**

Add power, plumbing, and concrete

**April
25th**

Begin the interior renovation. including kitchen, hvac and porch.

**June
25**

Final Inspections

**July
1**

Soft Opening

Project Cost

Total Project:
\$110K

Requesting from EDC : \$60K*

UPDATES

HVAC Addition \$15k*

Plumbing \$6k*

Electrical \$5k*

Demo walls, add serving window to porch, patch
old window unit holes: \$10K*

Countertop, flooring, backsplash and shelving:
\$10k*

EQUIPMENT & START-UP FEES

Equipment Cost: \$65k

Food and Merch start-up: \$3k

TABC: 5K

DRIVE-THRU AND SIGNAGE

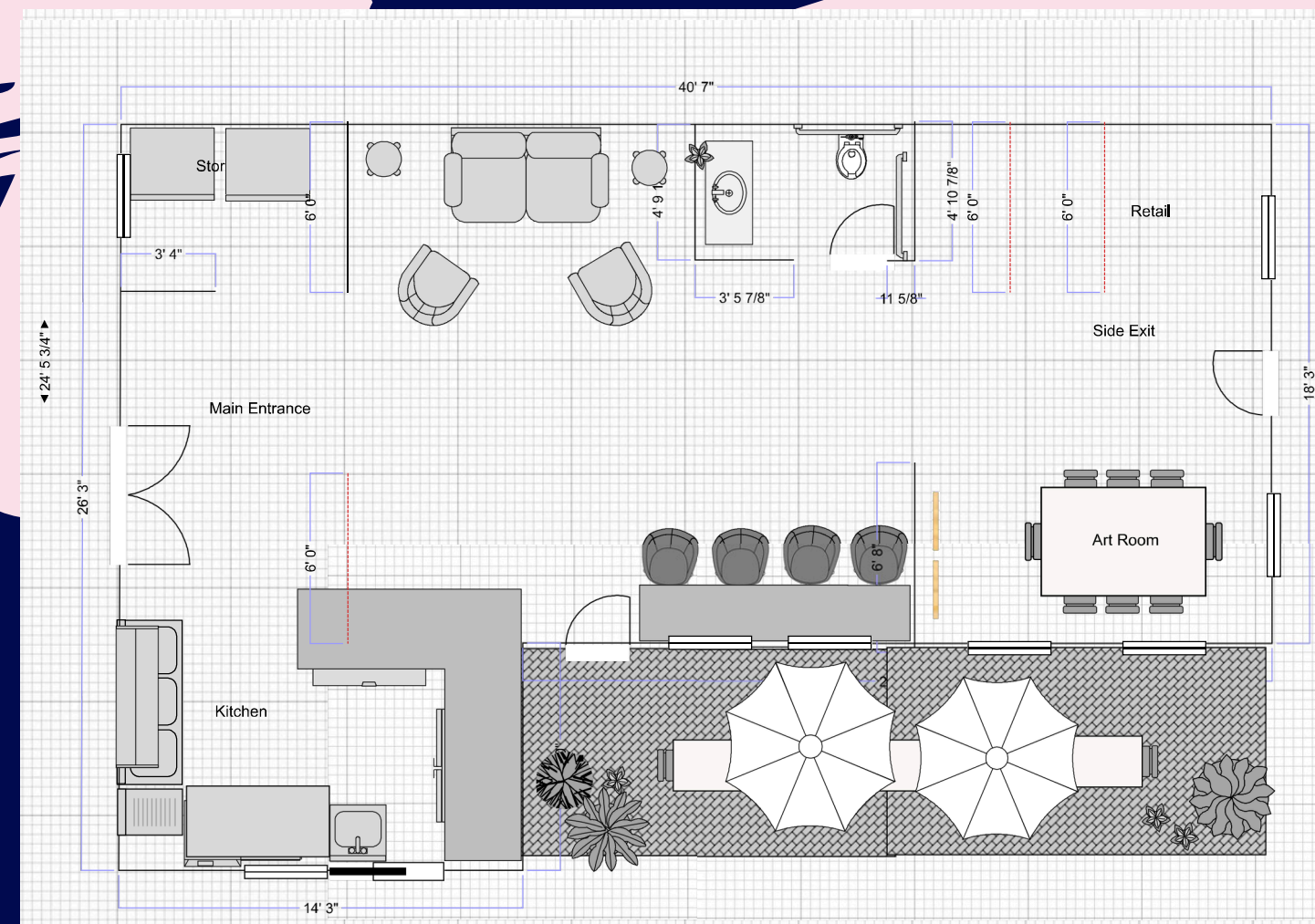
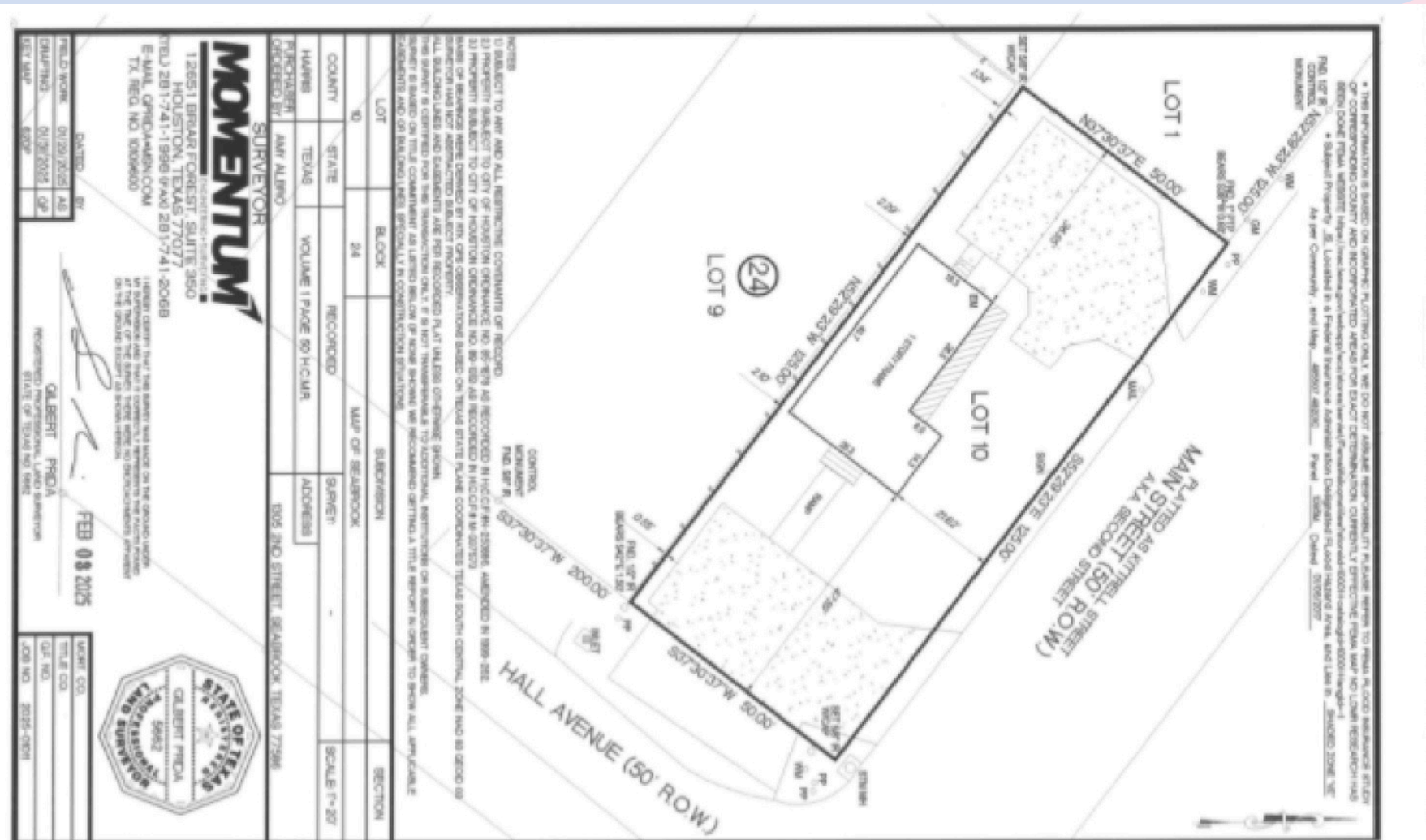
Drive Thru \$12k*

Signage \$2k*

Project Inspiration Board . .



Floorplan & Survey



Projection

Gross Sales for complete accurate year over year comps			
Year	2020	2021	2022
Total Gross	\$240,000.00	\$570,000.00	\$622,000.00



contact

Thank you for your time and
consideration!

PHONE

832-764-9427

ADDRESS

1305 2nd (Main) Street

EMAIL

amylyn@soulfreak.com

WEB

www.soulfreak.com

1
2
3 **BYLAWS OF THE**
4 **SEABROOK ECONOMIC DEVELOPMENT CORPORATION**

5 **ARTICLE ONE**

6 **OFFICE AND AGENT**

7 The principal office and agent of the Seabrook Economic Development Corporation (hereinafter
8 referred to as the "Corporation") in the State of Texas shall be located at 1700 First Street, Seabrook, Texas or
9 other location as may be determined by the Board of Directors, approved by City Council of the City of
10 Seabrook, and recorded with the Secretary of State.

11
12
13 **ARTICLE TWO**

14 **PURPOSE**

15 2.01 The Corporation is a non-profit corporation specifically governed by Section 4B of the Texas
16 Development Corporation Act of 1979, (Chapters 501-502, 505, Texas Local Government Code (hereinafter
17 referred to the "Act.")). The Corporation shall have all of the powers enumerated in the Act, except as limited
18 by these Bylaws, its Articles of Incorporation, or determination of the City Council.

19
20 2.02 The purpose of the Corporation is to use economic development resources to encourage and promote the
21 general economic welfare of the City, its residents and businesses as authorized by the Act, as it may be
22 amended.

23
24
25 **ARTICLE THREE**

26 **MEMBERS**

27 The Corporation shall have no members and is a non-stock corporation. The word "member" may be used in
28 these Bylaws in reference to those appointed to serve as Directors or on committees, but does not imply or
29 confer any corporate membership or ownership status.

30
31
32 **ARTICLE FOUR**

33 **BOARD OF DIRECTORS**
34

Management of the Corporation

4.01 The business and affairs of the Corporation and all corporate powers shall be exercised by or under authority of the Board of Directors (the "Board"), appointed by the governing body of the City of Seabrook, and subject to applicable limitations imposed by the Texas Non-Profit Corporation Act, the Texas Business Corporation Act, the Texas Development Corporation Act, its Articles of Incorporation, or these Bylaws. The Board may, by contract, resolution, or otherwise, provide general or limited special power and authority to the officers and employees of the Corporation to transact the general business or any special business of the Corporation, and may give powers of attorney to agents of the Corporation to transact any special business requiring such authorization.

Number, Qualifications, and Tenure of Directors

4.02 The authorized number of Directors of this Board shall be seven (7). The City Council shall appoint the Directors of the Corporation in accordance with the Act and the City's Home Rule Charter, as each may be amended. The membership of the Board of Directors shall include the Mayor and one additional member of City Council. At least five (5) Directors of the Board shall not be officers or employees of the City of Seabrook or members of its City Council, and these five (5) Directors shall be referred to as "Public Members" and/or as "Public Directors" of the Board of Directors.

The terms of office for the Directors of the Board are as follows: (a) The term of Directors who are also members of the City Council, shall be two (2) years; such two (2) year[s] term to run concurrently with the respective Council member's term of elected office; (b) The terms of Public Members shall be by appointment by the City Council for staggered two (2) year terms. Beginning in January 2025, three (3) members will be appointed for two-year terms. In January 2026, two (2) members will be appointed for two-year terms. Thereafter, appointments will continue every two years in even-numbered years.

Any Director who is a member of the governing body of the City shall cease to be a Director at the time he or she ceases to be a member of the City Council. A director may be removed by the City Council at any time without cause. Each director shall be a resident of the City of Seabrook.

Vacancies

4.03 Any vacancy occurring on the Board of Directors shall be filled by appointment by the City Council of the City. All interviews by the City Council to fill vacancies for directors shall be conducted in open meetings. A director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.

69 **Ex Officio Representatives of the Board**

70 4.04 The City Manager shall serve as an ex officio representative of the Board and may attend all meetings of
71 the Board or its Committees including executive sessions, if allowed by law. He or she shall not have the
72 power to vote. In addition, the Board of Directors may appoint representatives from area organizations to serve
73 as ex officio, non-voting members of the Board.

74
75 **General Duties of the Board**

76 4.05 The Board is hereby required to perform the following duties:

- 77
78 a. The Board shall develop or cause to be developed, an overall economic development plan for
79 the City, which shall include and set short-term goals and long-term goals that the Board deems
80 necessary to accomplish its purpose as stated in Section 2.01 hereof.

81
82 This plan shall require approval by the City Council of the City and may include the following elements:

- 83
84 1. An economic development strategy to bolster the business climate throughout the City.
85 2. Strategies to fully utilize the assets of the City that enhance economic development.
86 3. Identification of strategies to coordinate public, private, and academic resources to
87 develop and enhance business opportunities.
88 4. Assurance of accountability of all tax monies expended by the Corporation for
89 implementation of the overall economic development plan.
90 5. Identification and implementation of strategies for economic development.
91 6. An annual work plan outlining the anticipated activities, tasks, projects, and programs
92 to be undertaken by the Board during the upcoming fiscal year. The annual work plan
93 shall be submitted with the Corporation's annual budget, as outlined in Section 7.02 of
94 these Bylaws.

- 95
96 b. The Board shall review the overall economic development plan at least once each year to ensure
97 that said plan is up-to-date with the current economic climate.

- 98
99 c. The Board shall expend, in accordance with State law, any tax funds received by it on economic
100 development as allowed by law, to:

- 101
102 1. Pay the costs of projects found by the Board to be required or suitable for use for
103 professional and amateur (including children's) sports, athletic, entertainment, tourist,
104 convention, and public park purposes and events, including stadiums, ball parks,

auditoriums, amphitheaters, concert halls, learning centers, parks and park facilities, and related space improvements, museums, exhibition facilities, and related store, restaurant, concession, and automobile parking facilities, related area transportation facilities,

and related roads, streets, and water and sewer facilities, and other related improvement that enhance any of those items; or

2. Pay the principal of, interest on, and other costs relating to bonds or other obligations issued by the Corporation to pay the costs of the projects or to refund bonds or other obligations.

3. Fund any other Project(s) authorized by law.

d. The Board may contract with the City of Seabrook, or with another entity, for administrative services. The Board may plan and direct its work through a designated employee of the City of Seabrook, or other contractual entity, who will be charged with the responsibility of carrying out the Corporation's plan and program as adopted by the Board.

e. The Board shall make a detailed annual report to the City Council once each year. This report shall include, but not be limited to, the following:

1. A review of all expenditures made by the Board in connection with their activities involving direct economic development as defined in this Section together with a report of all other expenditures made by the Board.

2. A review of the accomplishments of the Board in the area of direct economic development.

3. The policies and strategy followed by the Board in relation to direct economic development, together with any new or proposed changes in said policies and strategy.

4. The activities of the Board for the budget year addressed in said annual report, together with any proposed change in said activity or activities as they relate to direct economic development.

5. A review of the activities of the Board in areas of endeavors other than direct economic development, together with any proposed changes in these activities.

6. An annual report for consideration for review and acceptance by the City Council.

f. The Board shall be accountable to the City Council for all activities undertaken by them or on their 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. A mid-year report, shall be made by the Board to the City Council, and shall include, but not be limited to the following:

1. Accomplishments to date as compared with the overall plan or strategy for direct economic development.
2. Anticipated short-term challenges during the next six-month reporting period, together with recommendations to meet short-term challenges.
3. Long-term issues to be addressed over the succeeding twelvemonth period or longer period of time, together with recommendations to meet such issues with emphasis to be placed on direct economic development.
4. A recap of all budgeted expenditures for the first six (6) months of the fiscal year, together with a recap of unused budgeted funds and any commitment made on said unused funds.

Implied Duties

4.06 The Corporation is authorized to do that which the Board deems desirable to accomplish any of the purposes or duties set out in Sections 2.01 and 4.05 of these Bylaws and in accordance with State law.

Meetings

4.07 The Board shall hold regular meetings, generally, once a month. The Chairperson may call special meetings when, in his/her judgment, such meetings are necessary. All meetings of the Corporation shall be held at City Hall or another facility within the city. If there is no business to discuss, the Chair shall notify the Directors. All meetings of the Board shall provide notice and be conducted as provided for and in accordance with the requirements of the Texas Open Meetings Act, Texas Government Code Chapter 551, as amended.

4.08 No meetings of the Board of Directors shall be held outside the boundaries of the City.

Attendance

4.09 Regular attendance at the Board meetings is required of each Director and the attendance record of each Director shall be submitted to the Council prior to any reappointment to the Board. The following number of absences may constitute the need for replacement of a Director: three (3) consecutive absences or attendance reflecting unexcused absences; or absences constituting fifty percent (50%) of the regularly scheduled meetings over any twelve (12) month period. In the event replacement for unexcused absences is indicated, the Chair will counsel the Director, and **if there are recurring absences** subsequently, the Chairperson shall

174 submit, in writing to the City Secretary, to be forwarded to the City Council, a request to consider replacing
175 the Director in question.

176
177 **Quorum**

178 4.10 For the purposes of convening a meeting and transacting the business of the Corporation at any meeting,
179 a majority of the appointed members of the Board shall constitute a quorum. If there is an insufficient number
180 of Directors present to convene a meeting and transact business, the presiding officer shall adjourn the meeting.
181

182 **Compensation**

183 4.11 The Directors shall serve without compensation, but shall be reimbursed as allowed by State law and
184 approved by the Board, for actual or commensurate costs of travel, lodging, and/or incidental expenses
185 incurred while performing official business of the Board.

186
187 **Voting; Action of the Board of Directors**

188 4.12 Directors must be present in order to vote at any meeting. Unless otherwise provided in these Bylaws, the
189 Corporation's Articles of Incorporation, or State law, the act of a simple majority of the Directors present at
190 any meeting is sufficient to constitute action of the Board and authorize the Chair of the Board to take further
191 action. For any vote or item presented for action to the Board, for which a Director is aware of a conflict of
192 interest or potential conflict of interest, with regard to any particular vote, the Director shall bring the same to
193 the attention of the Board, file any affidavit required to be filed by state law, and shall abstain from discussion
194 and voting. Any Director may bring any apparent conflict of interest to the attention of the Board before any
195 vote shall be taken regarding that particular matter. In absence of a conflict of interest, each Director present
196 at the meeting shall vote for or against each question brought before the Board.

197
198 **Board's Relationship with City Council**

199 4.13 In accordance with State law, the City Council shall require the Corporation to be responsible for the
200 proper discharge of the duties assigned in this Article. All policies for program administration shall be
201 submitted for City Council approval, and the Board shall administer said programs accordingly. The Board
202 shall determine its policies and direction within the limitations of the duties herein imposed, by applicable
203 laws, the Corporation's Articles of Incorporation, these Bylaws, contracts entered into with the City, and budget
204 and fiduciary responsibilities.

205
206 **Administration of Economic Development Programs**

207 4.14 The Corporation may, with approval of the City Council, contract with the City of Seabrook, or with
208 another entity or individual, for full or part-time employees as needed to carry out the programs of the

209 Corporation. These employees shall perform those duties outlined in state law, and any employees may be
210 included within the City's retirement and insurance plans, provided the Corporation reimburses the City for
211 these costs.

212
213 4.15 The Corporation and the City may agree in writing for the provision of required administrative services
214 necessary for the operation of the Corporation, whether in addition to or in place of any Corporation
215 employees. The Corporation shall reimburse the City for the City's actual costs. The Board shall make any
216 request for services of the City in writing to the City Manager. The City Manager may approve any request
217 for assistance when he/she finds the requested services are available within the administrative departments of
218 the City, and that the Board has agreed to reimburse the administrative department's budget for the costs of the
219 services provided.

220
221 4.16 The Board is authorized to hire its own legal counsel.

222
223 4.17 The Corporation may, with approval of the City Council, contract with any qualified and appropriate
224 person, association, corporation, or governmental entity to perform and discharge designated tasks which will
225 aid or assist the Board in the performance of its duties. However, no contract shall ever be approved or entered
226 into which seeks or attempts to divest the Board of Directors of its discretion and policy-making functions in
227 discharging the duties hereinabove set forth.

228
229
230 **ARTICLE FIVE**

231 **OFFICERS**

232
233 **Officers of the Corporation**

234 5.01 The elected officers of the Corporation shall be Chairperson (Chair), Vice Chairperson (Vice-Chair),
235 Secretary, and Treasurer. The Board may resolve to elect one or more Assistant Secretaries or one or more
236 Assistant Treasurers as it may consider desirable. Officers shall have the authority and perform the duties of
237 their office as the Board may prescribe or as the Secretary or Treasurer may delegate to his or her respective
238 Assistant. No Director shall hold more than one office at any time.

239
240 **Selection of Officers**

241 5.02 The officers shall be elected by the Board and shall serve for a term of one (1) year. The term of office of
242 each officer shall always be for a period of one (1) year; provided, however, each officer shall continue to
243 serve until the election of his or her successor unless the Director has been replaced. The Mayor shall not
244 serve as an officer. Elections shall be held at the annual meeting of the Board.

EDC Bylaws

245
246 **Vacancies**

247 5.03 A vacancy in any office, which occur by reason of death, resignation, disqualification, removal, or
248 otherwise, may be filled by appointment by the Board of Directors for the unexpired portion of the term of
249 that office, in the same manner as other officers are elected by the Board.
250

251 **Chair**

252 5.04 The Chair shall be the presiding officer of the Board. In general, the Chair shall perform all duties incident
253 to the office, and other duties as shall be prescribed by the Board of Directors. The Chair shall also have the
254 following specific authority:

- 255
256 a. To preside over all meetings of the Board;
257 b. To vote on all matters coming before the Board;
258 c. To call a special meeting of the Board, upon notice to all Board members when, in his judgment,
259 a meeting is necessary;
260 d. To cancel any regularly scheduled meeting of the Board when there is no business to discuss,
261 provided s/he gives notice to the Board and to the public of the cancellation, as provided in
262 Section 4.07 hereof.

263
264 In addition to the above-mentioned duties and authority, the Chair shall sign, with the Secretary of the Board,
265 any resolutions, policies, deeds, mortgages, bonds, contracts, or other instruments, which the Board of
266 Directors has approved and unless execution of said document has been expressly delegated to some other
267 officer or agent of the Corporation by appropriate Board resolution, by a specific provision of these Bylaws.
268 All instruments are subject to the approval of the City Council, which approval shall be noted thereon. In
269 general, the Chair shall perform all duties incident to the office, and other duties as prescribed by the Board.
270
271

272 **Vice Chair**

273 5.05 In the absence of the Chair, or in the event of his or her inability to act, the Vice Chair shall perform the
274 duties of the Chair. When so acting, the Vice Chair shall have all powers of shall perform the duties of the
275 Chair. When so acting, the Vice Chair shall have all powers of and be subject to all the same restrictions as the
276 Chair. The Vice Chair shall also perform other duties as may be assigned to him or her by the Chair as provided
277 by law.
278

279 **Secretary**

280 5.06 The Secretary shall be the custodian of the records and seal of the Corporation, and shall keep a register
281 of the current mailing address and street address, if different, of each Director. The Secretary shall cause to be
282 kept, a record of the minutes of all meetings of the Board, of any committee of the Board, and all records of
283 the Corporation, with the City Secretary in accordance with State law.

284 **Treasurer**

285
286 5.07 The Treasurer shall cause to be kept, at the Corporation's registered office, a record of all receipts and
287 expenditures of the funds of the Corporation. The Treasurer shall perform all the duties incident to that office
288 and other duties as may be assigned by the Chair of the Board.

289 **Assistant Secretaries and Assistant Treasurers**

290
291 5.08 The Assistant Secretaries and Assistant Treasurers, shall perform the duties assigned by the Chair or the
292 Board.

293 **ARTICLE SIX**

294 **COMMITTEES**

295 **Standing Committees**

296
297
298
299 6.01 The Board of Directors may appoint standing committees with duties and powers as the Board deems
300 appropriate.

301 **Special Committees**

302
303
304 6.02 The Board of Directors may determine that other committees are necessary or appropriate to assist the
305 Board of Directors, and shall designate, subject to Board approval, the Directors of the respective committees.

306 **Limitation on Committee Authority**

307
308 6.03 No committee shall have the independent authority to act for or in place of the Board of Directors or to
309 expend any funds, but shall act only in an advisory capacity, and shall report back to the Board as directed.

310
311 6.04 The designation and appointment of any committee, and delegation to that committee of any authority,
312 shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed
313 upon it or upon him or her by law.

315 **Term of Office of Committee Members**

316 6.05 Each member of a committee shall serve until the next annual appointment of the Board of Directors and
317 until his or her successor is appointed, unless the committee is terminated sooner, the member has ceased to
318 serve on the Board of Directors, or is removed from the committee.

319
320 6.06 Any committee member may be removed from a committee by the Board whenever in its judgment the
321 best interests of the Corporation would be served by removal.

322
323
324 **Vacancies on Committees**

325 6.07 Vacancies in the membership of any committee may be filled in the same manner as the original
326 appointments.

327
328
329 **ARTICLE SEVEN**

330 **FINANCIAL ADMINISTRATION**

331
332 The Corporation's financial administration shall be conducted as follows:

333
334 **Fiscal Year**

335 7.01 The fiscal year of the Corporation shall begin on October 1 and end on September 30 of the following
336 year.

337
338 **Budget**

339 7.02 A budget for the forthcoming fiscal year shall be submitted to, and approved by, the Board of Directors
340 and the City Council of the City of Seabrook. Once a budget is approved, this constitutes approval for the
341 Corporation to expend Corporation funds in accordance with the budget. The budget may be amended, subject
342 to the same approval requirements, to allow for changes in economic development priorities or to respond to
343 an economic development opportunity.

344
345 **Contracts**

346 7.03 As provided in Article Five above, the Chair and Secretary shall execute any contracts or other
347 instruments, which the Board has approved and authorized to be executed; provided, however, the Board may,
348 by appropriate resolution, authorize any other officer or officers or any other agent or agents, to enter into
349 contracts or execute and deliver any instrument in the name and on behalf of the Corporation. Such authority
350 may be confined to specific instances or defined in general terms.

351 When appropriate, the Board may grant a specific or general power of attorney to carry out some action on
352 behalf of the Board; provided, however, no power of attorney may be granted unless an appropriate resolution
353 of the Board authorizes the same to be performed, subject to approval by City Council.
354

355 **Checks and Drafts**

356 7.04 No check, draft, order for the payment of money or evidence of indebtedness shall be prepared or signed
357 unless same is in accordance with the approved Corporation budget, or an approved budget amendment. All
358 checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the
359 name of the Corporation shall be approved by the Board and signed by two officers of the Corporation or their
360 designees.

361
362 **Deposits**

363 7.05 All funds of the Corporation shall be deposited, on a regular basis, to the credit of the Corporation in a
364 local bank, which shall be federally insured and shall be selected following the procedures and requirements
365 for selecting a depository as set forth in Chapter 105 of the Texas Local Government Code.
366

367 **Gifts**

368 7.06 The Corporation may accept any contribution, gift, bequest, or device for the general purpose or for any
369 special purpose of the Corporation.

370
371 **Purchasing**

372 7.07 All purchases made and contracts executed by the Corporation shall be made in accordance with the
373 requirements of the Texas Constitution and laws of the State of Texas.
374

375 **Investments**

376 7.08 Temporary and idle funds, which are not needed for immediate obligations of the Corporation, may be
377 invested in any legal manner as provided in Chapter 2256 of the Texas Government Code, (the Public Funds
378 Investment Act).

379
380 **Bonds**

381 7.09 The Corporation is authorized to issue bonds for appropriate projects, provided they are issued in
382 accordance with all applicable state laws, and with the approval of the Seabrook City Council, after review
383 and comment by the City's bond counsel and financial advisor.
384

385 **Uncommitted Funds**

386 7.10 Any funds of the Corporation that are uncommitted at the end of the fiscal year shall be considered a part
387 of the Fund Balance of the Corporation. The undesignated Fund Balance may be designated for any legal
388 purpose, provided both the Corporation's Board of Directors and the City Council approve the commitment.
389 This designation may include the establishment of a Permanent Reserve Fund, which shall be accumulated for
390 the purpose of using the interest earnings of the Fund to finance operation of the Corporation.

391 **Monthly Reports**

392
393 7.11 The City financial office will provide to the Board of Directors a monthly report of all matters required,
394 permitted, or done pursuant to this Article or any contract.

395 **Annual Audit; Bonding Requirements for Third Party Audits**

396
397 7.12 An annual audit of the Corporation's books and funds shall be prepared by a competent independent audit
398 firm as soon as practical following the end of each fiscal year. The Corporation audit shall generally be
399 completed in conjunction with the City's audit. Provided, however, that the Corporation may contract with a
400 third party to perform the Corporation's financial and accounting requirements, including the annual audited
401 financial statement, with the approval and consent of the City Council. The City of Seabrook, or any other
402 contractual entity providing financial services to the Corporation, shall provide to the Board of Directors an
403 annual audited financial statement of all funds.

404
405 7.13 If the Corporation independently contracts with an entity other than the City for financial accounting and
406 auditing services, the entity shall be required to provide an official bond in the sum of not less than One
407 hundred Thousand Dollars (\$100,000.00). Such bond shall be procured from a regularly accredited surety
408 company authorized to do business in the state. A copy of the bond shall be filed with the Corporation and
409 with the City Secretary.

410
411 7.14 If the Corporation's audit is not completed with the City's, and the Corporation does not elect to contract
412 for financial services, the Chair, Vice Chair, and Treasurer of the Board shall each give an official bond in the
413 sum on not less than One Hundred Thousand Dollars (\$100,000.00). The bonds referred to in this section shall
414 be considered for the faithful accounting of all monies and things of value coming into the hands of such
415 officers. The bonds shall be procured from some regularly accredited surety company authorized to do business
416 in the state. The premiums shall be paid by the Corporation. A copy of each officer's bond shall be filed with
417 the City Secretary.

418
419 **ARTICLE EIGHT**

421 **BOOKS AND RECORDS**

422 The Corporation shall keep correct and complete books and records of all actions of the Corporation, including
423 books and records of accounts and the minutes of meetings of the Board of Directors and of any committee
424 having any authority of the Board and to the City Council. Members of the City Council and Directors of the
425 Corporation may inspect the books of the Corporation, and any information that may be designated by law as
426 public information shall be open to public inspection at any reasonable time. The Texas Public Information
427 Act, Chapter 552, Texas Government Code, shall apply to any disclosure of the Corporation's records.

428
429
430 **ARTICLE NINE**

431 **SEAL**

432 The Board of Directors shall obtain a corporate seal which shall bear the words "Corporate Seal of Seabrook
433 Economic Development Corporation"; thereafter, the Board may use the corporate seal and may later alter said
434 seal as necessary, without changing the corporate name; however, these Bylaws shall not be construed to
435 require the use of the corporate seal.

436
437
438 **ARTICLE TEN**

439 **AMENDMENTS TO BYLAWS**

440 10.01 These Bylaws may be amended or repealed, or new Bylaws may be adopted by an affirmative vote of
441 not less than five (5) of the authorized Directors serving on the Board; provided however, that at least ten (10)
442 days prior to the meeting at which action is taken, written notice setting forth the proposed action shall have
443 been given to all Directors, and public notice regarding the action has been given according to the requirements
444 of State law.

445 10.02 No amendment or new Bylaw shall become effective until approved by the City Council.

446
447
448 **ARTICLE ELEVEN**

449 **DISSOLUTION**

450 Dissolution of the Corporation may be effected as provided for in the Act.

451
452
453 **ARTICLE TWELVE**

454 **INDEMNITY**

455 12.01 The Corporation hereby agrees to indemnify and hold harmless each current or former Director or
456 Officer of the Corporation from and against any costs, expenses (including attorney's fees), fines, settlements,
EDC Bylaws

judgments, liabilities, and other amounts, actually and reasonably incurred in any action, suit, or proceeding to which he or she is made a party by reason of holding this position in accordance with the limitations imposed by law; provided, however, an Officer or Director shall not be eligible for indemnification if he/she is finally adjudicated to be liable for gross negligence or intentional/willful misconduct with respect to the matter for which indemnity is sought. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation or, or preparation for, threatened or proposed litigation. The Board of Directors may, in proper case, extend this indemnification to cover the good faith settlement of any action, suit, or proceedings, whether formally instituted or not.

12.02 The Corporation is authorized to secure independent insurance or to participate in and be included in the coverage provided by the City of Seabrook through the Texas Municipal League Insurance Risk Pool, or other insurance program.

12.03 Furthermore, to the extent allowed by law, the Corporation agrees to indemnify and hold harmless and defend the City of Seabrook, its officers, agents, and its employees, from and against liability for any and all claims, liens, suits, demands, and/or actions for damages, injuries to persons (including death), property damage (including loss of use), and expenses, including court costs and attorneys' fees and other reasonable costs arising out of or resulting from the Corporation's activities, and from any liability arising out of or resulting from the intentional acts or negligence, including all causes of action based upon common, constitutional, or statutory law, or based in whole or in part upon the negligent or intentional acts or omissions of the Corporation, including but not limited to its officers, agents, employees, licensees, invitees, and other persons.

12.04 With respect to the above indemnity, the City of Seabrook and the Corporation will provide each other with prompt and timely notice of any event covered that in any way, directly or indirectly, contingently or otherwise, affects or might affect the Corporation or the City of Seabrook, and the City shall have the right to compromise and defend the same to the extent of its own interests. It is further agreed that this indemnity clause shall be an additional remedy to the City of Seabrook and not an exclusive remedy.

12.05 Furthermore, as set out in the Act, the Corporation, a Director of the Corporation, the City creating the Corporation, a member of the governing body of the City, or an employee of the Corporation or City is not liable for damages arising from the performance of a governmental function of the Corporation or City. For the purposes of Chapter 101, Civil Practice and Remedies Code, the Corporation is a governmental unit and its actions are governmental functions.

492 **ARTICLE THIRTEEN**

493 **MISCELLANEOUS**

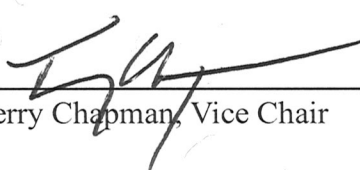
494
495 **Relation to Articles of Incorporation**

496 These Bylaws are subject to, and governed by, the Corporation's Articles of Incorporation, and
497 applicable State statutes under which the Corporation is organized.

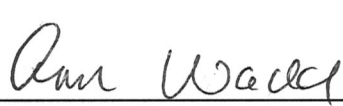
498
499 **CERTIFICATE**

500 This is to certify that the foregoing is a true and correct copy of the amended Bylaws of the Corporation
501 and that these Bylaws were duly amended and adopted by the Board of Directors of the Corporation on the
502 date set forth below.

503
504 Adopted as amended, by an affirmative vote of the Board of Directors, as reflected in the minutes of
505 this meeting, on the 8th day of August, 2024.

506
507
508
509
510 
511 _____
512 Terry Chapman, Vice Chair
513
514

515 ATTEST:

516
517 
518 _____
519 Ann Wacker, Secretary
520

**STAFFING SERVICES AGREEMENT
SEABROOK ECONOMIC DEVELOPMENT CORPORATION
AND CITY OF SEABROOK, TEXAS
FY 2024-2025**

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This Staffing Services Agreement ("Agreement") is made and entered into by and between the City of Seabrook, Texas (the "City") and the Seabrook Economic Development Corporation ("EDC").

WHEREAS, pursuant to The Texas Development Corporation Act, Texas Local Government Code Chapters 501, 502 and 505 (the "Act"), the City created the EDC and collects, on behalf of the EDC, an additional sales and use tax of which a portion may be used by the EDC to pay certain administrative costs; and

WHEREAS, the EDC desires to utilize the services and support of City staff in furtherance of its work and the projects it undertakes to eliminate duplication and to promote economy and efficiency in the use of the additional sales tax revenues it receives; and

WHEREAS, the City has determined that providing personnel and services to the EDC will be mutually beneficial to the City and the EDC, will promote local economic development, and stimulate business and commercial activity within the City, all in furtherance of the purposes of the EDC; now, therefore,

FOR AND IN CONSIDERATION of the mutual covenants, agreements, and benefits accruing herein to each party, the City and the EDC hereby agree as follows:

1. The EDC will utilize City employees to perform the following services for and on behalf of the EDC:
 - a. Preparing all financial and investment reports and keeping all financial books and records required by the SEDC's Bylaw. Providing all necessary budgeting, accounting, financial management and investment management through the City's Finance Department.
 - b. Preparing a budget for the forthcoming year for review and approval by the Board and City Council;
 - c. Providing executive and administrative support, review and oversight by various City departments including but not limited to City Manager, City Secretary, Community Development, Administrative Support, Human Resources, Planning & Zoning Commission.

- d. Providing for a repository of records, office and conference space.
 - e. Providing for project management services.
 - f. Providing technology support of hardware, software and phone systems through the City's Information Technology Department and GIS / Data services;
 - g. Any other reasonable services in furtherance of the purposes of the EDC and authorized by the Act.
2. The City and EDC acknowledge that from time to time conflicts between a city employee's primary responsibilities to the City and requests for services from the EDC may arise. The City and the EDC encourage employees to bring conflicts to the attention of the City Manager, who shall consult with the EDC President as necessary to prioritize demands and resolve any conflicts.
3. Consideration
- After having reasonably estimated the amount of time City employees are anticipated to spend performing services for and on behalf of the EDC during the term of this Agreement, the parties have agreed that EDC will reimburse the City in the amount of One hundred and thirteen thousand seven hundred forty-five and no cents (\$113,745.00), as presented in the Fiscal Year 2024-2025 EDC and City budgets. (Reference Exhibit A). Such reimbursement is predicated on the approval of the budget by both the EDC Board and City Council and is contingent upon such amount being collected in sales and use tax dollars for the fiscal year.
4. Term
- The term of this Agreement shall be for one (1) year commencing October 1, 2024, no matter when actually executed. Provided, further, either party may terminate this Agreement by giving thirty (30) days advance written notice thereof to the other.
5. Right to Hire Third Parties
- EDC specifically reserves the right to hire third parties to perform any or all of the services described herein.
6. Notice
- All notices and communications regarding the term of this Agreement to any party shall be in writing. If mailed, any notice or communication shall be deemed to have been received three (3) days after the date of its deposit into the United States mail, first class, postage prepaid. Unless otherwise provided in this Agreement, all notices shall be delivered to the following address:

City of Seabrook
Attention: City Manager
1700 First Street
Seabrook, Texas 77586

Seabrook Economic Development Corporation
Attention: President, Board of Directors
1700 First Street
Seabrook, Texas 77586

Either party may designate a different address by giving the other parties at least ten (10) days written notice in the manner prescribed above.

7. Parties in Interest

This Agreement shall be for the sole and exclusive benefit of the City and the EDC and shall not be construed to confer any benefit or right upon any other parties.

8. Severability

In the event any clause, phrase, provision, sentence, or part of this Agreement shall for any reason be adjudged invalid or held unconstitutional by a court of competent jurisdiction, it shall not affect, impair, or invalidate this Agreement as a whole or any part or provision hereof other than the part declared to be invalid or unconstitutional.

9. Entire Agreement

This Agreement contains the entire agreement between the parties and supersedes all other negotiations and agreements with respect to the matters addressed herein, whether written or oral.

IN WITNESS WHEREOF, this Agreement has been executed by the duly authorized officers of the City of Seabrook, Texas and the Seabrook Economic Development Corporation, as of _____ day of _____, 2024.

CITY OF SEABROOK

ATTEST:

Thomas G. Kolupski
Mayor

Rachel Lewis, TRMC
City Secretary

SEABROOK ECONOMIC DEVELOPMENT CORPORATION

ATTEST:



Ann Wacker, Secretary
Board of Directors



Terry Chapman, Vice-Chairman
Board of Directors

EXHIBIT A

Administrative Services Agreement 2024-25

CITY OF SEABROOK 2024-2025 BUDGET FUND 70 - EDC

707 - EDC

FOR FISCAL YEAR ENDING SEPTEMBER 30,						2025 BUDGET VS		2025 BUDGET VS		
EXPENSE ACCOUNTS	2021	2022	2023	BUDGET	FORECAST	BUDGET	2024 FORECAST		2024 BUDGET	
				2024	2024	2025	\$CHANGE	%CHANGE	\$CHANGE	%CHANGE
707-4010 4010 OFFICE SUPPLIES	667	232	684	150	239	500	261	109.52%	350	233.33%
707-4150 4150 SMALL EQUIPMENT	-	-	1,545	-	-	-	(1,545)	-100.00%	-	0.00%
TOTAL SUPPLIES	\$ 667	\$ 232	\$ 2,229	\$ 150	\$ 239	\$ 500	\$ (1,283)	-57.59%	\$ 350	233.33%
707-5010 5010 ADVERTISING	11,522	15,134	34,154	50,000	29,708	51,300	21,592	72.68%	1,300	2.60%
707-5020 5020 DUES & SUBSCRIPTIONS	1,614	786	1,388	1,515	1,530	1,465	(65)	-4.26%	(50)	-3.30%
707-5030 5030 RENTALS & SERVICE AGRMTS (below)	5,869	5,052	5,435	5,695	3,408	-	(3,408)	-100.00%	(5,695)	-100.00%
707-5042 5042 IT SOFTWARE (New Line Item)						22,350	22,350	0.00%	22,350	0.00%
707-5182 5182 TRAIL MAINTENANCE	24,486	14,014	29,686	30,000	55,350	30,000	(25,350)	-45.80%	-	0.00%
707-5215 5215 PROF FEES - ENGINEERING	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5220 5220 PROF FEES - LEGAL	37,255	36,000	24,135	30,000	16,836	16,800	(36)	-0.21%	(13,200)	-44.00%
707-5227 5227 PROF FEES - CONSULTING	82,500	82,650	37,405	42,000	60,519	60,000	(519)	-0.86%	18,000	42.86%
707-5300 5300 TRAINING & CONFERENCE	4,554	15,144	16,760	12,800	8,198	13,800	5,602	68.34%	1,000	7.81%
707-5400 5400 TELEPHONE	303	302	351	325	310	-	(310)	-100.00%	(325)	-100.00%
707-5465 5465 MISC EXPENDITURES	126	216	370	1,000	657	500	(157)	-23.90%	(500)	-50.00%
707-5470 5470 DEBT SERVICE AGENT	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5610 5610 BUSINESS INCENTIVES	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5617 5617 ECONOMIC DEVELOPMENT PROJECTS	337,398	91,600	-	537,081	447,716	1,000,000	552,284	123.36%	462,919	86.19%
707-5620 5620 ECONOMIC DEVELOPMENT INCENTIVES	15,214	13,812	119,985	15,000	24,819	665,406	640,587	2581.06%	650,406	4336.04%
TOTAL SERVICES	\$ 520,839	\$ 274,710	\$ 269,669	\$ 725,416	\$ 649,051	\$ 1,861,621	\$ 1,212,570	449.65%	\$ 1,136,205	156.63%
707-6020 6020 EQUIPMENT	-	13,868	-	-	-	-	-	0.00%	-	0.00%
707-6035 6035 FACILITIES & PARKS	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6036 6036 WATERFRONT	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6038 6038 TRAIL CONSTRUCTION	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6039 6039 SIGNAGE	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6077 6077 RIGHT OF WAY EXPENSE	-	-	-	-	-	-	-	0.00%	-	0.00%
TOTAL CAPITAL OUTLAY	\$ -	\$ 13,868	\$ -	\$ -	\$ -	\$ -	\$ -	0.00%	\$ -	0.00%
707-6250 6250 GENERAL FUND REIMBURSEMENT	251,633	274,106	288,942	110,000	110,000	113,745	3,745	3.40%	3,745	3.40%
707-6255 6255 TRANSFER TO ENTERPRISE FUND PROJECT	195,576	197,275	193,867	195,459	195,459	196,945	1,486	0.76%	1,486	0.76%
707-6325 6325 REDEMPTION OF BONDS	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6350 6350 INTEREST ON BONDS & CERT	-	-	-	-	-	-	-	0.00%	-	0.00%
TRANSFERS OUT	\$ 447,209	\$ 471,381	\$ 482,809	\$ 305,459	\$ 305,459	\$ 310,690	\$ 5,231	1.08%	\$ 5,231	1.71%
TOTAL EXPENDITURES	\$ 968,718	\$ 760,192	\$ 754,707	\$ 1,031,025	\$ 954,748	\$ 2,172,811	\$ 1,216,518	161.19%	\$ 1,141,786	110.74%

Title	SEDC Administrative Services Agreement
File name	Adm_Staffing_Serv...2024-2025__1_.pdf
Document ID	d5486cb8630bdf520f823f333547180d03f8fda1
Audit trail date format	MM / DD / YYYY
Status	● Signed

Document History



08 / 26 / 2024
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Sent for signature to Ann Wacker (a.wacker@sbcglobal.net) and Terry Chapman (tchapmanlyc@gmail.com) from kbellow@seabrooktx.gov
IP: 165.254.153.10



08 / 26 / 2024
16:34:55 UTC

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16:36:02 UTC

Signed by Terry Chapman (tchapmanlyc@gmail.com)
IP: 98.197.31.25



08 / 26 / 2024
19:09:48 UTC

Viewed by Ann Wacker (a.wacker@sbcglobal.net)
IP: 98.197.9.129



08 / 26 / 2024
19:10:12 UTC

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IP: 98.197.9.129



COMPLETED

08 / 26 / 2024
19:10:12 UTC

The document has been completed.

**CITY OF SEABROOK
2024-2025 BUDGET
FUND 70 - EDC**

707 - EDC

EXPENSE ACCOUNTS	FOR FISCAL YEAR ENDING SEPTEMBER 30,					2025 BUDGET VS		2025 BUDGET VS		
	2021	2022	2023	BUDGET 2024	FORECAST 2024	BUDGET 2025	2024 FORECAST \$CHANGE	%CHANGE	2024 BUDGET \$CHANGE	%CHANGE
707-4010 4010 OFFICE SUPPLIES	667	232	684	150	239	500	261	109.52%	350	233.33%
707-4150 4150 SMALL EQUIPMENT	-	-	1,545	-	-	-	(1,545)	-100.00%	-	0.00%
TOTAL SUPPLIES	\$ 667	\$ 232	\$ 2,229	\$ 150	\$ 239	\$ 500	\$ (1,283)	-57.59%	\$ 350	233.33%
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707-5030 5030 RENTALS & SERVICE AGRMTS (below)	5,869	5,052	5,435	5,695	3,408	-	(3,408)	-100.00%	(5,695)	-100.00%
707-5042 5042 IT SOFTWARE (New Line Item)						22,350	22,350	0.00%	22,350	0.00%
707-5182 5182 TRAIL MAINTENANCE	24,486	14,014	29,686	30,000	55,350	30,000	(25,350)	-45.80%	-	0.00%
707-5215 5215 PROF FEES - ENGINEERING	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5220 5220 PROF FEES - LEGAL	37,255	36,000	24,135	30,000	16,836	16,800	(36)	-0.21%	(13,200)	-44.00%
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707-5300 5300 TRAINING & CONFERENCE	4,554	15,144	16,760	12,800	8,198	13,800	5,602	68.34%	1,000	7.81%
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707-5465 5465 MISC EXPENDITURES	126	216	370	1,000	657	500	(157)	-23.90%	(500)	-50.00%
707-5470 5470 DEBT SERVICE AGENT	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5610 5610 BUSINESS INCENTIVES	-	-	-	-	-	-	-	0.00%	-	0.00%
707-5617 5617 ECONOMIC DEVELOPMENT PROJECTS	337,398	91,600	-	537,081	447,716	1,000,000	552,284	123.36%	462,919	86.19%
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707-6020 6020 EQUIPMENT	-	13,868	-	-	-	-	-	0.00%	-	0.00%
707-6035 6035 FACILITIES & PARKS	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6036 6036 WATERFRONT	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6038 6038 TRAIL CONSTRUCTION	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6039 6039 SIGNAGE	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6077 6077 RIGHT OF WAY EXPENSE	-	-	-	-	-	-	-	0.00%	-	0.00%
TOTAL CAPITAL OUTLAY	\$ -	\$ 13,868	\$ -	\$ -	\$ -	\$ -	\$ -	0.00%	\$ -	0.00%
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707-6325 6325 REDEMPTION OF BONDS	-	-	-	-	-	-	-	0.00%	-	0.00%
707-6350 6350 INTEREST ON BONDS & CERT	-	-	-	-	-	-	-	0.00%	-	0.00%
TRANSFERS OUT	\$ 447,209	\$ 471,381	\$ 482,809	\$ 305,459	\$ 305,459	\$ 310,690	\$ 5,231	1.08%	\$ 5,231	1.71%
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**EDC BUDGET FOR FY 2024-25****Presented 7-11-24**

ACCOUNT	EXPENSE ACCOUNT TITLE			
	• Expense Detail			
4010	OFFICE SUPPLIES		500	0.02%
	Binders, Business Cards	500		
5010	ADVERTISING <i>(no greater than 10% of total revenues)</i>		51,300	2.36%
	• Print, video & online advertising: Annual Promotional Campaign	40,000		
	• BAHEP Partnership Ads	1,000		
	• Promotional items	300		
	• Seabrook event sponsorship- Celebration Seabrook	10,000		
5020	DUES & SUBSCRIPTIONS		1,465	0.07%
	• Texas Economic Development Council (TEDC)	575		
	• International Council of Shopping Centers (ICSC) (2)	250		
	• Annual Bank of America credit card fee	40		
	• Business of the Year Membership to Chamber of Commerce	400		
	• Houston Business Journal	200		
5030	SERVICES		0	0.00%
5042 (NEW)	IT SOFTWARE		22,350	1.03%
	• Website hosting, AI bot and maintenance, Email Blast software	6,750		
	• Archive Social Web Services (for open records reporting)	2,500		
	• EDC Domains	100		
	• Broker, Real Estate and Mapping Software	13,000		
5182	TRAIL MAINTENANCE		30,000	1.38%
5220	LEGAL		16,800	0.77%
5227	CONSULTING		60,000	2.76%
	• Bay Area Houston Economic Partnership (2023-2026)	20,000		
	• General Consulting (Board Related)	15,000		
	• Economic Alliance Houston Port Region (2024-2027)	15,000		
	• Clear Lake Chamber of Commerce (2024-2025)	10,000		
5300	TRAINING & CONFERENCE		13,800	0.64%
	• BAHEP table for annual banquet (8 seats)	1,500		
	• Economic Alliance table for annual banquet (8 seats)	1,000		
	• Economic Alliance trip to Washington, DC (1 person)	2,500		
	• Keels & Wheels Preview Event (Spring 2023)	2,500		
	• Meetings, Events and Luncheons	1,000		
	• Seabrook Economic Development Broker Events	3,500		
	• Staff Training	1,200		
	• TEDC Quarterly Conferences	600		
5400	TELEPHONE		0	0.00%
5465	MISCELLANEOUS (Board Shirts)		500	0.02%
5617	ECONOMIC DEVELOPMENT PROJECTS		1,000,000	46.03%
	• CIP Projects			
	Livable Center Projects (Project Notice Old Seabrook \$1,000,000)	500,000		
	Gateway, Wayfinding, Pedestrian and Park Municipal Sign (Project Notice Old Seabrook includes signage)	500,000		
5620	ECONOMIC DEVELOPMENT INCENTIVE PROGRAMS		665,406	30.63%
	Active Project 2017 - Merlion (Sales Tax Reim \$40K)	7,156		

	Active Project 2022 - Fay&Fay (Seabrook Shipyard) \$8250 gas line	8,250		
	Active Project 2023 - The Edge (Towne Center) \$397,974.48 line reloc	0		
	Active Project 2023 - Margaritaville (Seabrook Plaza) \$550,000 drainage/ \$2M TOTAL	550,000		
	New Incentives	100,000		
TOTAL EXPENDITURES			1,861,621	
INTERFUND TRANSFERS				
6250	ADMINISTRATIVE SERVICES AGREEMENT		113,850	5.24%
6255	TRANSFER TO ENTERPRISE FUND PROJECT (CIP Projects/Debt Payment to EF)		196,945	9.07%
TOTAL			2,172,416	100%

Expected Total Revenue • 2024-25	1,111,171
Unreserved Balance Required for Balanced Budget	1,061,245
	2,172,416 *

Cash Reserves as of June 30, 2024	\$3,837,595
Total Potential Expenditure	\$2,172,416
Expected Total Revenue	\$1,111,171
Overall Balance	\$2,776,350

Active Project 2023 - Margaritaville (Seabrook Plaza) \$550,000 drainage/ \$2M TOTAL	\$1,450,000
Remaining Reserve for this Project	\$1,326,350

* 5620 - business development incentives

* 6255 = water tank relocation project



**MEETING MINUTES
SEPTEMBER 12, 2024**

**SEABROOK ECONOMIC DEVELOPMENT CORPORATION
MEETING**

The Seabrook Economic Development Corporation of The City of Seabrook met on **Thursday, August 8, 2024**, at **6:00 P.M.** At Seabrook City Hall to consider, and if appropriate, take action with respect to the agenda items listed below.

Board Members Present:

Paul R. Dunphey	Chair
Terry Chapman	Vice-Chair
Kevin Ferguson	Treasurer
Gary Bell (excused)	Member
Ann Wacker	Secretary
Buddy Hammann	Council Representative
Thomas Kolupski	Mayor

Also Present Were:

Gayle Cook	City Manager
Justin Pruitt	City Attorney
Kiarra Bellow	Administrative Assistant

EDC Vice-Chair Terry Chapman called the meeting to order at 6:00 p.m. and declared that a quorum was present.

1. PUBLIC COMMENTS AND ANNOUNCEMENTS

There were no citizen comments.

2. SPECIFIC PUBLIC HEARING

- 2.1 Conduct a public hearing on the proposed fiscal year 2024-2025 Economic Development Corporation budget. This public hearing is held pursuant to Local Government Code section 505.159.**

Chairman Dunphey opened the Specific Public Hearing at 6:00 PM.

There were no citizen comments.

Chairman Dunphey closed the Specific Public Hearing at 6:01 PM.

3. PRESENTATIONS

- 3.1 Presentation by Miramar Beltline GP, LLC on an incentive application for updates and improvements to the Miramar Shopping Center.**

Presentation by Reagan Vidal, Owner of Miramar Shopping Center (Miramar Beltline GP, LLC) on

incentive request. (See Exhibit A)

3.2 Presentation by Soulfreak for an incentive application for improvements to 1409 Main Street for a coffee shop.

Presentation by Amy Albro, Owner of "Soulfreak" on incentive request (See Exhibit B).

3.3 Presentation by Josh Perella to the Economic Development Corporation on the state of Seabrook businesses.

Presenter not in attendance.

4. CLOSED EXECUTIVE SESSION

4.1 Section 551.087

Conduct a closed executive session to discuss/deliberate potential financial incentive(s) and financial information received from a business prospect that the City/EDC seeks to have locate, stay, or expand for which the City is conducting economic development negotiations, as provided by Texas Government Code Section 551.087.

EDC Board adjourned to Closed Executive Session at 6:20 PM.

5. OPEN SESSION

5.1 The EDC Board will reconvene in open session to allow for possible action on the agenda items listed above under "Executive Session".

EDC Board returned to Open Session at 6:44 PM.

6. NEW BUSINESS

6.1 Consider and take all appropriate action on a Business Development Incentive Application filed by Miramar Beltline GP, LLC, to be located at 2000 Bayport Blvd, seeking an incentive to assist with retail redevelopment, for an amount not to exceed \$100,000.

A motion was made to approve, with a value not to exceed \$300,000, contingent upon project completion and verification of final inspections. The City Manager and staff are authorized to finalize all necessary details.

Motion:	To Approve
Made By:	EDC Treasurer Ferguson
Seconded By:	Mayor Pro Tem, At-Large Position 5 Hammann
Vote:	Passed unanimously by all present

6.2 Consider and take all appropriate action on a Business Development Incentive Application filed by Soulfreak Holdings, to be located at 1409 2nd Street, seeking an incentive to assist with small business development, for an amount not to exceed \$10,000.

A motion was made to approve, with a value not to exceed \$15,000, contingent upon staff working with the owner of the property and the proposed leaseholder (Soulfreak) to finalize the details and any appropriate incentives.

Motion:	To Approve
Made By:	EDC Secretary Wacker
Seconded By:	Mayor Pro Tem, At-Large Position 5 Hammann
Vote:	Passed unanimously by all present

7. ROUTINE BUSINESS

7.1 Update by Director on Strategic Plan Initiatives, Monthly Reporting and Activities.

City Manager Gayle Cook provided an update on EDC monthly activities, covering new businesses, active projects, goal initiatives and achievements, the Seabrook Pals mini-mural project, items forwarded to City Council, and updates on incentive agreements.(see Exhibit C)

7.2 EDC Financial Report

City Manager Gayle Cook reviewed the EDC Financial Report for August 2024.

7.3 Approve minutes from the August 8, 2024, regular EDC meeting.

Motion:	To Approve
Made By:	EDC Treasurer Ferguson
Seconded By:	EDC Secretary Wacker
Vote:	Passed unanimously by all present

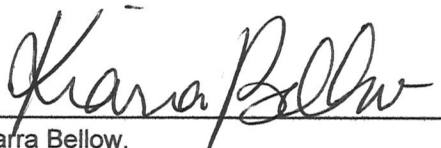
7.4 Establish future meeting dates and agenda items.

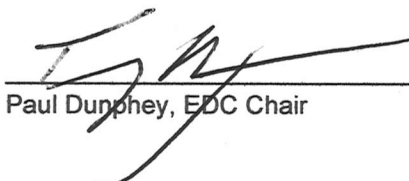
Next regular meeting is scheduled for October 10, 2024.

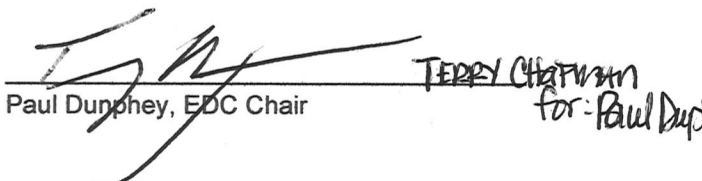
Motion:	To Adjourn
Made By:	EDC Vice-President Chapman
Seconded By:	EDC Treasurer Ferguson
Vote:	Passed unanimously by all present

Meeting adjourned at 6:57 pm.

APPROVED ON THE 11th DAY OF October, 2024.


Kiarra Bellow,
EDC Administrative Coordinator


Paul Dunphey, EDC Chair


Terry Chapman
for: Paul Dunphey

**SEABROOK ECONOMIC DEVELOPMENT CORPORATION
RESOLUTION 2023-01/EDC**

SEDC INCENTIVES POLICY

* * * * *

WHEREAS, on January 18, 1992, the voters of the City of Seabrook authorized the City of Seabrook to adopt a one-half cent sales and use tax to pay for the costs of projects authorized by Chapters 501, 502, and 505 of the Texas Local Government Code, and to pay for the principal and interest of bonds or other obligations issued to pay the costs of such projects; and

WHEREAS, the Seabrook Economic Development Corporation (“EDC”), a type B corporation, was established to oversee the expenditures of these tax monies and bylaws were established for the operation of the EDC; and

WHEREAS, EDC has analyzed potential incentive programs available under state law to assist it in attracting businesses, creating jobs, and assisting in other statutorily authorized economic development programs; and

WHEREAS, EDC has evaluated incentive program funding for its current Fiscal Year budget; and

WHEREAS, EDC has allocated funding and memorialized incentive program funding options by resolution since Fiscal Year 2008-09, the first year it adopted such measures;

NOW THEREFORE, BE IT RESOLVED BY THE SEABROOK ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS:

Section 1. That EDC will undertake to establish one or more economic development incentive programs and expenditures in accordance with the City of Seabrook’s and the EDC’s economic development goals and adoption of relevant policies for each program, state law, including but not limited to Chapters 501, 502, and 505 Texas Local Government Code (the Development Corporation Act) and to the extent EDC is authorized to expend funds in such a program, as established by the Texas Local Government Code Chapter 380 and Seabrook City Council, as appropriate.

Section 2. That the following incentives are approved by the Board of Directors, and are designed to provide guidance to the EDC Director in his negotiations with potential economic development clients. All requests for incentives shall come back to the Board for consideration, and shall be in an amount or amounts which will not

exceed the total approved appropriation for Economic Development Incentive Programs, Budget Line Item 707-5620, in the amount as shown in the final budget following adoption by the Board of Directors and City Council for the then-current fiscal year, including amendments.

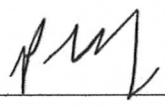
The incentives identified and approved by the Board of Directors are outlined in Appendix A, attached to this Resolution.

Section 3. That this Resolution be reviewed annually and attached as written or as it may be revised to subsequent EDC Budget, forwarded to the Seabrook City Council. The Board finds that the above list has been published as required for public comment by Section 505.160(a) Texas Local Government Code and constitutes a continuing project to the extent it is funded in any particular fiscal year.

Section 4. That following approval of the budget by the Board of Directors, the Seabrook City Council, and publication of the statutory notice identifying projects, that expenditures for those projects identified in Section 1 be thereafter approved and allocated subject to the budget line item cap by the Board of Directors, without further budget amendment or approval by the Board of Directors and City Council.

PASSED, APPROVED AND ADOPTED THIS 13th DAY OF ~~MARCH~~ ^{APRIL}, 2023.

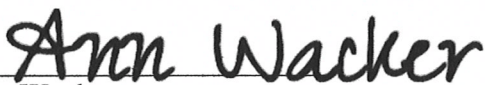
SEABROOK ECONOMIC DEVELOPMENT
CORPORATION

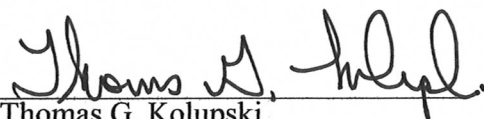


Paul Dunphey,
Chairman

ATTEST:

SEABROOK CITY COUNCIL


Ann Wacker,
Secretary


Thomas G. Kolupski
Mayor



APPENDIX A

Article I - General Provisions

Seabrook, Texas is a community southeast of the City of Houston. The community was incorporated in 1961 and is currently 13 square miles in size. The Seabrook Economic Development Corporation was established in 1992 as a Texas 4B corporation (501c6) to serve as the economic development agent for the City.

The provisions of this resolution shall apply in the city limits of the City of Seabrook, Texas.

Purpose

The Seabrook Economic Development Corporation (SEDC) is committed to promoting economic growth, redevelopment and community improvement through the use of local planning tools, such as economic incentives. In order to create a guiding framework for decisions regarding the use of public resources to stimulate economic activity, the SEDC has established this policy to orient the consideration and use of economic incentives in a manner that is consistent with the City's strategic priorities and objectives, providing a return on investment to the community.

Obligation

While this policy will be proactively used in the process of granting incentives, nothing in this document implies that the City of Seabrook and the SEDC are under any obligation to provide an incentive. Further, while these guiding criteria provide a framework for evaluation, every prospect will be considered on a case by case basis by the SEDC and ultimately, the City Council. All incentives are subject to availability of funding.

Authority

This policy is adopted under the authority of the Constitution and Laws of the State of Texas, and the City Charter of the City of Seabrook, Texas.

Applicability

Any Project requesting incentives in Seabrook will be given consideration under the provisions of this policy. As a rule, Projects are evaluated with regard to their economic efficiency; and return on investment to the citizens of the City of Seabrook. This may mean addition of quality jobs, ad valorem tax value, sales tax or any other significant public benefit.

Public Accountability & Performance Measures

Every incentive agreement that the SEDC enters into is considered an investment for the public benefit. Each incentive application is considered with regard to its merit to the community at large, and its potential to create a multiplying economic effect for the citizens of Seabrook. Performance measures will be established based on the economic impact and overall assessment by the SEDC. Should an applicant be unsure of projected

EDC Incentive Programs Resolution

Page 3 of 11

performance indicators, utilizing conservative estimates with contingency options are encouraged to prevent default.

Compliance

Each year of the active incentive agreement, compliance reporting must be completed by incentive recipients. Projects that are not in compliance with performance measures are subject to recapture of a portion or all of the incentive value.

Recapture

Should an incentive recipient fail to meet compliance measures and to perform under the prescribed cures, incentives are subject to repayment to the SEDC.

Development Quality

Generally, any Project receiving an incentive under the provisions of this policy shall exceed the minimum requirements of development quality prescribed in the Seabrook Code of Ordinances as determined by a staff evaluation of proposed facility designs. Such designs will be included as compliance measures in an incentive agreement.

Article II - Definitions

As used herein for the business incentive application, the following terms shall have the meanings ascribed below. All undefined terms shall retain their usual and customary meaning as ascribed by common and ordinary usage.

Agreement. A contract between an Incentive recipient and the SEDC clarifying the terms, performance measures and obligations of the parties.

Assessed Value. The appraised value of a property after any exemptions have been applied

Base Year Value. The Assessed Value of all property subject to a Tax Rebate in the year preceding execution of an Agreement

Business Personal Property. Any property associated with a Project other than Real Property and excluding inventory

City. The City of Seabrook, Texas, and all its governing and operating bodies

Construction / Build-Out Costs. Costs which may be associated and extended to mean the improved value of buildings, structures, fixed-in-place machinery and equipment, site improvements, and related personal equipment necessary to the primary operation of the facility.

Compliance Measures. Economic performance indicators for a Project established by Agreement and reported to the City annually or as otherwise prescribed by Agreement

EDC Incentive Programs Resolution

Page 4 of 11

Council. The City Council of the City of Seabrook, Texas

Default. An event in which a party to an Agreement has failed to meet Compliance Measures and to perform under prescribed cures

Expansion. An investment in fixed assets that will result in an increase in occupied building area, increased employment or higher Assessed Value of Real Property by a firm already located in the City

Facility. Combined Real and Business Personal Property Improvements that house an economically purposeful activity

Green Space Improvements. Improvements to the Project site that increases beyond required green space and detention requirements by the City that will utilize natural vegetation and landscaping to improve the site aesthetics.

Improvement. A building, structure or fixture erected on or affixed to land with a life expectancy of 15 years or more.

Incentive. Any inducement for economic activity given by a governmental entity (in this case the SEDC) such as a rebate, participation in infrastructure costs, waiver of fees or development requirements only as allowed by law, or any other incentives not prohibited by state or federal law.

Ineligible Property. The following types of property shall be fully taxable and ineligible for Incentives: land; inventories; supplies; tools; furnishings, and other forms of movable personal property; vehicles; vessels; property owned or used by the State of Texas or its political subdivisions or by any organization owned, operated or directed by a political subdivision of the State of Texas; or any other property for which Incentives is not allowed by state law.

Infrastructure may include water, wastewater, roads, drainage, and the extension of franchise utilities. Infrastructure items must show a benefit to a region or area of the city and not solely benefit one business.

Job. A permanent, full-time employment position that has provided or will result in employment of at least 1,820 hours per position in a year; Part-time positions may be aggregated to create a full-time position for consideration in this policy.

Modernization. The replacement and upgrading of existing facilities which increases the productive input or output, updates the technology, or substantially lowers the unit cost of operation, and extends the economic life of the facility. Modernization may result from the construction, alteration, or installation of buildings, structures, fixed machinery, or equipment. It shall not be for the purpose of reconditioning, refurbishing, repairing, or completion of deferred maintenance.

Project. The combination of proposed investment, improvements and economic activity that is submitted in an application for an economic incentive as provided by law, see Texas Local Government Code Sections 501 and 505.

Personal Property. Assets on a site that can be moved. Personal property is movable and not fixed permanently to one location, such as land or buildings.

Real Property. Land or an improvement affixed thereto. Examples of real property are buildings, canals, crops, fences, land, landscaping, machinery, minerals, ponds, railroad tracks, and roads.

SEDC. Seabrook Economic Development Corporation and its staff.

Article III - The Application Process

Application Required

In order to ensure accountability, fairness and compliance with all applicable regulations, every incentive request must proceed through a uniform application process.

Incentive applications are evaluated on a case-by-case basis. As such, an application does not guarantee an incentive grant.

Information & Confidentiality

In order to perform an adequate cost-benefit analysis of each incentive request, the SEDC requests thorough information regarding the economic attributes of each Project. This information is used in the strictest sense to evaluate the potential incentive investment being considered by the SEDC and will be treated as confidential.

Please note that while government documents are subject to the provisions of the Texas Open Records Act and other regulations pertaining to transparency in government, certain exceptions apply to information used in Economic Development negotiations. Information that is provided to the City and the SEDC in connection with an application or request for economic incentives in accordance with the above criteria and guidelines and which describes the specific process or business activities to be conducted or equipment or other property to be located on the property for which the economic incentives are sought is subject to confidentiality and subject to exception for public disclosure until the economic incentives agreement is executed, or as otherwise determined by the Texas Attorney General as provided by the Act. The information in the custody of the City of Seabrook after the agreement is executed is not confidential and would be required to be released under the Texas Open Records Act.

Article IV – PROGRAM DEFINITIONS

IMPORTANT: Do not start construction before applying for incentives. If construction has started prior to an incentive application, it is assumed that the Applicant does not need assistance and the application may be denied.

The Seabrook EDC has approved the use of the following programs to incentivize development within the City of Seabrook:

- A. Small Business Development
- B. Commercial Façade Incentive
- C. New Construction & Development Incentive
- D. Retail Redevelopment Incentive
- E. Sales Tax Rebate

While some projects may not fit into the categories listed above, the Seabrook EDC retains the right to review any application and enter into an incentive agreement under Texas local government code 505.158.

All incentives are paid via reimbursement. Qualifications for reimbursement include a signed certification of occupancy by the City of Seabrook and signed permits by related county and State agencies for the operation of the business. Documentation of costs related to reimbursement must accompany reimbursement requests. If documentation is not provided, reimbursement will not be paid. It is important to note that **all incentive programs have a maximum duration limitation of 10 years.**

A. Small Business Development

Defined as having less than five (5) full time (or FTE) employees and/or under \$2,000,000 in annual sales. Businesses that pursue an incentive in this category will be required to attend at least one meeting with an SBA / SCORE representative regarding the business' projected growth plan.

The Small Business Development Incentive is designed to provide funding for **growth** of the business. Incentive funds are not awarded for normal operating expenses such as payroll, building maintenance, utilities, et al.

If awarded, the project will be required to show proof of use of funds for the expansion of employment, expansion of services, or new construction. Small Business Development Incentives have a maximum value of \$50,000 per application.

B. Commercial Façade Incentive

The Façade Improvement Program involves real property improvements to the exterior of commercial, retail buildings in the City of Seabrook.

Eligibility

Projects include those making alterations to building exteriors which enhance its appearance and character in a manner that is harmonious with the design principles of the zoning ordinance of the district.

Examples of eligible improvements are as follows:

- Brick repair
- Awning replacement
- Sign removal or replacement
- Window replacement or restoration
- Replacement or restoration of cornices
- Removal architecturally inappropriate alterations
- Other aesthetic/architectural improvements as approved

Commercial Façade Incentives have a maximum value of \$40,000 total per location along active, connected streets. Thus - not facing alleys, back of building, side facing another building, etc.

Incentives are paid **after** a final inspection has been received from the Seabrook Building Official.

C. New Construction & Development Incentive

Eligibility

Projects involving warehouse, light industrial facilities, as well as commercial and office developments. Infrastructure, site development, and greenspace enhancements are eligible project costs for this program.

Projects seeking incentives for new construction and site improvements will be subject to the following qualifications:

- The EDC intends to be selective regarding the kinds of businesses that are recruited and incentivized. To that end, non-retail businesses will take precedence over retail businesses, unless the retail establishment has regional draw and serves residents from Seabrook and beyond. In general, the primary objective of the City's economic development efforts is to target new and expanding businesses that offer living wage jobs with benefits that equal or exceed the median wages for similar positions in the State of Texas or that make significant capital investment in the City. The creation and retention of competitive wage jobs shall be a key determinant in granting any incentive.
- The EDC encourages the development of regional retail opportunities within its jurisdiction in order to provide services to its constituency and the visiting public from Seabrook and beyond. The EDC will consider incentives for retail businesses and developers that precipitate the expansion of the sales tax base and other revenues, further the effort to develop Seabrook as a regional hub for retail goods and services, and expand the property tax base. The EDC wants such developers who add quality, or up-scale features, to the architectural designs and landscaping. This is particularly the case with non-industrial developments where unique architecture, landscaping or other features would enhance the quality of development to attract customers and other businesses.
- The EDC desires to retain existing businesses/industries that are contemplating relocating to another city, or state. The EDC may consider offering financial incentives that would offset the cost differentials that make other locations viable. To be eligible under this premise, the applicant or business must provide a declaration that states it is actively pursuing relocation and, absent EDC incentives, would carry out its intent. Furthermore, the applicant or business must make a minimum incremental capital investment, which can be for site modernization, new equipment, technology, or other long-lived depreciable assets that increase the assessed valuation.
- Generally, incentives will not be considered if an applicant, whether a new or existing business, has begun on construction on the site. Before granting any incentive, the City shall determine that without the incentive, the applicant would not locate or expand within the City's jurisdictional boundaries.

Projects requesting an incentive in this Program will be subject to the following minimum qualification:

PROJECT INDICATOR	MINIMUM QUALIFICATIONS
New Jobs Created (full time)	10
Real Property	\$3,000,000
Personal Property	\$1,000,000

These minimum value metrics are required for the duration of the incentive contract.

Construction and Development Incentives do not have a maximum limit.

D. Retail Redevelopment Incentive

The Retail Redevelopment Incentive program is a performance-based incentive intended to stimulate conversion and redevelopment of outmoded commercial properties in the City. Retail Redevelopment Incentives do not have a maximum limit.

Eligibility

Retail centers in the City of Seabrook seeking to renovate existing sites whether through acquisition or as part of the site's capital improvement. Site must be at least 15 years of age at the time of the application and property must be in compliance for zoning.

Eligible Improvements

A proposed Retail Redevelopment Incentive Project must:

- Exceed all applicable development standards
- Incorporate at minimum one of the following improvement:
 - Façade Renovations (*see Commercial Façade Incentive definition*)
 - Landscape Improvements
 - Parking lot improvements
 - Signage Renovations

In addition to any one or more of the following:

- Incorporation of common areas / pedestrian plazas
- Public art installation
- Connectivity to existing walkways / trails

NOTE: Improvements made prior to approval of an incentive agreement are not eligible for reimbursement under this program.

E. Seabrook Economic Development Corporation (SEDC) Sales Tax Rebate

An applicant may choose to request a portion of their SEDC sales tax paid (minus alcoholic beverages sales tax) to be reimbursed. If utilized, Sales Tax Rebates are subject to either a maximum term of 10 years or to terms agreed upon by the SEDC and the Applicant. Applicant is required to create at minimum three (3) full time equivalent (FTE) jobs during the term of the incentive agreement.

Sales Tax Reimbursements are based on a portion paid to the Economic Development Corporation and not the City's total sales tax payment received.

Below is an example worksheet of sales tax reimbursement on a project that has gross annual sales of \$1,000,000.

Annual Sales (<u>excluding</u> alcoholic beverages)		\$1,000,000
City of Seabrook General Fund Sales Tax Revenue (sales x 0.015)	1.5%	\$15,000
SEDC Sales Tax Revenue (sales x 0.0025)	0.25%	\$2,500
Seabrook Crime District (sales x 0.0025)	0.25%	\$2,500
City Sales	2.00%	\$20,000
Texas Sales Tax	6.25%	
Total Sales Tax	8.25%	

As per the example shown, the maximum amount the business could receive per year of the incentive agreement based on \$1,000,000 of annual sales is \$2,500.

Applications for this reimbursement will be required to provide a copy of the past 24 months sales tax payments to the Texas Comptroller. If project is a new business, a detailed 10-year projected sales tax forecast will be required as part of the application documentation.

#

1

2 **BYLAWS OF THE**

3 **SEABROOK ECONOMIC DEVELOPMENT CORPORATION**

4

5 **ARTICLE ONE**

6 **OFFICE AND AGENT**

7 The principal office and agent of the Seabrook Economic Development Corporation (hereinafter
8 referred to as the "Corporation") in the State of Texas shall be located at 1700 First Street, Seabrook, Texas or
9 other location as may be determined by the Board of Directors, approved by City Council of the City of
10 Seabrook, and recorded with the Secretary of State.

11

12

13 **ARTICLE TWO**

14 **PURPOSE**

15 2.01 The Corporation is a non-profit corporation specifically governed by Section 4B of the Texas
16 Development Corporation Act of 1979, (Chapters 501-502, 505, Texas Local Government Code (hereinafter
17 referred to the "Act.")). The Corporation shall have all of the powers enumerated in the Act, except as limited
18 by these Bylaws, its Articles of Incorporation, or determination of the City Council.

19

20 2.02 The purpose of the Corporation is to use economic development resources to encourage and promote the
21 general economic welfare of the City, its residents and businesses as authorized by the Act, as it may be
22 amended.

23

24

25 **ARTICLE THREE**

26 **MEMBERS**

27 The Corporation shall have no members and is a non-stock corporation. The word "member" may be used in
28 these Bylaws in reference to those appointed to serve as Directors or on committees, but does not imply or
29 confer any corporate membership or ownership status.

30

31

32 **ARTICLE FOUR**

33 **BOARD OF DIRECTORS**

34

Management of the Corporation

4.01 The business and affairs of the Corporation and all corporate powers shall be exercised by or under authority of the Board of Directors (the "Board"), appointed by the governing body of the City of Seabrook, and subject to applicable limitations imposed by the Texas Non-Profit Corporation Act, the Texas Business Corporation Act, the Texas Development Corporation Act, its Articles of Incorporation, or these Bylaws. The Board may, by contract, resolution, or otherwise, provide general or limited special power and authority to the officers and employees of the Corporation to transact the general business or any special business of the Corporation, and may give powers of attorney to agents of the Corporation to transact any special business requiring such authorization.

Number, Qualifications, and Tenure of Directors

4.02 The authorized number of Directors of this Board shall be seven (7). The City Council shall appoint the Directors of the Corporation in accordance with the Act and the City's Home Rule Charter, as each may be amended. The membership of the Board of Directors shall include the Mayor and one additional member of City Council. At least five (5) Directors of the Board shall not be officers or employees of the City of Seabrook or members of its City Council, and these five (5) Directors shall be referred to as "Public Members" and/or as "Public Directors" of the Board of Directors.

The terms of office for the Directors of the Board are as follows: (a) The term of Directors who are also members of the City Council, shall be two (2) years; such two (2) year[s] term to run concurrently with the respective Council member's term of elected office; (b) The terms of Public Members shall be by appointment by the City Council for staggered two (2) year terms. Beginning in January 2025, three (3) members will be appointed for two-year terms. In January 2026, two (2) members will be appointed for two-year terms. Thereafter, appointments will continue every two years in even-numbered years.

Any Director who is a member of the governing body of the City shall cease to be a Director at the time he or she ceases to be a member of the City Council. A director may be removed by the City Council at any time without cause. Each director shall be a resident of the City of Seabrook.

Vacancies

4.03 Any vacancy occurring on the Board of Directors shall be filled by appointment by the City Council of the City. All interviews by the City Council to fill vacancies for directors shall be conducted in open meetings. A director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.

69 **Ex Officio Representatives of the Board**

70 4.04 The City Manager shall serve as an ex officio representative of the Board and may attend all meetings of
71 the Board or its Committees including executive sessions, if allowed by law. He or she shall not have the
72 power to vote. In addition, the Board of Directors may appoint representatives from area organizations to serve
73 as ex officio, non-voting members of the Board.

74
75 **General Duties of the Board**

76 4.05 The Board is hereby required to perform the following duties:

- 77
78 a. The Board shall develop or cause to be developed, an overall economic development plan for
79 the City, which shall include and set short-term goals and long-term goals that the Board deems
80 necessary to accomplish its purpose as stated in Section 2.01 hereof.

81
82 This plan shall require approval by the City Council of the City and may include the following elements:

- 83
84 1. An economic development strategy to bolster the business climate throughout the City.
85 2. Strategies to fully utilize the assets of the City that enhance economic development.
86 3. Identification of strategies to coordinate public, private, and academic resources to
87 develop and enhance business opportunities.
88 4. Assurance of accountability of all tax monies expended by the Corporation for
89 implementation of the overall economic development plan.
90 5. Identification and implementation of strategies for economic development.
91 6. An annual work plan outlining the anticipated activities, tasks, projects, and programs
92 to be undertaken by the Board during the upcoming fiscal year. The annual work plan
93 shall be submitted with the Corporation's annual budget, as outlined in Section 7.02 of
94 these Bylaws.

- 95
96 b. The Board shall review the overall economic development plan at least once each year to ensure
97 that said plan is up-to-date with the current economic climate.

- 98
99 c. The Board shall expend, in accordance with State law, any tax funds received by it on economic
100 development as allowed by law, to:

- 101
102 1. Pay the costs of projects found by the Board to be required or suitable for use for
103 professional and amateur (including children's) sports, athletic, entertainment, tourist,
104 convention, and public park purposes and events, including stadiums, ball parks,

auditoriums, amphitheaters, concert halls, learning centers, parks and park facilities, and related space improvements, museums, exhibition facilities, and related store, restaurant, concession, and automobile parking facilities, related area transportation facilities,

and related roads, streets, and water and sewer facilities, and other related improvement that enhance any of those items; or

2. Pay the principal of, interest on, and other costs relating to bonds or other obligations issued by the Corporation to pay the costs of the projects or to refund bonds or other obligations.

3. Fund any other Project(s) authorized by law.

d. The Board may contract with the City of Seabrook, or with another entity, for administrative services. The Board may plan and direct its work through a designated employee of the City of Seabrook, or other contractual entity, who will be charged with the responsibility of carrying out the Corporation's plan and program as adopted by the Board.

e. The Board shall make a detailed annual report to the City Council once each year. This report shall include, but not be limited to, the following:

1. A review of all expenditures made by the Board in connection with their activities involving direct economic development as defined in this Section together with a report of all other expenditures made by the Board.

2. A review of the accomplishments of the Board in the area of direct economic development.

3. The policies and strategy followed by the Board in relation to direct economic development, together with any new or proposed changes in said policies and strategy.

4. The activities of the Board for the budget year addressed in said annual report, together with any proposed change in said activity or activities as they relate to direct economic development.

5. A review of the activities of the Board in areas of endeavors other than direct economic development, together with any proposed changes in these activities.

6. An annual report for consideration for review and acceptance by the City Council.

f. The Board shall be accountable to the City Council for all activities undertaken by them or on their 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. A mid-year report, shall be made by the Board to the City Council, and shall include, but not be limited to the following:

1. Accomplishments to date as compared with the overall plan or strategy for direct economic development.
2. Anticipated short-term challenges during the next six-month reporting period, together with recommendations to meet short-term challenges.
3. Long-term issues to be addressed over the succeeding twelvemonth period or longer period of time, together with recommendations to meet such issues with emphasis to be placed on direct economic development.
4. A recap of all budgeted expenditures for the first six (6) months of the fiscal year, together with a recap of unused budgeted funds and any commitment made on said unused funds.

Implied Duties

4.06 The Corporation is authorized to do that which the Board deems desirable to accomplish any of the purposes or duties set out in Sections 2.01 and 4.05 of these Bylaws and in accordance with State law.

Meetings

4.07 The Board shall hold regular meetings, generally, once a month. The Chairperson may call special meetings when, in his/her judgment, such meetings are necessary. All meetings of the Corporation shall be held at City Hall or another facility within the city. If there is no business to discuss, the Chair shall notify the Directors. All meetings of the Board shall provide notice and be conducted as provided for and in accordance with the requirements of the Texas Open Meetings Act, Texas Government Code Chapter 551, as amended.

4.08 No meetings of the Board of Directors shall be held outside the boundaries of the City.

Attendance

4.09 Regular attendance at the Board meetings is required of each Director and the attendance record of each Director shall be submitted to the Council prior to any reappointment to the Board. The following number of absences may constitute the need for replacement of a Director: three (3) consecutive absences or attendance reflecting unexcused absences; or absences constituting fifty percent (50%) of the regularly scheduled meetings over any twelve (12) month period. In the event replacement for unexcused absences is indicated, the Chair will counsel the Director, and **if there are recurring absences** subsequently, the Chairperson shall

submit, in writing to the City Secretary, to be forwarded to the City Council, a request to consider replacing the Director in question.

Quorum

4.10 For the purposes of convening a meeting and transacting the business of the Corporation at any meeting, a majority of the appointed members of the Board shall constitute a quorum. If there is an insufficient number of Directors present to convene a meeting and transact business, the presiding officer shall adjourn the meeting.

Compensation

4.11 The Directors shall serve without compensation, but shall be reimbursed as allowed by State law and approved by the Board, for actual or commensurate costs of travel, lodging, and/or incidental expenses incurred while performing official business of the Board.

Voting; Action of the Board of Directors

4.12 Directors must be present in order to vote at any meeting. Unless otherwise provided in these Bylaws, the Corporation's Articles of Incorporation, or State law, the act of a simple majority of the Directors present at any meeting is sufficient to constitute action of the Board and authorize the Chair of the Board to take further action. For any vote or item presented for action to the Board, for which a Director is aware of a conflict of interest or potential conflict of interest, with regard to any particular vote, the Director shall bring the same to the attention of the Board, file any affidavit required to be filed by state law, and shall abstain from discussion and voting. Any Director may bring any apparent conflict of interest to the attention of the Board before any vote shall be taken regarding that particular matter. In absence of a conflict of interest, each Director present at the meeting shall vote for or against each question brought before the Board.

Board's Relationship with City Council

4.13 In accordance with State law, the City Council shall require the Corporation to be responsible for the proper discharge of the duties assigned in this Article. All policies for program administration shall be submitted for City Council approval, and the Board shall administer said programs accordingly. The Board shall determine its policies and direction within the limitations of the duties herein imposed, by applicable laws, the Corporation's Articles of Incorporation, these Bylaws, contracts entered into with the City, and budget and fiduciary responsibilities.

Administration of Economic Development Programs

4.14 The Corporation may, with approval of the City Council, contract with the City of Seabrook, or with another entity or individual, for full or part-time employees as needed to carry out the programs of the

209 Corporation. These employees shall perform those duties outlined in state law, and any employees may be
210 included within the City's retirement and insurance plans, provided the Corporation reimburses the City for
211 these costs.

212
213 4.15 The Corporation and the City may agree in writing for the provision of required administrative services
214 necessary for the operation of the Corporation, whether in addition to or in place of any Corporation
215 employees. The Corporation shall reimburse the City for the City's actual costs. The Board shall make any
216 request for services of the City in writing to the City Manager. The City Manager may approve any request
217 for assistance when he/she finds the requested services are available within the administrative departments of
218 the City, and that the Board has agreed to reimburse the administrative department's budget for the costs of the
219 services provided.

220
221 4.16 The Board is authorized to hire its own legal counsel.

222
223 4.17 The Corporation may, with approval of the City Council, contract with any qualified and appropriate
224 person, association, corporation, or governmental entity to perform and discharge designated tasks which will
225 aid or assist the Board in the performance of its duties. However, no contract shall ever be approved or entered
226 into which seeks or attempts to divest the Board of Directors of its discretion and policy-making functions in
227 discharging the duties hereinabove set forth.

228
229
230 **ARTICLE FIVE**

231 **OFFICERS**

232
233 **Officers of the Corporation**

234 5.01 The elected officers of the Corporation shall be Chairperson (Chair), Vice Chairperson (Vice-Chair),
235 Secretary, and Treasurer. The Board may resolve to elect one or more Assistant Secretaries or one or more
236 Assistant Treasurers as it may consider desirable. Officers shall have the authority and perform the duties of
237 their office as the Board may prescribe or as the Secretary or Treasurer may delegate to his or her respective
238 Assistant. No Director shall hold more than one office at any time.

239
240 **Selection of Officers**

241 5.02 The officers shall be elected by the Board and shall serve for a term of one (1) year. The term of office of
242 each officer shall always be for a period of one (1) year; provided, however, each officer shall continue to
243 serve until the election of his or her successor unless the Director has been replaced. The Mayor shall not
244 serve as an officer. Elections shall be held at the annual meeting of the Board.

EDC Bylaws

245
246 **Vacancies**

247 5.03 A vacancy in any office, which occur by reason of death, resignation, disqualification, removal, or
248 otherwise, may be filled by appointment by the Board of Directors for the unexpired portion of the term of
249 that office, in the same manner as other officers are elected by the Board.
250

251 **Chair**

252 5.04 The Chair shall be the presiding officer of the Board. In general, the Chair shall perform all duties incident
253 to the office, and other duties as shall be prescribed by the Board of Directors. The Chair shall also have the
254 following specific authority:

- 255
256 a. To preside over all meetings of the Board;
257 b. To vote on all matters coming before the Board;
258 c. To call a special meeting of the Board, upon notice to all Board members when, in his judgment,
259 a meeting is necessary;
260 d. To cancel any regularly scheduled meeting of the Board when there is no business to discuss,
261 provided s/he gives notice to the Board and to the public of the cancellation, as provided in
262 Section 4.07 hereof.

263
264 In addition to the above-mentioned duties and authority, the Chair shall sign, with the Secretary of the Board,
265 any resolutions, policies, deeds, mortgages, bonds, contracts, or other instruments, which the Board of
266 Directors has approved and unless execution of said document has been expressly delegated to some other
267 officer or agent of the Corporation by appropriate Board resolution, by a specific provision of these Bylaws.
268 All instruments are subject to the approval of the City Council, which approval shall be noted thereon. In
269 general, the Chair shall perform all duties incident to the office, and other duties as prescribed by the Board.
270
271

272 **Vice Chair**

273 5.05 In the absence of the Chair, or in the event of his or her inability to act, the Vice Chair shall perform the
274 duties of the Chair. When so acting, the Vice Chair shall have all powers of shall perform the duties of the
275 Chair. When so acting, the Vice Chair shall have all powers of and be subject to all the same restrictions as the
276 Chair. The Vice Chair shall also perform other duties as may be assigned to him or her by the Chair as provided
277 by law.
278

279 **Secretary**

280 5.06 The Secretary shall be the custodian of the records and seal of the Corporation, and shall keep a register
281 of the current mailing address and street address, if different, of each Director. The Secretary shall cause to be
282 kept, a record of the minutes of all meetings of the Board, of any committee of the Board, and all records of
283 the Corporation, with the City Secretary in accordance with State law.

284 **Treasurer**

285
286 5.07 The Treasurer shall cause to be kept, at the Corporation's registered office, a record of all receipts and
287 expenditures of the funds of the Corporation. The Treasurer shall perform all the duties incident to that office
288 and other duties as may be assigned by the Chair of the Board.

289 **Assistant Secretaries and Assistant Treasurers**

290
291 5.08 The Assistant Secretaries and Assistant Treasurers, shall perform the duties assigned by the Chair or the
292 Board.

293 **ARTICLE SIX**

294 **COMMITTEES**

295 **Standing Committees**

296
297
298
299 6.01 The Board of Directors may appoint standing committees with duties and powers as the Board deems
300 appropriate.

301 **Special Committees**

302
303
304 6.02 The Board of Directors may determine that other committees are necessary or appropriate to assist the
305 Board of Directors, and shall designate, subject to Board approval, the Directors of the respective committees.

306 **Limitation on Committee Authority**

307
308 6.03 No committee shall have the independent authority to act for or in place of the Board of Directors or to
309 expend any funds, but shall act only in an advisory capacity, and shall report back to the Board as directed.

310
311 6.04 The designation and appointment of any committee, and delegation to that committee of any authority,
312 shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed
313 upon it or upon him or her by law.

315 **Term of Office of Committee Members**

316 6.05 Each member of a committee shall serve until the next annual appointment of the Board of Directors and
317 until his or her successor is appointed, unless the committee is terminated sooner, the member has ceased to
318 serve on the Board of Directors, or is removed from the committee.

319
320 6.06 Any committee member may be removed from a committee by the Board whenever in its judgment the
321 best interests of the Corporation would be served by removal.

322
323
324 **Vacancies on Committees**

325 6.07 Vacancies in the membership of any committee may be filled in the same manner as the original
326 appointments.

327
328
329 **ARTICLE SEVEN**

330 **FINANCIAL ADMINISTRATION**

331
332 The Corporation's financial administration shall be conducted as follows:

333
334 **Fiscal Year**

335 7.01 The fiscal year of the Corporation shall begin on October 1 and end on September 30 of the following
336 year.

337
338 **Budget**

339 7.02 A budget for the forthcoming fiscal year shall be submitted to, and approved by, the Board of Directors
340 and the City Council of the City of Seabrook. Once a budget is approved, this constitutes approval for the
341 Corporation to expend Corporation funds in accordance with the budget. The budget may be amended, subject
342 to the same approval requirements, to allow for changes in economic development priorities or to respond to
343 an economic development opportunity.

344
345 **Contracts**

346 7.03 As provided in Article Five above, the Chair and Secretary shall execute any contracts or other
347 instruments, which the Board has approved and authorized to be executed; provided, however, the Board may,
348 by appropriate resolution, authorize any other officer or officers or any other agent or agents, to enter into
349 contracts or execute and deliver any instrument in the name and on behalf of the Corporation. Such authority
350 may be confined to specific instances or defined in general terms.

351 When appropriate, the Board may grant a specific or general power of attorney to carry out some action on
352 behalf of the Board; provided, however, no power of attorney may be granted unless an appropriate resolution
353 of the Board authorizes the same to be performed, subject to approval by City Council.
354

355 **Checks and Drafts**

356 7.04 No check, draft, order for the payment of money or evidence of indebtedness shall be prepared or signed
357 unless same is in accordance with the approved Corporation budget, or an approved budget amendment. All
358 checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the
359 name of the Corporation shall be approved by the Board and signed by two officers of the Corporation or their
360 designees.

361 **Deposits**

362
363 7.05 All funds of the Corporation shall be deposited, on a regular basis, to the credit of the Corporation in a
364 local bank, which shall be federally insured and shall be selected following the procedures and requirements
365 for selecting a depository as set forth in Chapter 105 of the Texas Local Government Code.

366 **Gifts**

367
368 7.06 The Corporation may accept any contribution, gift, bequest, or device for the general purpose or for any
369 special purpose of the Corporation.

370 **Purchasing**

371
372 7.07 All purchases made and contracts executed by the Corporation shall be made in accordance with the
373 requirements of the Texas Constitution and laws of the State of Texas.

374 **Investments**

375
376 7.08 Temporary and idle funds, which are not needed for immediate obligations of the Corporation, may be
377 invested in any legal manner as provided in Chapter 2256 of the Texas Government Code, (the Public Funds
378 Investment Act).

379 **Bonds**

380
381 7.09 The Corporation is authorized to issue bonds for appropriate projects, provided they are issued in
382 accordance with all applicable state laws, and with the approval of the Seabrook City Council, after review
383 and comment by the City's bond counsel and financial advisor.
384

385 **Uncommitted Funds**

386 7.10 Any funds of the Corporation that are uncommitted at the end of the fiscal year shall be considered a part
387 of the Fund Balance of the Corporation. The undesignated Fund Balance may be designated for any legal
388 purpose, provided both the Corporation's Board of Directors and the City Council approve the commitment.
389 This designation may include the establishment of a Permanent Reserve Fund, which shall be accumulated for
390 the purpose of using the interest earnings of the Fund to finance operation of the Corporation.

391 **Monthly Reports**

392
393 7.11 The City financial office will provide to the Board of Directors a monthly report of all matters required,
394 permitted, or done pursuant to this Article or any contract.

395 **Annual Audit; Bonding Requirements for Third Party Audits**

396
397 7.12 An annual audit of the Corporation's books and funds shall be prepared by a competent independent audit
398 firm as soon as practical following the end of each fiscal year. The Corporation audit shall generally be
399 completed in conjunction with the City's audit. Provided, however, that the Corporation may contract with a
400 third party to perform the Corporation's financial and accounting requirements, including the annual audited
401 financial statement, with the approval and consent of the City Council. The City of Seabrook, or any other
402 contractual entity providing financial services to the Corporation, shall provide to the Board of Directors an
403 annual audited financial statement of all funds.

404
405 7.13 If the Corporation independently contracts with an entity other than the City for financial accounting and
406 auditing services, the entity shall be required to provide an official bond in the sum of not less than One
407 hundred Thousand Dollars (\$100,000.00). Such bond shall be procured from a regularly accredited surety
408 company authorized to do business in the state. A copy of the bond shall be filed with the Corporation and
409 with the City Secretary.

410
411 7.14 If the Corporation's audit is not completed with the City's, and the Corporation does not elect to contract
412 for financial services, the Chair, Vice Chair, and Treasurer of the Board shall each give an official bond in the
413 sum on not less than One Hundred Thousand Dollars (\$100,000.00). The bonds referred to in this section shall
414 be considered for the faithful accounting of all monies and things of value coming into the hands of such
415 officers. The bonds shall be procured from some regularly accredited surety company authorized to do business
416 in the state. The premiums shall be paid by the Corporation. A copy of each officer's bond shall be filed with
417 the City Secretary.

418
419
420 **ARTICLE EIGHT**

421 **BOOKS AND RECORDS**

422 The Corporation shall keep correct and complete books and records of all actions of the Corporation, including
423 books and records of accounts and the minutes of meetings of the Board of Directors and of any committee
424 having any authority of the Board and to the City Council. Members of the City Council and Directors of the
425 Corporation may inspect the books of the Corporation, and any information that may be designated by law as
426 public information shall be open to public inspection at any reasonable time. The Texas Public Information
427 Act, Chapter 552, Texas Government Code, shall apply to any disclosure of the Corporation's records.

428
429
430 **ARTICLE NINE**

431 **SEAL**

432 The Board of Directors shall obtain a corporate seal which shall bear the words "Corporate Seal of Seabrook
433 Economic Development Corporation"; thereafter, the Board may use the corporate seal and may later alter said
434 seal as necessary, without changing the corporate name; however, these Bylaws shall not be construed to
435 require the use of the corporate seal.

436
437
438 **ARTICLE TEN**

439 **AMENDMENTS TO BYLAWS**

440 10.01 These Bylaws may be amended or repealed, or new Bylaws may be adopted by an affirmative vote of
441 not less than five (5) of the authorized Directors serving on the Board; provided however, that at least ten (10)
442 days prior to the meeting at which action is taken, written notice setting forth the proposed action shall have
443 been given to all Directors, and public notice regarding the action has been given according to the requirements
444 of State law.

445 10.02 No amendment or new Bylaw shall become effective until approved by the City Council.

446
447
448 **ARTICLE ELEVEN**

449 **DISSOLUTION**

450 Dissolution of the Corporation may be effected as provided for in the Act.

451
452
453 **ARTICLE TWELVE**

454 **INDEMNITY**

455 12.01 The Corporation hereby agrees to indemnify and hold harmless each current or former Director or
456 Officer of the Corporation from and against any costs, expenses (including attorney's fees), fines, settlements,
EDC Bylaws

judgments, liabilities, and other amounts, actually and reasonably incurred in any action, suit, or proceeding to which he or she is made a party by reason of holding this position in accordance with the limitations imposed by law; provided, however, an Officer or Director shall not be eligible for indemnification if he/she is finally adjudicated to be liable for gross negligence or intentional/willful misconduct with respect to the matter for which indemnity is sought. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation or, or preparation for, threatened or proposed litigation. The Board of Directors may, in proper case, extend this indemnification to cover the good faith settlement of any action, suit, or proceedings, whether formally instituted or not.

12.02 The Corporation is authorized to secure independent insurance or to participate in and be included in the coverage provided by the City of Seabrook through the Texas Municipal League Insurance Risk Pool, or other insurance program.

12.03 Furthermore, to the extent allowed by law, the Corporation agrees to indemnify and hold harmless and defend the City of Seabrook, its officers, agents, and its employees, from and against liability for any and all claims, liens, suits, demands, and/or actions for damages, injuries to persons (including death), property damage (including loss of use), and expenses, including court costs and attorneys' fees and other reasonable costs arising out of or resulting from the Corporation's activities, and from any liability arising out of or resulting from the intentional acts or negligence, including all causes of action based upon common, constitutional, or statutory law, or based in whole or in part upon the negligent or intentional acts or omissions of the Corporation, including but not limited to its officers, agents, employees, licensees, invitees, and other persons.

12.04 With respect to the above indemnity, the City of Seabrook and the Corporation will provide each other with prompt and timely notice of any event covered that in any way, directly or indirectly, contingently or otherwise, affects or might affect the Corporation or the City of Seabrook, and the City shall have the right to compromise and defend the same to the extent of its own interests. It is further agreed that this indemnity clause shall be an additional remedy to the City of Seabrook and not an exclusive remedy.

12.05 Furthermore, as set out in the Act, the Corporation, a Director of the Corporation, the City creating the Corporation, a member of the governing body of the City, or an employee of the Corporation or City is not liable for damages arising from the performance of a governmental function of the Corporation or City. For the purposes of Chapter 101, Civil Practice and Remedies Code, the Corporation is a governmental unit and its actions are governmental functions.

492 **ARTICLE THIRTEEN**

493 **MISCELLANEOUS**

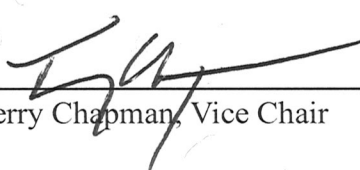
494
495 **Relation to Articles of Incorporation**

496 These Bylaws are subject to, and governed by, the Corporation's Articles of Incorporation, and
497 applicable State statutes under which the Corporation is organized.

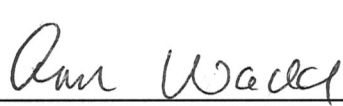
498
499 **CERTIFICATE**

500 This is to certify that the foregoing is a true and correct copy of the amended Bylaws of the Corporation
501 and that these Bylaws were duly amended and adopted by the Board of Directors of the Corporation on the
502 date set forth below.

503
504 Adopted as amended, by an affirmative vote of the Board of Directors, as reflected in the minutes of
505 this meeting, on the 8th day of August, 2024.

506
507
508
509
510 
511 _____
512 Terry Chapman, Vice Chair
513
514

515 ATTEST:

516
517 
518 _____
519 Ann Wacker, Secretary
520



Seabrook Marina / Flickr user Katie Haugland

2024-2026 Strategic Plan

The Strategic Planning Process

In February 2024, the Seabrook Economic Development Corporation (EDC) embarked on a strategic planning process to develop the strategic priorities for 2024 through 2026. The following is the process used to reach the conclusions for the strategic plan.

The process kicked off with a preliminary meeting between City Manager and Economic Development Director Gayle Cook and professional facilitator Alysia A. Cook, PCED, IOM with Opportunity Strategies LLC. The two met to review key issues facing the organization, understand the programs and projects currently underway, and to prepare the process and format for the planning session.

On March 1, 2024, the Seabrook Economic Development Corporation (EDC) board of directors and staff met at the SpringHill Suites Marriott in Seabrook for a strategic planning workshop to begin planning for 2024 through 2026.

The following is the Seabrook EDC 2024-2026 Strategic Plan.



Summary

The EDC Board of Directors invited all of city council and other community leaders to attend the first portion which was an interactive economic development training workshop called “Understanding the Economic Development Process.” It included the following topics:

- Community Development
 - Leadership Development
 - Workforce Development
 - Social Infrastructure
 - Physical Infrastructure
- Business Development
 - Recruitment/Attraction
 - Business Retention & Expansion
 - Entrepreneurial Development
 - Tourism Development
- EDC Board Responsibilities/Engagement
- Elected Official Responsibilities/Engagement
- Best Practices
- 5 C’s of Ethical Economic Development

Following the training workshop, the EDC Board adjourned the training portion and provided lunch to their guests. After lunch, just the EDC board and staff remained to develop the 2024-2026 Strategic Plan.



2024-2026 Strategic Plan

Vision Statement



Mission Statement

Seabrook is a sustainable, energetic, and beautiful coastal community that embraces environmental stewardship, fosters safe neighborhoods, and promotes tourism and economic diversity.

The City of Seabrook is responsive, innovative, and fiscally sound in delivering services that preserve, protect, and enhance quality of life.

Goals



1.

**Support Existing
Local Businesses
and Industries**

2.

**Business
Marketing &
Recruitment**

3.

**Quality of Life
Infrastructure**

4.

Communications

5.

Old Seabrook

SWOT & Start-Stop-Accelerate

Prior to the planning session, the facilitator conducted an online SWOT Analysis and a brainstorming exercise called Start-Stop-Accelerate. The results of that are printed in the separate Appendix.

Expectations

The facilitator asked the participants to share with one another what were important topics to them for the group to discuss before the day was over. The following were their responses:

- Expanded communications between EDC and city boards/ committee including budget dollars
- Unified vision for EDC expenditures
- Connect with Planning & Zoning more
- Scope of EDC services
- Opportunities we can pursue and leverage
- Commitment to move forward on the goals we establish
- Represent our citizens
- Execute our goals in the plan we create
- More retail
- Higher use of waterfront
- Polish what we have
- Marketing to developers

The EDC Board and staff developed the following 5 goals for 2024-2026:

- 1. Support Existing Local Businesses and Industries** - To establish a comprehensive Business Retention & Expansion Program aimed at fostering local business growth and sustainability by identifying their needs, providing assistance and fostering an environment conducive to business success.
- 2. Business Marketing & Recruitment** - To enhance Seabrook's economic landscape by implementing targeted marketing strategies and proactive recruitment efforts to attract prospective businesses.
- 3. Quality of Life Infrastructure** - To prioritize infrastructure development that enhances quality of life, including signage, recreation, and essential services accessibility for residents and businesses, optimizing economic growth.
- 4. Communications** - To enhance communication efficiency and effectiveness both internally and externally, facilitating better collaboration and engagement around economic development initiatives.
- 5. Old Seabrook** - To begin the Old Seabrook Livable Center Development Project.





Goal #1: Support Existing Local Businesses and Industries

To establish a comprehensive Business Retention & Expansion Program aimed at fostering local business growth and sustainability by identifying their needs, providing assistance and fostering an environment conducive to business success.

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
1. Invest in relationship building activities with existing businesses in an effort to retain, grow and strengthen				
a. Establish and update a Master Business List and update quarterly	EDC Administrative Support	Q3 2024	Q3 2024	☐
b. Conduct periodic check-ins with individual businesses to better understand their needs, identify obstacles in the business environment, and share local business success stories. Goal is 50/year	EDC Administrative Staff and EDC Board	Q2 2024	Ongoing	# visits in 2024: _____ # visits in 2025: _____ # visits in 2026: _____
c. Maintain the Master Business List as a tool to track activity and outcomes from visits or contacts by staff or board members	EDC Administrative Staff	Ongoing	Ongoing	☐
2. Establish an Annual Top 3 Targeted Sectors List	EDC Administrative Staff and EDC Board	Q2 2024	Annually	
a. Annually establish with the EDC Board a Targeted Sector List identifying top three (3) sectors based on review of market, current real estate availability and zoning	EDC Board	Q2 2024	Annually	Publish Targeted Sector List on Website
b. Focus marketing and outreach with emphasis on the Top 3 List and track contacts in a Prospect List by Sector	EDC Administrative Staff	Q2 2024	Ongoing	# Contacts by each Targeted Sector
c. Develop and maintain a Brokers List that specializes in targeted tenants that align with Seabrook's vision 2040 Plan	EDC Administrative Staff	Q2 2024	Ongoing	Maintained List

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
3. Attract Speciality (Non-Franchise) Retail and Dining for Old Seabrook District	EDC Administrative Staff / Public Affairs	Q2 2024	Ongoing	# Contacts
4. Conduct an online Sector Specific Business Business Retention and Expansion (BRE) Survey (different sector each six months)		Q3 2024	Q4 2026	Bi-Annual Report of Responses
a. Survey any barriers for businesses visioning growth	EDC Administrative Staff			☐ Did we conduct surveys and compile summary in 2024?
b. Survey any opportunities businesses could be attracted to in the broader regions	EDC Administrative Staff			☐ Did we conduct surveys and compile summary in 2025?
c. Survey business on knowledge of local/regional resources or issues impacting their sector	EDC Administrative Staff			☐ Did we conduct surveys and compile summary in 2026?
5. Create an Annual Business Appreciation Event	EDC Board & Staff	Q1 2025	Q3 2025	☐ Did we host a BRE appreciation event in 2024?
a. Explore creative ways to encourage attendance and promote the event (i.e. tournaments, competitions, etc.)				☐ Did we host a BRE appreciation event in 2025?
				☐ Did we host a BRE appreciation event in 2026?
6. Determine the funding proportion of Business Retention & Expansion (BRE) vs. Business Development/Marketing vs. funding other projects such as CIP projects	EDC Board	Q3 2024	Q3 2024	☐



Goal #2: Recruitment & Marketing

To enhance Seabrook's economic landscape by implementing targeted marketing strategies and proactive recruitment efforts to attract prospective businesses.

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
1. Reference previous studies showing Gap Analysis of business types that are not currently located in Seabrook				☐
a. Research recent studies funded by EDC and regional partners	EDC Administrative Support	Q3 2024	Q4 2024	
b. EDC will review studies for applicable content.	EDC Administrative and Support Staff	Q4 2024	Q2 2025	
2. Establish recruitment targets for retail restaurants, warehousing, medical center, and any other business types identified from Gap Analysis in (1) above	EDC Meeting	Q1 2025	Q1 2025	☐
3. Create marketing and business recruitment programs to identify recruitment targets based on Gap Analysis	EDC Administrative and Public Affairs Staff	Q2 2025	Q2 2025	☐
4. Create and expand signature commercial broker events	EDC Administrative and Support Staff	Q2 2024	Ongoing	☐
a. Continue Keels and Wheels Broker and Developer Event	EDC Administrative and Support Staff	Q2 2024	Ongoing	
b. Explore new events to attract commercial brokers and developers to Seabrook for unique experience to expose them to opportunities the City can provide for their clients	EDC Administrative and Support Staff	Q2 2024	Q4 2025	# of Broker Events

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
5. Create and promote a positive brand identity	EDC Public Affairs Staff	Q3 2025	Q3 2025	☐
a. Maintain website with relevant and current content	EDC Administrative and Public Affairs Staff	Q2 2024	Ongoing	☐
b. Utilize CoStar or similar third-party software for maintaining list of available properties on website	EDC Administrative and Public Affairs Staff	Q2 2024	Ongoing	☐
c. Evaluate website and marketing metrics to explore ways to improve digital engagement	EDC Administrative and Public Affairs Staff	Q3 2024	Bi-Annual EDC Report to Council	☐ 2024 ☐ 2025 ☐ 2026
6. Conduct annual review of Marketing program and Recruitment successes/misses	EDC Board	Q4 2024	Annually	☐ Did we we conduct annual review in 2024?
				☐ Did we we conduct annual review in 2025?
				☐ Did we we conduct annual review in 2026?



Goal #3: Quality of Life Infrastructure

To prioritize infrastructure development that enhances quality of life, including signage, recreation, and essential services accessibility for residents and businesses, optimizing economic growth.

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
1. Branding for Signage				
a. Hire a Marketing/Branding/Signage Consultant	City Manager	Q3 2024	Q3 2024	☐
b. Approve and fund new signage	EDC Board and City Council	Q3 2024	Q3 2024	☐
c. Build and complete signage project	Staff	Q1 2025	Q1 2025	☐
2. Bayside Park Expansion				
a. Design the Demo	Staff	Q3 2024	Q4 2024	☐
b. Execute the Demo	Staff	Q1 2025	Q1 2025	☐
c. Design of park & Main Street improvements	EDC/Council/OST	Q3 2024	Q4 2024	☐
d. Approve and fund the Bayside Park Expansion	EDC Board	Q4 2024	Q4 2024	☐
e. Complete the buildout	Staff	Q2 2025	Q2 2025	☐
3. Select a third Quality of Life Infrastructure Project for 2025-2026	EDC Board	Q2 2025	Q2 2025	☐
a. Complete that project #3	Staff	Q4 2025	Q4 2026	☐



Goal #4: Communications

To enhance communication efficiency and effectiveness both internally and externally, facilitating better collaboration and engagement around economic development initiatives.

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
1. Establish Economic Development Roundables quarterly meetings with local government officials (Committee Chairs and the Mayor), economic development agencies, and business leaders to collaborate on strategic initiatives and shared goals	EDC President, Mayor, Planning & Zoning Commission Chair, and key topic leaders	Q3 2024	Ongoing	# of meetings in 2024: _____ # of meetings in 2025: _____ # of meetings in 2026: _____
2. Establish Bi-annual joint meetings for all members of Planning & Zoning, EDC, and city council for updates on all strategic plans related to development	EDC Administrative Staff, Support Staff, Planning & Zoning, EDC Board and City Council	Q3 2024	Ongoing	# of meetings in 2024: _____ # of meetings in 2025: _____ # of meetings in 2026: _____
3. Publish Economic Development reports for the business community and Seabrook Economic Development Corporation of insights and guidance on Economic Development initiatives from meetings for publication (City website, social media, etc.)	Public Affairs	Q3 2024	Ongoing	☐ 2024 ☐ 2025 ☐ 2026
a. Final approval of said summary and publication of the summary	EDC Administrative Staff and Public Affairs	2024 2025 2026	Ongoing	☐ 2024 ☐ 2025 ☐ 2026



Goal #5: Old Seabrook

To begin the Old Seabrook Livable Center Development Project.

STRATEGIES	WHO'S RESPONSIBLE?	START Q/YR	COMPLETE Q/YR	METRIC/KPI
1. Plan and discuss progressing with a phase in Old Seabrook	Staff & EDC Board	Q3 2024	Q3 2024	☐
a. Authorize a preliminary Engineering Study for Old Seabrook	EDC Board	Q3 2024	Q4 2024	☐
b. Execute the completed study	EDC Board	Q1 2025	Q1 2025	☐
c. Construction vendor selected by City Council	City Council	Q2 2025	Q2 2025	☐
d. Establish the construction timeline	Staff & City Council	Q4 2025	Q1 2026	☐



SEABROOK ECONOMIC DEVELOPMENT CORPORATION
MEETING

The Seabrook Economic Development Corporation of The City of Seabrook met on **Thursday, February 13, 2025**, at **6:00 P.M.** At Seabrook City Hall to consider, and if appropriate, take action with respect to the agenda items listed below.

Board Members Present:

Paul R. Dunphey	Chair
Terry Chapman	Vice-Chair
Kevin Ferguson (excused)	Treasurer
Gary Bell	Member
Ann Wacker	Secretary
Buddy Hammann	Council Representative
Thomas Kolupski	Mayor

Also Present Were:

Gayle Cook	City Manager
Kiarra Bellow	Administrative Assistant
David Olson	Attorney

1. PUBLIC COMMENTS AND ANNOUNCEMENTS

There were no citizen comments.

2. PRESENTATIONS

2.1 Presentation on Bay Area Houston Economic Partnership (BAHEP) by Brian Freedman, President.

BAHEP President, Brian Freedman, gave a presentation on the Bay Area Houston Economic Partnership (BAHEP) and its partnership with the SEDC. (Exhibit A)

3. DISCUSSION

3.1 Discussion on the Old Seabrook Livable Study - Economic Development Implementation.

- Overview of the Livable Center Study and key recommendations
- Discuss initiatives that fall within the scope of the SEDC
- Discuss priorities of short term and long term action items
- Discuss potential funding mechanisms and partnerships

Presentation by Gayle Cook. (See Exhibit B)

3.2 Discussion on City Capital Improvement Program (CIP) and Economic Development Projects.

- Discuss and review of the City's CIP and key projects impacting economic growth

- **Discuss potential SEDC involvement in funding or supporting specific projects**

Presentation by Gayle Cook. (See Exhibit C)

4. NEW BUSINESS

- 4.1 Consider and take all appropriate action on the nomination and appointment of EDC Board Members to serve as liaisons to the Clear Lake Area Chamber of Commerce, Bay Area Houston Economic Partnership (BAHEP), and Economic Alliance Houston Port Region.**

Volunteers were received for these liaison positions. No action was taken.

Clear Lake Area Chamber of Commerce	Andrew Croce
Bay Area Houston Economic Partnership (BAHEP)	Paul Dunphey
Economic Alliance	Summer Sanford

- 4.2 Consider and take all appropriate action on hosting the 2025 Keels and Wheels Yacht Party to be held Friday, May 2, 2025.**

5. CLOSED EXECUTIVE SESSION

- 5.1 Section 551.087**
Conduct a closed executive session to discuss/deliberate potential financial incentive(s) and financial information received from a business prospect that the City/EDC seeks to have locate, stay, or expand for which the City is conducting economic development negotiations, as provided by Texas Government Code Section 551.087.

Chairman Dunphey adjourned the meeting into closed session at 6:43 PM.

- 5.2 Section 551.072**
Conduct a closed executive session to discuss/deliberate the purchase, exchange, lease, or value of real property, including nonmonetary attributes of property to be purchased, as deliberation in open meeting would have detrimental effect of position of the City /EDC in negotiations with third parties, all as provided for under Texas Government Code Section 551.072.

Chairman Dunphey adjourned the meeting into closed session at 6:43 PM.

6. OPEN SESSION

- 6.1 Reconvene Open Session**

Chairman Dunphey reconvened the regular meeting into open session at 6:59 PM.

No actions were taken during executive session.

7. ROUTINE BUSINESS

- 7.1 Update by Director on Strategic Plan Initiatives, Monthly Reporting and Activities.**

City Manager, Gayle Cook, reviewed the monthly activity report and provided an update on development activities. (See Exhibit D)

- 7.2 EDC Financial Report**

No Financial Report was reviewed. The January 2025 report will be provided during the March meeting.

7.3 Approve minutes from the January 9, 2025, regular EDC meeting.

Motion:	To Approve
Made By:	EDC Secretary Wacker
Seconded By:	EDC Member Croce
Vote:	Passed unanimously by all present

7.4 Review and update on EDC and partnership events to include board member post-event reports, upcoming events, and participation opportunities.

City Manager, Gayle Cook, reviewed upcoming events.

7.5 Establish future meeting dates and agenda items.

Next regular scheduled meeting is March 13, 2025.

Motion:	To Adjourn
Made By:	Mayor Pro Tem, At-Large Position 5 Hammann
Seconded By:	EDC Member Sanford
Vote:	Passed unanimously by all present

The meeting was adjourned at 7:10 PM.

APPROVED ON THE ____ DAY OF _____, 2025.

Paul Dunphey, EDC Chair

Kiarra Bellow,
EDC Administrative Coordinator



2025 Meeting Schedule

JANUARY 9, 2025
FEBRUARY 13, 2025
MARCH 13, 2025
APRIL 10, 2025
MAY 8, 2025
JUNE 12, 2025
JULY 10, 2025
AUGUST 14, 2025
SEPTEMBER 11, 2025
OCTOBER 9, 2025
NOVEMBER 13, 2025
DECEMBER 11, 2025

All regularly scheduled Economic Development Corporation meetings begin at 6:00 PM
at Seabrook City Hall, 1700 First St., in the Council Chambers.