



**PASADENA ECONOMIC DEVELOPMENT CORPORATION**  
**Pre-Board Meeting**  
**Conducted in the Pre-Council Conference Room at City Hall**  
**November 29, 2018, 3:00 p.m.**  
**Minutes**

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**Members present:**

Rick Lord, Vice President  
Randy Drake, Treasurer  
Emilio Carmona, Secretary  
Marilyn Wilkins  
Ernesto Paredes

**Members Absent:**

Steve Cote, President  
Steve Phelps

**Others Present:**

Jeff Moore, Brown & Hofmeister, LLP (via conference call)  
Carlos Guzman, Pasadena EDC Executive Director  
Rick Guerrero, Pasadena EDC Manager  
Robin Green, Public Works Director  
Alan Sanders, Moore Landrey, LLP  
Karina Tomlinson, PEDC Executive Assistant

**Call to Order**

The Pre-Board meeting for the November 29, 2018 Pasadena Second Century Corporation d/b/a Pasadena Economic Development Corporation was called to order at 3:00 p.m. by Vice President, Rick Lord.

**(11) Board Action – Resolutions**

- a. Consideration to approve a Sponsorship for the 2018 McDonald's Texas Invitational Basketball Tournament in the amount of \$20,000.
  - Randy Drake asked if this was the usual amount and stated it was good after several yes responses from other Board members.
- b. Consideration to designate additional Board Members as signatories of checks for the payment of money in the name of the Corporation.
  - Carlos indicated that one of the Officers who has not yet been designated as a signer will be designated so that in the event any of the other authorized signers is not available we can call upon him to sign checks for payment.
- c. Consideration to authorize Staff to prepare and file all documents and take all actions deemed necessary in connection with the process of changing the legal name of the entity from Pasadena Second Century Corporation to Pasadena Economic Development Corporation, subject to City Council approval.

- Carlos stated that for this item, the Corporation had filed an Assumed Name Certificate for d/b/a as a starting point and now that we have been using it for a year we would like to have the name legally changed to the EDC name and used on all legal documents.
  - Emilio Carmona added that he hates to see that name go because they wanted to see Pasadena grow into the next century and lead the way in the area and that's why they put second century in the name, but realizes change is needed.
- d. Consideration to approve and adopt a proposed Board Meetings schedule for calendar year 2019.
- Rick Lord pointed out a change of date for the November meeting, which will be set for November 21<sup>st</sup>.
- e. Consideration to approve a proposed Program of Work by EDC Staff for calendar year 2019.
- Carlos briefly explained what the Program of Work entails and he stated if the Board members wish to discuss amongst each other or this can be done individually with each member.
- f. Consideration to authorize Staff to join the Texas Economic Development Corporation at the Pioneer level in the amount of \$3,000.00.
- Carlos provided details stating that he is familiar with the organization and that this fee is for the lowest level, which can be upgraded or discontinued next year depending on the needs of the Corporation after a year of membership.
- g. Consideration to authorize Staff to negotiate and execute a Purchase and Sale, Development and Performance Agreement by and among Pasadena Second Century Corporation d/b/a Pasadena Economic Development Corporation, The City of Pasadena, Texas and JMDH Real Estate of Pasadena LLC providing for a real property exchange among the parties, the expenditure by JMDH of at least \$5,000,000 for a new warehouse facility, and the payment by the Corporation to JMDH of (i) \$700,000 to fund infrastructure costs, (ii) up to \$289,000 in economic incentive payments and (iii) a potential exchange valuation payment to JMDH of up to \$289,000, all subject to the terms and conditions set out in the Agreement. (Restaurant Depot)
- Rick Lord commented that hopefully we can get this wrapped up in a nice bow for Christmas
  - Carlos Guzman stated the Board took action in June of 2017 and briefly explained the terms of the agreement and indicated that Alan Sanders who assisted the City Attorney with this was present should the Board have any additional questions.
  - Marilyn Wilkins asked if the Entity name situation (item c) in respect to these documents are one in the same. Carlos responded that we will consult with the attorney so that we will not have to come back to cross a t or dot an l if the item is approved today.

Pre-Board Meeting Adjourned at 3:09 pm.

PASADENA ECONOMIC DEVELOPMENT CORPORATION  
Board Meeting  
Conducted in the Pre-Council Conference Room at City Hall  
November 29, 2018, 3:10 p.m.  
Minutes

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**Agenda Item One: Call to order, roll call.**

The Board meeting for the November 29, 2018 Pasadena Second Century Corporation d/b/a Pasadena Economic Development Corporation was called to order at 3:10 pm by Vice President, Rick Lord.

**Agenda Item Two: Invocation.**

Invocation given by Board Member Marilyn Wilkins.

**Agenda Item Three: Pledge of Allegiance.**

Pledges led by Board Member Ernesto Paredes.

**Agenda Item Four: Approval of Minutes**

Vice President, Rick Lord called for a motion to approve the minutes from the meeting held on October 25, 2018. Randy Drake moved to approve the minutes, seconded by Ernesto Paredes, MOTION CARRIED UNANIMOUS.

**Agenda Item Five: Approval of Minutes from Special Meeting**

Vice President, Rick Lord called for a motion to approve the minutes from the special meeting held on October 31, 2018. Marilyn Wilkins moved to approve the minutes, seconded by Emilio Carmona, MOTION CARRIED UNANIMOUS.

**Agenda Item Six: Public Comments**

No comments given by the Public in attendance.

**Agenda Item Seven: Project Status Update from Robin Green, Director of Public Works**

The Rodeo Arena expansion, the awning will be put up in the first month of 2019 and that will be the completion of the project. Richey road has been started and 16% by cost and 13% of the time has been completed on the year and a half project. Restaurant Depot you just heard about. The 3 Fairmont Projects – the waterline projects, 2 of them have been closed out and 1 will be closed out early next year. The other project that is still going on is the Utility Development. Marilyn joked that we need to approve more stuff to keep them busy.

**Agenda Item Eight: Report by Carlos Guzman, Executive Director.**

Project Updates: Richey St. groundbreaking on October 30<sup>th</sup>; Joe V's – slated to open December the 12<sup>th</sup> and we are very excited about this because the Board approved it early this year. The Bank Building: there is now a fence surrounding the building to begin the remediation work. There has been work with Center Point to have electricity available to conduct the work. In the next few weeks, we will have a consultant come in to help us put together the RFP for demolition.

We're looking at late Spring for the actual demolition of the property. It will take 90 working days for the remediation to be completed so during this time the RFP for demolition will be posted and bids taken so that we don't lose any time. As a recap, some accomplishments throughout the year include The Strategic Plan, Convention Center Master Plan; work with the Mall owner and their Master Plan. Roads included Pasadena Blvd, Richey, Shaw Ave. to be worked on next year, the acquisition of the Bank Building, new website/branding, the new name hopefully. From business development, we started the BRE program with our friends from Economic Alliance who have been very helpful. Speaking of the work with Economic Alliance and working with us we want to talk about some things we have been working on. Expansion & New Business; we have to report to Administration what we have accomplished and in FY 2017 there were 7 projects and in 2018 we had 26 projects and you can see the job creation and retention numbers on the screen. The next slide covers something we're very excited about which is Capital Investment. The amount reported for 2017 was \$44 Million and for us this last fiscal year was \$1.5 Billion and we want to thank the Board and Council for the support in capturing these investments for the City of Pasadena. Lastly are some events we would like to invite the Board to which first is the Economic Alliance Legislative Kickoff Luncheon and the Chamber of Commerce Annual Gala. If any of you are interested in attending please contact the office and we will reserve a seat for you.

**Agenda Item Nine: Board Action – Resolutions.**

- a. **PSCC RESOLUTION 18-039** – Approve a Sponsorship for the 2018 McDonald's Texas Invitational Basketball Tournament in the amount of \$20,000.00.

Ernesto Paredes made a motion to approve the Sponsorship, seconded by Randy Drake that PSCC Resolution 18-039 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- b. **PSCC RESOLUTION 18-040** – Designating Board Secretary, Emilio Carmona as an authorized signatory of checks for the payment of money in the name of the Corporation.

Marilyn Wilkins made a motion to designate Emilio Carmona, Board Secretary as an authorized signatory of checks seconded by Randy Drake that PSCC Resolution 18-040 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- c. **PSCC RESOLUTION 18-041** – Authorize Staff to prepare and file all documents and take all actions deemed necessary in connection with the process of changing the legal name of the entity from Pasadena Second Century Corporation to Pasadena Economic Development Corporation, subject to City Council approval.

Randy Drake made a motion to authorize Staff to prepare and file all documents and take all actions deemed necessary in connection with the process of changing the legal name of the entity from Pasadena Second Century Corporation to Pasadena Economic Development Corporation, seconded by Marilyn Wilkins that PSCC Resolution 18-041 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- d. **PSCC RESOLUTION 18-042** – Approve and adopt a proposed Board Meetings Schedule for Calendar Year 2019.
- Rick Lord noted that the date for the November meeting will be changed to November 21, 2019.

Marilyn Wilkins made a motion to approve and adopt the proposed Board Meeting Schedule for Calendar Year 2019 with the amended date for the November meeting of November 21, 2019, seconded by Ernesto Paredes that PSCC Resolution 18-042 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- e. **PSCC RESOLUTION 18-043** –Approve a proposed Program of Work by EDC Staff for Calendar Year 2019.
- Carlos provided details regarding the items Staff will be working on and asked Board Members for input. Rick Lord stated that the first thing to do was to get things back in order and progress, he's happy we're doing that and the only thing he would add is getting more Staff on board. Randy Drake added if more projects could be taken on and the response was yes. Marilyn asked if there would be more introductory relationship building with the new Commissioner's Court. Carlos responded that this is more Staff related and that Rick as the Business Development Manager will be doing BRE visits and meeting with major brokers so that they know who to call going forward.

Emilio Carmona made a motion to approve and adopt the proposed Program of Work by EDC Staff, seconded by Ernesto Paredes that PSCC Resolution 18-043 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- f. **PSCC RESOLUTION 18-044** – Authorize Staff to join the Texas Economic Development Corporation at the Pioneer level in the amount of \$3,000.00.

Randy Drake made a motion to authorize Staff to join the Texas Economic Development Corporation at the Pioneer level, seconded by Ernesto Paredes that PSCC Resolution 18-044 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

- g. **PSCC RESOLUTION 18-045** - Authorize Staff to negotiate and execute a Purchase and Sale, Development and Performance Agreement by and among Pasadena Second Century Corporation d/b/a Pasadena Economic Development Corporation, The City of Pasadena, Texas and JMDH Real Estate of Pasadena LLC providing for a real property exchange among the parties, the expenditure by JMDH of at least \$5,000,000 for a new warehouse facility, and the payment by the Corporation to JMDH of (i) \$700,000 to fund infrastructure costs, (ii) up to \$289,000 in economic incentive payments and (iii) a potential exchange valuation payment to JMDH of up to \$289,000, all subject to the terms and conditions set out in the Agreement.

Randy Drake made a motion to Authorize Staff to negotiate and execute a Purchase and Sale, Development and Performance Agreement by and among Pasadena Second Century

Corporation d/b/a Pasadena Economic Development Corporation, The City of Pasadena, Texas and JMDH Real Estate of Pasadena LLC, subject to legal review and comment, seconded by Marilyn Wilkins that PSCC Resolution 18-045 be passed, approved and adopted. MOTION CARRIED UNANIMOUS.

**Agenda Item Ten: Comments by Board Members.**

Randy Drake – Commented that at meetings people tend to ask him about the Pasadena happenings and he usually tells them to call Carlos and Carlos told him to mention the Bank Building so yesterday at the BAHEP meeting several people came up to him and said it's about time and that they were pleased about what's coming.

Marilyn Wilkins – Commented that it's been a very informative and nice first part of the year to be on the Board and thanked everyone.

Emilio Carmona – Commented that he might be the only person to hate to see the building go down because it's a part of his life, but realizes it's something that needs to be done. Also hates to see the name go, but it has to and he's all for it.

Ernesto Paredes – Had the same comments about the building, he has heard nothing but positive reaction.

Rick Lord – Thanked Staff on what they are doing. Commented to Cristina that he is very impressed with the candidates for the Impact Pasadena program. That he was originally a naysayer and that's why he was on that committee, but that he had a good time and thanked her for that.

**Agenda Item Eleven: Executive Session**

**\*\*NOTE\*\*3:27 PM** – At this time, Vice President Rick Lord announced that the Board would be “going behind closed doors” for an Executive Session.

- a. Convene in executive session pursuant to Section 551.087, Texas Government Code to deliberate regarding economic development negotiations for Business Attraction/Retention Projects.

**\*\*NOTE\*\*3:45 PM** – At this time, Vice President Rick Lord announced that the Board “has concluded its Executive Session.”

**Agenda Item Twelve: Reconvene into Regular Session**

**\*\*NOTE\*\*3:46 PM** – At this time, Vice President Rick Lord reconvened the Board Meeting.

The Board will reconvene into Regular Session, pursuant to the provisions of Chapter 551 of the Texas Government Code, to take any action necessary regarding:

- a. Deliberation regarding economic development negotiations for Business Attraction/Retention Projects.

**Agenda Item Thirteen: Adjournment.**

Vice President, Rick Lord called for a motion to adjourn the November 29, 2018 meeting at 3:47 pm. Randy Drake moved, seconded by Ernesto Paredes. MOTION CARRIED UNANIMOUS.