



City of West Orange Economic Development Corporation

City Hall
2700 Western Avenue
West Orange, TX
77630

Board Meeting Minutes

Monday, August 12, 2024

3:00 p.m.

Council Chambers

BOARD MEMBERS PRESENT:

Randy Branch, Mayor
Wayne Wiggins
Mike Stelly

Meritta Kennedy
Mike Dixon

Charlotte Alford
Jon Sherwin

OTHERS PRESENT:

Christopher Leavins

Theresa Van Meter

Call to Order

Mayor Branch called the meeting to order at 3:00 p.m. He announced that a quorum of this Board was present. The invocation was given by Mr. Leavins. Pledges of Allegiance to the American and Texas flags were then given.

Regular Session

Election of Officers

A motion was made by Mayor Branch, followed by a second from Chief Stelly, to elect himself as President and Mayor Pro-Tem Kennedy as Vice President for the Corporation's first term. With there being no additional nominations brought forth, a vote was called, with the motion passing unanimously.

Chief Stelly then made a motion that Mrs. Alford be elected Secretary and Mr. Dixon be elected Treasurer. Vice President Kennedy seconded his motion. With there being no additional nominations brought forth, a vote was called, with the motion passing unanimously.

Discussion and Possible Action on approval of the WOEDC "Conflict of Interest Policy"

Chief Stelly moved that the West Orange EDC "Conflict of Interest Policy" be adopted as presented. Vice President Kennedy seconded the motion. Chief Stelly explained the necessity of this policy was due to the corporation's filing for a non-profit status with the IRS. It addressed how any assets would be distributed should the corporation dissolve for any reason. Mr. Leavins interjected that this was also addressed in the By-Laws.

With there being no questions or further discussion, President Branch called for a vote. The vote to approve the WOEDC "Conflict of Interest Policy" passed unanimously.

Discussion and Possible Action on approval of a Management Agreement between the WOEDC and the City of West Orange – Mr. Sherwin moved that the Management Agreement between the WOEDC and the City of West Orange be approved as presented. Chief Stelly seconded his motion.

Mr. Wiggins questioned if this was basically a service agreement between the EDC and the city. Chief Stelly responded that it was a management agreement to handle the day-to-day operations of the corporation. He put in \$20,000 (approx. \$1,600 per month) for the first year as a base. This would cover the services of three employees – himself, Mr. Sherwin and Mrs. Van Meter. After the first year, a review could be conducted to see if this \$20,000 fee should be adjusted either up or down.

Chief Stelly added that the neither the attorney's services nor an auditor's services are included in this \$20,000 amount. Day-to-day finance matters are included, however auditing services are not.

A vote was then called by President Branch, which passed unanimously.

Discussion and Possible Action on updating the WOEDC By-Laws

Vice President Kennedy made a motion that the WOEDC By-Laws be updated, with a second from Chief Stelly. Chief Stelly then explained the necessity for the update had to do with the location of Board meetings which, in the current By-Laws, are restricted to West Orange City Hall. Should the need arise to meet elsewhere, or to meet with a prospect at a possible site location, current By-Laws would not permit this. He would like to suggest changing it to read something along the lines as "at a location as allowed by law."

Mr. Leavins stated that typically you would want to meet at a location within the City, but "as otherwise authorized by law." He then suggested that he research appropriate language and bring it to the Board for approval at the next meeting. Any changes would then have to go to the City Council for final approval.

Vice President Kennedy then rescinded her original motion (as did Mr. Stelly his second) and she then moved that time be given to the attorney to update the language as discussed for presentation at the next Board meeting. Chief Stelly seconded her new motion. With there being no further discussion, a vote was then cast with the motion unanimously passing.

Discussion and Possible Action on developing a budget for the WOEDC

Vice President Kennedy made a motion that a budget for the WOEDC be developed. Chief Stelly seconded her motion.

Chief Stelly explained that the document before the Board was a "proposed" budget. With this being the corporation's first year in operation, the amounts shown are basically educated guesses. He added that "anything that is not collected is not spent...and anything that is not spent, the EDC retains." The money not spent he has shown on this budget in "Business Development & Retention."

President Branch stated that, with this being the first year, the only item that was truly firm is the \$20,000 payable to the City for management services. He added that "we also reasonably sure of approximately how much revenue will come in based on past sales tax numbers." Other line items will show themselves as the year progresses.

After determining that there were no further questions or comments, he called for a vote on the proposed budget, which passed unanimously.

Announcements

President Branch explained that both Open Records Training and Open Meetings Training were required by law for Board members.

He also explained that it is required for at least two EDC Board members to have been to training and to be EDC certified. Both Chief Stelly and Mr. Sherwin have done so and are both certified. He offered the same opportunity to any other Board member who might be interested. The cost involved would be covered by the EDC. There is a virtual training coming up in December (12/2 – 12/13) if anyone is

interested. Anyone interested was asked to contact Mrs. Van Meter to have her get them registered for the training.

Adjournment

With there being no further business before the Board at the present time, the meeting adjourned at 3:30 p.m.



R R Branch

Randy Branch, EDC Board President

ATTEST:

Charlotte Alford

Charlotte Alford, EDC Board Secretary