

PUBLIC NOTICE

DEVELOPMENT CORPORATION OF ABILENE, INC.

A meeting of the Development Corporation of Abilene, Inc. ("DCOA") will be held on January 27, 2022, at 174 Cypress Street DCOA's 3rd Floor Board Room, Abilene, Texas commencing at 9:00 am to consider the Agenda set forth below.

The meeting may include members of the DCOA's Board of Directors ("Board") participating remotely by videoconference. In accordance with the Texas Government Code, the location of the meeting where a quorum of the DCOA's Board will be physically present is 174 Cypress Street DCOA's 3rd Floor Board Room, Abilene, Texas and it is the intent of the DCOA to have a quorum present at that location.

Under Agenda Item 3, the opportunity for public comment will be announced and members of the public should identify themselves at that time should he or she choose to make any comments concerning any Items on the Agenda. Under Item 3 on the Agenda, public comments concerning Items on the Agenda are allowed for up to 3 minutes per person (or in the event that a person addresses the Board through a translator, such public comments on Items on the Agenda is allowed for up to 6 minutes).

AGENDA

January 27, 2022
9:00 am

1. Call the meeting to order
2. Invocation
3. Public Comment on Agenda Items
4. Governance Schedule
5. Recognition of the outgoing Board Chair's services
6. Announcement of 2022 Community Impact Award from Trade & Industry Development
7. Approval of minutes from the December 15, 2021 board meeting
8. DCOA Financial Report for December 2021 and Quarterly Sales Tax Report
9. Executive Session:
The DCOA reserves the right to adjourn into executive session at any time during the course of this meeting to discuss any of the matters listed, as authorized by the Texas Government Code Sections:
 1. 551.071 (Consultation with Attorney)
 - A. DCOA Investment Policy
 - B. Atmos Energy Corporation Easement
 2. 551.072 (Deliberations about Real Property)
 3. 551.074 (Personnel Matters)
 - A. Duties of the Business Retention and Expansion Manager and Workforce Manager(s)

4. 551.087 (Business Prospect/Economic Development)
 - A. Project Backbone
 - B. Project Cornerstone
 - C. Project Eagle II

10. Report from the President and CEO:
 1. Discussion and possible approval of a Resolution approving expenditures over \$50,000 as described in the President and CEO's report
 2. Marketing Initiatives
 3. Strategic Prioritization Plan
 4. Annual Report

11. Discussion and possible approval of a Resolution approving an Agreement with Project Backbone

12. Discussion and possible approval of a Resolution (i) authorizing an amendment to the DCOA's Investment Policy and (ii) acknowledging completion of the DCOA's annual review of the Investment Policy

13. Discussion and possible approval of an agreement with Atmos Energy Corporation to grant an easement on property in Northwest Abilene

14. Report from Nominating Committee on the election of Officers for the calendar year

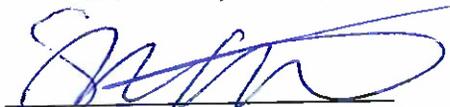
15. Officer Elections: Chair, Vice Chair, Secretary, Treasurer, and President (and others as determined)

16. Discussion of the next board meeting date

17. Adjournment

CERTIFICATE

I hereby certify that the above notice of meeting was posted on the bulletin board at the City Hall of Abilene, Texas, on the 21st day of January, 2022 at 2:40 p.m..


Shawna Atkinson, City Secretary


Misty Mayo, President & CEO

NOTICE

Persons with disabilities who would like special assistance or need special accommodations to participate in this meeting should contact the Development Corporation of Abilene, Inc., (325) 676-6390, at least forty-eight (48) hours in advance of this meeting. Telecommunication device for the deaf is (325) 676-6360.

GOVERNANCE SCHEDULE

2022 DCOA Governance Schedule

2021			2022									
Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Post Agenda (72 hrs prior to the meeting)
X	X	X	X									Monthly Board Meeting (Minimum quarterly meeting)
			X									Annual Meeting of Board of Directors (first regularly scheduled board meeting of the year)
												State of the City Address by Mayor
												Economic Development Plan to City Council (annually: prior to, or in conjunction with, the annual budget)
												Annual Budget to City Council (sixty days prior to start of next fiscal year: August 2, 2021)
												Additional Meetings, as needed

Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Governance: Semi-Annual & Annual Reviews
			X									Presentation/Proclamation to Outgoing Board Members (City of Abilene and the Board)
			X									Welcome New Board Member(s)
			X									New Board Member(s) Onboarding
			X									Officer Election (President, Chair, Vice Chair, Secretary, Treasurer & others, as determined)
			X									Bank Account Signature Card

Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Governance: Reports of Activity
												Partner Written Reports of Activity for activity from October 1, 2020 - March 31, 2021 due April 15, 2021 (ABI, AIF, AISD, Griggs, SBDC, & MAC)
X												Partners Written Reports of Activity for activity from April 1, 2021 - September 30, 2021 due October 15, 2021 (ABI, AIF, AISD, Griggs, SBDC, & MAC)
												Present Report of Activity - MAC
												Present Report of Activity - AIF
												Present Report of Activity - DCOA
												Present Report of Activity - AISD
X												Present Report of Activity - ABI
												Present Report of Activity - SBDC
												Present Report of Activity - Griggs

2022 DCOA Governance Schedule

2021			2022									
Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Governance: Annual Approvals
												Approve Annual Street Expenditure Projects per Agreement COA ('20-'23)
			X									Review and adopt a written resolution approving the DCOA Investment Policy (annually)
												Submit Required Report (Local Gov. Code 502.151) to Comptroller by April 1, 2021
												Financial Audit Prepared by 3rd Party Auditor
												Financial Audit Presented to Board
												Partners: Annual Budget Request (ABI, AIF, AISD, SBDC, MAC & Griggs) due June 1, 2021
												Annual Budget to Board (sixty days prior to start of next fiscal year: August 2, 2021)
X												New Fiscal Year Contracts (ABI, AIF, AISD, SBDC, MAC & Griggs)
												Annual Consideration and Commission for a Financial Audit
												AIF Executive Committee Appointee
												Staffing/Staff Evaluation (Staff Potential Conflicts of Interest)

Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Governance: Monthly Board Meeting Review
X		X	X									Approval of Last Meeting's Minutes
X		X	X									Financial Report Presented by DCOA Staff (Accounting Firm, As Requested)
X		X	X									Schedule Next Meeting Date
X			X									Sales Tax Report - Quarterly
												Review of Strategic Plan
												Review of Governance Checklist
X												Written Quarterly Investment Report (within 45 days following the end of the quarter)

Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Project & Properties Review on Demand
X		X	X									Properties (as needed)
X	X	X	X									Projects (as needed)
X		X	X									Board Approval of Expenditures Over \$50,000 (as required)
												● Benchmark Comparisons

Rv. 01/25/21

2022 COMMUNITY IMPACT AWARD

2022 COMMUNITY IMPACT AWARD

TRADE & INDUSTRY DEVELOPMENT MAGAZINE



Abilene, Texas recognized as one of the 14 **Community Impact Award** recipients across the country for the expansion project with Great Lakes Cheese.

184,500,000
CAPITAL INVESTMENT

500+
JOBS CREATED

\$3.48 BILLION
ESTIMATED ECONOMIC IMPACT
FOR ABILENE & TEXAS OVER THE
NEXT 10-YEARS

286,500 SQ FT
STATE-OF-THE-ART PACKAGING
& DISTRIBUTION PLANT

**BOARD MEETING MINUTES
DECEMBER 15, 2021**

DEVELOPMENT CORPORATION OF ABILENE, INC.
BOARD MEETING MINUTES
December 15, 2021

MEMBERS PRESENT: Jack Rich Vic Corley Sam Vinson
Floyd Miller Shea Hall*

**Shea Hall joined the meeting by videoconference.*

STAFF PRESENT: Misty Mayo Julie Johncox Brock New
Amy Whitmer Ashley Whitmer Regi McCabe-Gossett

GUESTS PRESENT: Chris Shelton, McMahon Surovik Suttle, PC
Victor Barber, Abilene Marshal's Department
Doug Williamson, Abilene Chamber of Commerce
Gray Bridwell, Military Affairs Committee

1. **CALL THE MEETING TO ORDER:** Chair Jack Rich called the meeting to order at 9:01 am and introduced all Board Members present both in-person and virtually.
2. **INVOCATION:** Chair Jack Rich offered the invocation.
3. **PUBLIC COMMENT ON AGENDA ITEMS:** Chair Jack Rich announced an opportunity for the public to comment on any of the agenda items. He further stated that there would be no votes or formal action taken during public comment, that this would allow members of the public to present ideas and information to the DCOA Board and staff pertaining to the items on the agenda, and that if there was anyone who would like to make a public comment, to please state their name and address. No members of the public requested to make public comment. Thus, Chair Jack Rich moved on to Agenda Item 4.
4. **GOVERNANCE SCHEDULE:** CEO Misty Mayo stated that the 2021 governance schedule is in the packet. The governance schedule is a tool that ensures the DCOA is operating on schedule and it can be amended as needed.
5. **APPROVAL OF MINUTES FROM THE OCTOBER 27, 2021 AND NOVEMBER 17, 2021 BOARD MEETINGS:** Vic Corley moved to approve the minutes from the October 27, 2021 and November 17, 2021 Board meetings. Floyd Miller seconded, and the motion passed.
6. **DCOA FINANCIAL REPORT FOR FISCAL YEAR 2021:** Regi McCabe-Gossett, DCOA Controller, presented the Financial Report for Fiscal Year 2021. As of September 30, 2021, the DCOA's year-to-date total operating revenue was \$14,204,761, and cash at the end of the period was \$34,604,215. The DCOA's total assets were \$90,948,693, and the DCOA's total liabilities were \$1,777,093.
7. **ANNOUNCEMENT THAT ABILENE RECEIVED THE BARKSDALE TROPHY AND THAT DYESS AIR FORCE BASE RECEIVED THE EAKER TROPHY, MITCHEL TROPHY, ELLIS GIANT SWORD TROPHY, AND THE FAIRCHILD TROPHY:** CEO Misty Mayo introduced Gray Bridwell, the Vice President of the Military Affairs Committee, an affiliate of the Abilene Chamber of Commerce. Gray Bridwell presented the Barksdale Trophy, a community support award for the best community that provides support to their air force base in all of Global Strike. He thanked the DCOA for their continued support of the Military Affairs Committee and Dyess Air Force Base. CEO Misty Mayo thanked Gray

and the Military Affairs Committee for being a strong partner with the Development Corporation of Abilene.

8. EXECUTIVE SESSION: Chair Jack Rich stated: I hereby announce we are going into Executive Session pursuant to Texas Government Code Sections 551.071, .072, .074, and .087 to consult with legal counsel, discuss real property transactions, personnel matters, and discuss economic development negotiations involving a business prospect, as set forth on the agenda, and that any vote or action will be taken in open session.

Chair Jack Rich announced the date is December 15, 2021, and the time is 9:20 am. Later, Chair Jack Rich announced the date is still December 15, 2021, and the time is 11:03 am, and that no vote or action was taken in Executive Session.

9. REPORT FROM THE PRESIDENT AND CEO: CEO Misty Mayo presented Resolution DCOA-2022.08, approving expenditures greater than or equal to \$50,000. CEO Misty Mayo presented the expenditures over \$50,000 for approval. Sam Vinson made a motion to approve Resolution DCOA-2022.08, approving expenditures greater than or equal to \$50,000. Floyd Miller seconded, and the motion passed.

CEO Misty Mayo provided a report on the DCOA's Marketing Initiatives. The DCOA Team conducted seven marketing missions from October 1, 2021, through December 10, 2021, including: (a) Area Development Executive Summit; (b) Specialty Equipment Market Association (SEMA) Tradeshow; (c) CoreNet Global Summit – North America; (d) Consultant Connect Summit; (e) Southern Economic Development Council Meet the Consultant; (f) Area Development Consultant Forum; and (g) Consultant Connect Economix. CEO Misty Mayo explained the DCOA hosted the Texas Economic Development Corporation (TxEDC) Regional Business Summit in Abilene, Texas in November.

CEO Misty Mayo explained the final draft of the Fiscal Year 2021 Annual Report will be sent to the Board this week for a final review before going to print. The Fiscal Year 2021 Annual Report will be formally presented to the Board in January and to the City Council. It will also be available on the DCOA's new website which will launch in January.

10. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION AUTHORIZING THE DCOA'S PRESIDENT TO ENTER INTO A FISCAL YEAR 2022 CONTRACT WITH THE TEXAS TECH UNIVERSITY FOR THE SMALL BUSINESS DEVELOPMENT CENTER: CEO Misty Mayo presented Resolution DCOA-2022.06, authorizing and approving the Fiscal Year 2022 Services Agreement with Texas Tech University and its designated agent, the Small Business Development Center, and authorizing the DCOA's President to negotiate and enter into said Agreement.

Sam Vinson made a motion to approve Resolution DCOA-2022.06, authorizing and approving the Fiscal Year 2022 Services Agreement with Texas Tech University and its designated agent, the Small Business Development Center. Vic Corley seconded, and the motion passed.

11. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION AUTHORIZING THE DCOA'S PRESIDENT TO ENTER INTO AN AGREEMENT WITH THE ABILENE INDUSTRIAL FOUNDATION AND/OR AMEND THE DCOA'S AGREEMENT WITH THE ABILENE INDUSTRIAL FOUNDATION: CEO Misty Mayo presented Resolution DCOA-2022.07, authorizing and approving the Services Agreement with the Abilene Industrial Foundation, Inc. and authorizing the DCOA's President

to negotiate and enter into said Agreement. Chair Jack Rich thanked all parties involved in the negotiation of the agreement that aligns with the strengths of both the Abilene Industrial Foundation and DCOA for the benefit of the community. He also noted that the item was discussed in Executive Session.

Sam Vinson made a motion to approve Resolution DCOA-2022.07, authorizing and approving the Services Agreement with the Abilene Industrial Foundation, Inc., provided that any expenditures in fiscal years 2023-2026 shall be subject to the Board and the Abilene City Council's approval of Fiscal Year 2023-2026 Budgets that include expenditures for same. Vic Corley seconded, and the motion passed.

12. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION AUTHORIZING AN AMENDMENT TO THE DCOA CEO'S EMPLOYMENT AGREEMENT AND/OR SALARY AND BENEFITS: Chair Jack Rich explained the Board has discussed the item in Executive Session. Floyd Miller made a motion to appoint Board Members Jack Rich and Sam Vinson to jointly negotiate, approve, and make changes to the Employment Agreement of the DCOA's CEO, Misty Mayo, based on the Board's discussion in Executive Session. Vic Corley seconded, and the motion passed.

13. DISCUSSION REGARDING THE ELECTION AND APPOINTMENT OF THE DCOA'S OFFICERS: Chair Jack Rich stated that the appointment of new officers would occur during the January Board Meeting. Chair Jack Rich formed a Nominating Committee comprised of Floyd Miller and Jack Rich to bring a recommendation to the Board in the January Board Meeting.

14. DISCUSSION OF THE NEXT BOARD MEETING DATE: Board Members considered dates for the next two meetings, and Chair Jack Rich announced that the next scheduled meeting of the DCOA Board is tentatively scheduled for January 27, 2022, at 9:00 am.

15. ADJOURNMENT: There being no further business, the meeting was adjourned.

Jack Rich, Chair

Vic Corley, Secretary & Treasurer

FINANCIAL REPORT DECEMBER 2021

Development Corporation of Abilene, Inc.

Statement of Net Position

As of December 31, 2021

Unaudited

	FY22	FY21
	<u>December 31, 2021</u>	<u>December 31, 2020</u>
ASSETS		
Current Assets		
Checking/Savings		
Cash in Bank	\$ 25,675,103	\$ 9,657,649
Petty Cash	\$ 30	\$ -
Fair Value Market Adjustment	\$ -	\$ -
Due From Pooled Cash	\$ -	\$ 663
Due From Investment Fund	\$ -	\$ 24,047,302
Total Checking/Savings	<u>\$ 25,675,133</u>	<u>\$ 33,705,614</u>
Total Accounts Receivable	\$ 2,633,774	\$ 2,070,677
Other Current Assets		
Accrued Interest	\$ 201,363	\$ 98,275
Allowance for Doubtful Accounts	\$ (199,637)	\$ (97,647)
Current Portion of Notes Receivable	\$ 624,992	\$ 631,026
Prepaid Expenses	\$ 292,676	\$ 18,750
Total Short Term Notes Receivable	<u>\$ 1,572,707</u>	<u>\$ 4,856,637</u>
Total Other Current Assets	<u>\$ 2,492,102</u>	<u>\$ 5,507,041</u>
Total Current Assets	<u>\$ 30,801,008</u>	<u>\$ 41,283,332</u>
Fixed Assets		
Land	\$ 2,715,874	\$ 3,123,699
Construction in Progress	\$ 817,207	\$ 130,579
Building & Improvements	\$ 25,230,356	\$ 24,989,658
Other Improvements	\$ 20,890,020	\$ 19,848,075
Machinery & Equipment	\$ 7,264	\$ 7,264
Vehicles	\$ 70,862	\$ 70,862
Total Accumulated Depreciation	<u>\$ (14,462,049)</u>	<u>\$ (13,096,497)</u>
Total Fixed Assets	<u>\$ 35,269,534</u>	<u>\$ 35,073,641</u>
Other Assets		
Total Notes Receivable	\$ 6,932,259	\$ 7,573,755
Total Notes Receivable Earning Economic Incent	\$ 10,740,987	\$ 11,665,874
Allowance for Doubtful Notes Receivable	<u>\$ (1,857,089)</u>	<u>\$ (1,857,089)</u>
Total Other Assets	<u>\$ 15,816,157</u>	<u>\$ 17,382,539</u>
TOTAL ASSETS	<u>\$ 81,886,699</u>	<u>\$ 93,739,512</u>
LIABILITIES & NET ASSETS		
Liabilities		
Current Liabilities		
Accounts Payable	\$ 392,310	\$ 723,222
Due to City of Abilene	\$ 64,247	\$ -
Payroll Liabilities	\$ 32,898	\$ 31,138
Total Liabilities	<u>\$ 489,454</u>	<u>\$ 754,360</u>
Net Assets		
Investment in Capital Assets	\$ 35,311,054	\$ 35,073,641
Unrestricted Net Assets	\$ 14,834,129	\$ 36,185,631
Restricted - Contractual Obligations	\$ 38,939,103	\$ 20,587,452
Net Income	<u>\$ (7,687,042)</u>	<u>\$ 1,138,427</u>
Total Net Assets	<u>\$ 81,397,245</u>	<u>\$ 92,985,152</u>
TOTAL LIABILITIES & NET ASSETS	<u>\$ 81,886,699</u>	<u>\$ 93,739,512</u>

Development Corporation of Abilene, Inc.
Statement of Cash Flow
October 2021 through December 2021
Unaudited

	FY21 YTD Oct - Dec '21
OPERATING ACTIVITIES	
Net Revenue	(\$7,687,042)
Adjustments to Reconcile Net Revenue to Net Cash Provided by Operations:	
Accounts Receivable	(\$207,007)
Accrued Interest	(\$19,728)
Allowance for Doubtful Accounts	\$18,571
Current Portion of Notes Receivables	(\$17,771)
Prepaid Expense/Escrow	\$119,370
Notes Receivables - Earning Economic Incentives	\$25,000
Accounts Payable	(\$1,374,925)
Net Cash Provided by Operating Activities	(\$9,143,532)
INVESTING ACTIVITIES	
Construction in Progress	(\$305,301)
Accumulated Depreciation	\$346,822
Notes Receivables	\$175,207
Net Cash Provided by Investing Activities	\$216,727
Net Cash Increase for Period	(\$8,926,804)
Cash at Beginning of Period	34,604,187
Cash at End of Period	<u><u>\$25,677,383</u></u>

Development Corporation of Abilene, Inc.
Revenues, Expenses, and Changes in Net Position
December 31, 2021

Unaudited

	Dec '21	FY22 YTD Oct '21 - Dec '21	FY22 Annual Budget
OPERATING REVENUES			
Sales and Use Tax	\$ 1,064,795	\$ 3,456,227	\$ 12,474,516
Interest Revenues	\$ 1,094	\$ 4,955	\$ 28,390
Land and Building Leases	\$ 79,850	\$ 263,305	\$ 983,282
TOTAL OPERATING REVENUES	\$ 1,145,739	\$ 3,724,488	\$ 13,486,188
OPERATING EXPENSES			
* Total Economic Development	\$ 1,583,718	\$ 9,962,788	
Abilene Industrial Foundation	\$ 154,565	\$ 187,500	\$ 505,000
Small Business Development Center	\$ 17,363	\$ 53,541	\$ 253,000
Military Affairs Committee	\$ 22,779	\$ 50,739	\$ 437,000
Abilene Regional Airport Business Development	\$ -	\$ 17,534	\$ 220,913
ACU Griggs Center	\$ -	\$ -	\$ 24,500
Asset Management and Administration	\$ 254,451	\$ 648,771	\$ 4,188,210
* Property Maintenance	\$ 119,750	\$ 148,833	\$ 1,132,560
Depreciation Expense	\$ 115,607	\$ 346,822	
TOTAL OPERATING EXPENSES	\$ 2,268,233	\$ 11,416,529	\$ 6,761,183
NET OPERATING REVENUE	\$ (1,122,494)	\$ (7,692,042)	\$ 6,725,005
NON OPERATING REVENUES			
Miscellaneous Revenue	\$ 5,000	\$ 5,000	
Investment Earnings	\$ -	\$ -	
Gain/Loss on Disposal of Asset	\$ -	\$ -	
TOTAL NON OPERATING REVENUES	\$ 5,000	\$ 5,000	
NON OPERATING EXPENSES			
Miscellaneous Expense	\$ -	\$ -	
TOTAL NON OPERATING EXPENSES	\$ -	\$ -	
NET NON OPERATING REVENUES	\$ 5,000	\$ 5,000	
NET REVENUES	\$ (1,117,494)	\$ (7,687,042)	\$ 6,725,005

* Expenses include multiyear expenses/prior year budget

Development Corporation of Abilene, Inc.
Economic Development Program Status
December 31, 2021

FY21 Economic Development Project Activity for Multi Year Contracts

Multi Year Capital Improvement Projects & Contracts	Project Budget Amount	Prior Year Spend	Current YTD FY22 Spend	Balance Reserved
Access BP Phase II Development 2021	\$ 1,000,000	\$ 511,906	\$ 306,036	\$ 182,058
Amazon (Project Golden) 2021	337,250	-	-	337,250
City Street Maintenance Fund 2021	8,500,000	4,700,573	-	3,799,427
EASI De-Fuel Truck 2015	205,160	195,200	-	9,960
Great Lakes Cheese Cash Incentive 2021	30,000,000	-	8,000,000	22,000,000
Great Lakes Cheese Land & Infrastructure 2021	3,300,000	2,513,876	102,691	683,433
Industrial Maintenance Training AISD FY 2022	50,000	-	5,026	44,974
Marigold & Fulwiler St. Upgrade/EDA Grant Match 2021	787,500	81,153	-	706,347
Quality Implements 2021	500,000	-	250,000	250,000
Primal Pet Group 2021	3,160,130	-	1,580,000	1,580,130
Lancium 2021	2,500,000	-	-	2,500,000
ACU Next Lab 2021	2,930,000	-	-	2,930,000
Hendrick Medical Center Operations Centers 2021	1,540,000	-	-	1,540,000
Dyess AFB DEAAG/Matching Grant 2021	536,337	489,213	-	47,124
TSTC New Abilene Campus 2017	4,000,000	1,379,600	-	2,620,400
TOTAL Multi Year Capital Projects	\$ 59,346,377	\$ 9,871,521	\$ 10,243,754	\$ 39,231,103

Multi Year Economic Incentives Principal Reductions	Economic Incentive Budget	Prior Year Expensed	Current YTD FY22 Expense	Remaining Economic Incentive Budget
BE in Abilene 2018	\$ 200,000	\$ 100,000	\$ 25,000	\$ 75,000
BE in Abilene 2019	200,000	50,000	-	150,000
BE in Abilene 2020	250,000	50,000	-	200,000
Coca Cola Refreshments 2016	3,081,778	2,465,422	-	616,356
TTUHSC School of Public Health 2015	1,951,431	1,672,655	-	278,776
Prairie Dog Pet Products 2015	9,500,000	3,452,598	-	6,047,402
Broadwind Towers 2016	570,628	342,377	-	228,251
FDLIC 2020	1,035,000	-	-	1,035,000
Hartmann's 2020	900,000	-	-	900,000
Abimar Foods 2020	2,000,000	666,667	-	1,333,333
Bavarian - Extrusion Concepts 2020	400,000	-	-	400,000
Chike Next Level Blending, LLC 2020	387,000	-	-	387,000
Vista Flags 2021	60,000	-	-	60,000
TOTAL Multi Year Economic Incentive Principal Reduction Earned	\$ 20,535,837	\$ 8,799,719	\$ 25,000	\$ 11,711,118

**These incentives are expensed as Principal Reductions based on client's contractual compliance reports.*

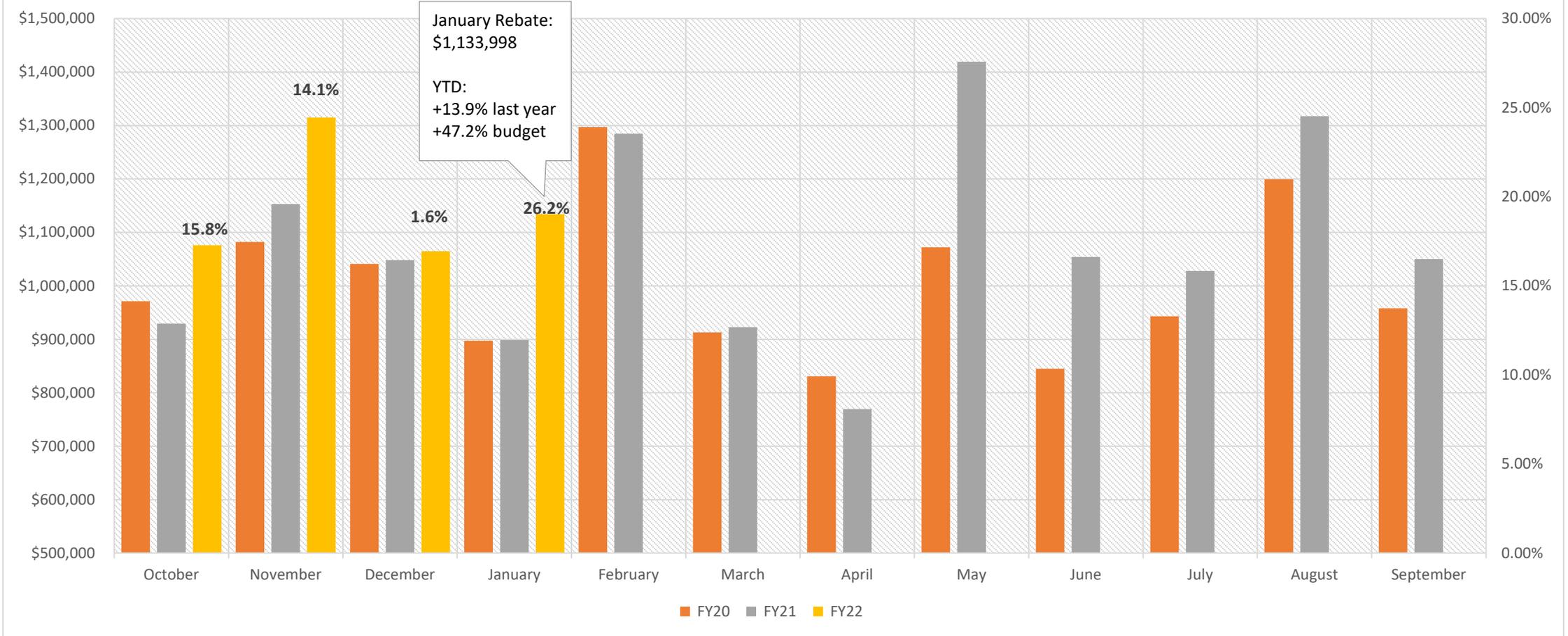
APPROVED PROJECTS - PENDING CONTRACTS:

	Amount Reserved
JLUS Implementation/Matching Grant	\$ 55,000
Dyess AFB/Egress Barriers/Matching Grant (Est Start Q1 2022)	199,017
Dyess AFB/Gate Upgrade/Matching Grant (Est Start Q1 2022)	188,608
TOTAL PENDING SIGNED CONTRACTS	\$ 442,624

QUARTERLY SALES TAX REPORT

January 2022 Sales Tax Revenue Report for Economic Development

Representing November 2021 Sales
 % Change is FY22 Compared to FY21



- This report reflects the month sales tax that is received from Austin. Revenue is recorded on this basis for budgetary purposes.
- The Comprehensive Annual Financial Report (CAFR) will reflect revenue based on the month the sales tax that is paid by the vendor to the State Comptroller in accordance with GASB 33 requirements.
- Revenue for January 2022 represents November 2021 sales.
- Approximately \$32,480 of the rebate is from prior periods, audit, future, and unidentified payments. \$14,028 is from Single Local Rate collections.

REPORT FROM THE PRESIDENT AND CEO

RESOLUTION NO. DCOA-2022.11

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) APPROVING EXPENDITURES GREATER THAN OR EQUAL TO \$50,000.

WHEREAS, the DCOA’s President (“President”) has provided a report of upcoming DCOA expenditures, each of which are expected to be greater than or equal to \$50,000 (the “Report”).

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

PART 1. Each expenditure described in the Report is hereby approved and the President shall be and hereby is authorized to make and/or contract for each expenditure described in the Report.

The President is further authorized to, if necessary, on behalf of the DCOA, negotiate, enter into and execute all agreements, make expenditures under said agreements, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above.

PART 2. This Resolution takes effect immediately upon passage.

ADOPTED this the 27th day of January, 2022.

ATTEST:

Secretary/Treasurer

Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

PENDING EXPENDITURES OVER \$50,000

REPORT FROM PRESIDENT & CEO

Vendor	Contract Amount	Details
Texas State Technical College	\$ 2,800,000.00 <small>(Agreement requires checks paid on annual basis)</small>	Project Approved in 2016

REQUEST FOR PROPOSAL/INFORMATION (RFP/RFIs)

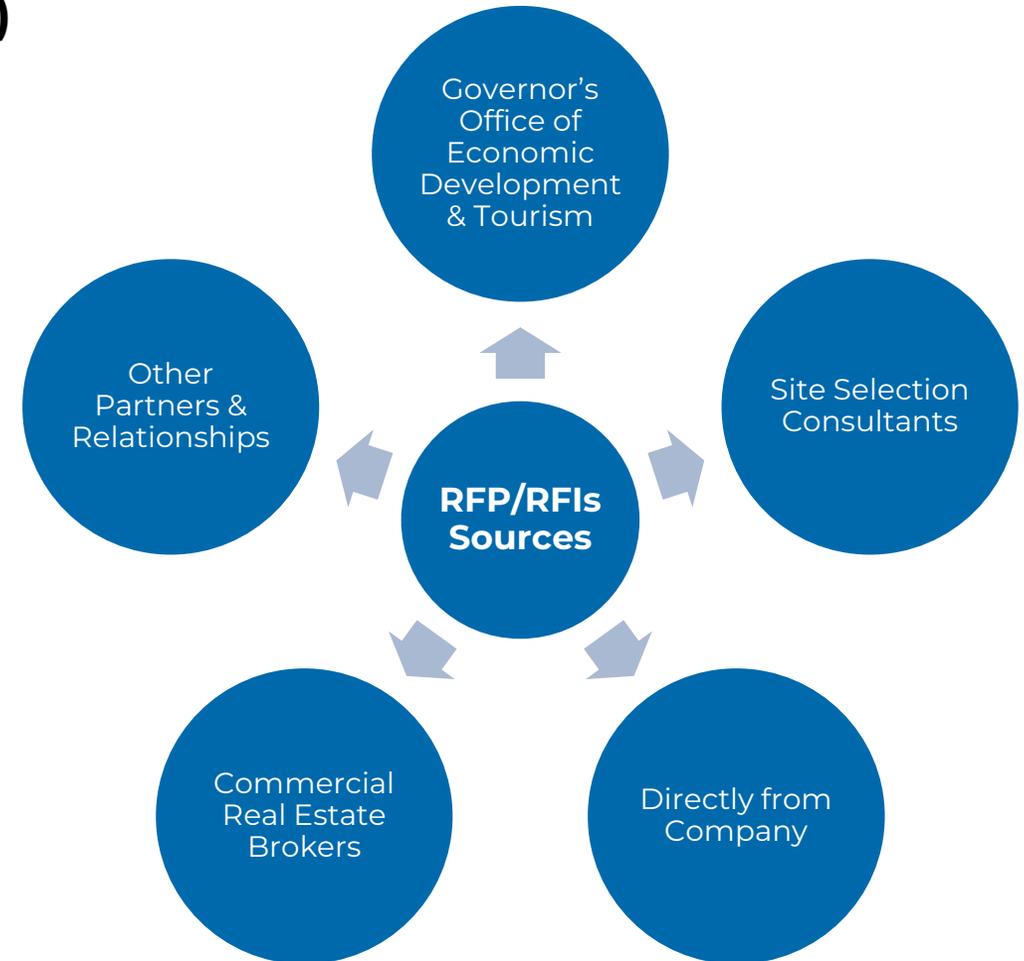
Requests for detailed information about the community including, but not limited to, available sites, maps, utilities, infrastructure, and workforce demographics

48

RFP/RFIs RESPONDED
TO IN 2021

29

RFP/RFIs RESPONDED
TO IN 2020



MARKETING INITIATIVES

REPORT FROM PRESIDENT & CEO

MARKETING CUSTOMERS

EXTERNAL

- Abilene Residents
- City Council
- Taylor County Commissioners Court
- Dyess Air Force Base
- Site Consultants
- Real Estate Executives
- Developers
- Entrepreneurs
- Existing Businesses
- Existing Companies With DCOA Contracts
- Prospective Companies in Target Industries
- Media
- Higher Education Institutions
- Labor Force

INTERNAL

- DCOA – Board & Team Members
- DevelopAbilene Partner Organizations – Boards & Team Members

**RESOLUTION APPROVING AN
AGREEMENT WITH
PROJECT BACKBONE**

RESOLUTION NO. DCOA-2022.12

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) AUTHORIZING AN INCENTIVE FOR PROJECT BACKBONE (“COMPANY”).

WHEREAS, Company will expand its product line and install new equipment to increase productivity at its facility (the “Facility”) in Abilene, Texas and Company will retain 174 full-time employees (“FTEs”) over a 5-year period; and,

WHEREAS, the DCOA’s staff requests the DCOA’s Board of Directors approve an incentive for Project Backbone in an amount up to \$400,000; and,

WHEREAS, the DCOA's Board of Directors finds that Project Backbone (a) creates and/or retains primary jobs, and (b) is suitable for the development, retention or expansion of a manufacturing and industrial facility, and/or any other facilities described in Section 501.101(2) of the Texas Local Government Code.

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

PART 1. DCOA hereby authorizes an incentive package for Project Backbone in an amount not to exceed \$400,000 in exchange for the Company’s retention of 174 FTEs and capital investment of \$3,360,125 at the end of a 5-year period. The incentive package will be up to \$400,000, funded at 12% of the Company’s actual capital investment for the expansion of its product line and installation of new equipment at the Facility.

PART 2. The funding commitment authorized under this Resolution shall expire without notice 180 days from the date of adoption of same unless all required documents and agreements are executed prior to that expiration date or the funding commitment herein is extended in writing by the DCOA’s President (“**President**”) prior to the expiration date.

PART 3. The President is hereby authorized to, on behalf of the DCOA, negotiate, enter into and execute all agreements, make the expenditures described above, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above.

PART 4. This Resolution takes effect immediately upon passage.

ADOPTED this the 27th day of January, 2022.

ATTEST:

Secretary/Treasurer

Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

Industry – Manufacturing | Metal Fabrication

Project Type – Business Expansion

Company Background

- Manufacturer of large steel fabrications and precision manufacturer of structures, equipment, and components for renewable energy
- Established Abilene facility in 2008
- Publicly traded company
- Markets supported across the United States: power generation, oil & gas, renewable energy, mining, heavy construction, defense, steel, marine, and paper & pulp

Project Summary

- Capital Investment = \$3,361,125
- Job Retention = 174
 - Average Salary = \$64,109

**RESOLUTION (I) AUTHORIZING AN
AMENDMENT TO THE DCOA'S
INVESTMENT POLICY AND (II)
ACKNOWLEDGING COMPLETION OF
THE DCOA'S ANNUAL REVIEW OF THE
INVESTMENT POLICY**

RESOLUTION NO. DCOA-2022.09

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”), APPROVING AND ADOPTING AN AMENDED AND RESTATED INVESTMENT POLICY AND ACKNOWLEDGING COMPLETION OF ITS ANNUAL REVIEW OF THE INVESTMENT POLICY.

WHEREAS, as set forth in the DCOA’s Investment Policy, the DCOA has completed its annual review of the Investment Policy and after completing its review, the DCOA desires to approve and adopt an Amended and Restated Investment Policy for the investment practices of the DCOA.

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

- PART 1.** The DCOA has completed its annual review of the Investment Policy.
- PART 2.** The DCOA approves and adopts the attached Amended and Restated Investment Policy.
- PART 3.** This Resolution takes effect immediately upon passage.

ADOPTED this the 27th day of January, 2022.

ATTEST:

Secretary/Treasurer

Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

DEVELOPMENT CORPORATION OF ABILENE, INC.
AMENDED AND RESTATED INVESTMENT POLICY

ARTICLE I
PURPOSE AND NEED FOR POLICY

In accordance with Chapter 2256 of the Texas Government Code, as amended, (the “**Public Funds Investment Act**”), this Amended and Restated Investment Policy (this “**Investment Policy**”) provides for rules governing the investment practices of the Development Corporation of Abilene, Inc. (the “**DCOA**”) and defines the authority of the DCOA’s investment officers. This Investment Policy addresses the methods, procedures and practices which must be exercised to ensure effective and prudent fiscal management of the DCOA’s funds.

As allowed under the Public Funds Investment Act and this Policy, it is the goal of the DCOA to handle funds in a way which will provide the highest investment on return with the maximum security while meeting daily cash flow demands.

This Investment Policy applies to all financial assets and funds held by the DCOA.

ARTICLE II
SCOPE

This Investment Policy applies to the investment and management of all public funds in the custody of the DCOA that the DCOA has authority to invest under the Public Funds Investment Act (the “**Fund Balance**”).

A. These funds are accounted for in the DCOA’s financial statements.

This Investment Policy shall apply to all transactions involving the financial assets and related activity of all the foregoing funds.

B. This Investment Policy excludes:

- (1) Employee Retirement funds;
- (2) Employee Health Care funds; and
- (3) Employee accrued vacation and sick time.

C. Review and Amendment

The DCOA’s Board of Directors (the “**Board**”) shall review this Investment Policy and the Investment Strategy (defined hereinafter) not less than annually and adopt a written resolution stating the review has been completed and recording any changes made to either this Investment Policy or the Investment Strategy.

ARTICLE III PRUDENCE

Investments shall be made with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived.

In determining whether an Investment Officer (defined hereinafter) has exercised prudence with respect to an investment decision, the determination shall be made taking into consideration:

- (1) the investment of all funds, or funds under the DCOA's control, over which the Investment Officer had responsibility rather than a consideration as to the prudence of a single investment; and
- (2) whether the investment decision was consistent with this Investment Policy.

All participants in the investment program will seek to act responsibly as custodians of the public's trust. Investment Officers will avoid any transaction that might impair public confidence in the DCOA's ability to conduct business effectively. Investment Officers shall recognize that the investment portfolio is subject to public review and evaluation. The overall program shall be designed and managed with a degree of professionalism which is worthy of the public's trust. Nevertheless, the DCOA recognizes that in a marketable, diversified portfolio, occasional measured losses are inevitable and must be considered within the context of the overall portfolio's investment rate of return.

ARTICLE IV OBJECTIVES

Investment of funds shall be governed by the following investment objectives, in order of priority: (1) preservation and safety of principal; (2) liquidity; and (3) yield.

A. Preservation and Safety of Principal

Preservation of capital and meeting cash flow demands are the foremost objectives of the DCOA. Each investment transaction shall seek first to ensure that capital losses are avoided.

B. Liquidity

The DCOA's investment portfolio will remain sufficiently liquid to enable the DCOA to meet all operating requirements which can be reasonably anticipated. Liquidity will be achieved by matching investment maturities with forecasted cash flow requirements.

C. Yield

The investment portfolio of the DCOA shall be designed to meet or exceed the average rate of return on 91-day United States Treasury Bills throughout budgetary and economic cycles, considering the DCOA's investment risk constraints and the cash flow characteristics of the portfolio.

ARTICLE V
RESPONSIBILITY AND CONTROL

A. Written Procedures

Management responsibility to establish written procedures for the operation of the investment program consistent with this Investment Policy shall be assigned to the DCOA's President/Chief Executive Officer (the "**President/CEO**") and the DCOA's EVP/Chief Operating Officer ("**EVP/COO**"). Such procedures shall include explicit delegation of authority to persons responsible for the daily cash management operation, the execution of investment transactions, overall portfolio management and investment reporting.

B. Subordinates

All persons involved in investment activities shall be referred to as "**Investment Officers**". No person shall engage in an investment transaction except as provided under the terms of this Investment Policy, the procedures established by the DCOA's President/CEO, the DCOA's EVP/COO, and the explicit authorization by the President/CEO to withdraw, transfer, deposit and invest the DCOA's funds. The President/CEO, EVP/COO, and Investment Officers shall be responsible for all transactions undertaken and shall establish a system of controls to regulate the activities of subordinate officials.

C. Internal Controls

Internal controls shall be designed to prevent losses of public funds arising from fraud, employee error, misrepresentation by third parties, unanticipated changes in financial markets, or imprudent actions by Investment Officers. Controls deemed most important would include control of collusion, separation of duties, third-party custodial safekeeping, clear delegation of authority, written confirmation of telephone transactions, minimizing the number of authorized Investment Officers, and documentation of and rationale for investment transactions.

In conjunction with the DCOA's annual independent financial audit, a compliance audit of management controls on investments and adherence to this Investment Policy and the Investment Strategy shall be performed by the DCOA's independent auditor.

D. Ethics and Conflicts of Interest

An Investment Officer of the DCOA who has a personal business relationship with a business organization offering to engage in an investment transaction with the DCOA shall file a statement disclosing that personal business interest. An Investment Officer who is related within the second degree of affinity or consanguinity, as determined under Chapter 573 of the Texas Government Code, to an individual seeking to sell an investment to the DCOA shall file a statement disclosing that relationship. Any statements required to be filed under this Article shall be filed with the Texas Ethics Commission and the Board. For purposes of this Investment Policy, an Investment Officer has a personal business relationship with a business organization if:

- (1) the Investment Officer owns 10 percent or more of the voting stock or shares of the business organization or owns \$5,000 or more of the fair market value of the business organization;
- (2) funds received by the Investment Officer from the business organization exceed 10 percent of the Investment Officer's gross income for the previous year; or
- (3) the Investment Officer has acquired from the business organization during the previous year investments with a book value of \$2,500 or more for the personal account of the Investment Officer.

Investment Officers shall not utilize investment advice concerning specific securities or classes of securities obtained in the transaction of the DCOA's business for personal investment decisions, will in all respects subordinate their personal investment transactions to those of the DCOA, particularly with regard to the timing of purchase and sales and will keep all investment advice obtained on behalf of the DCOA and all transactions contemplated and completed by the DCOA confidential, except when disclosure is required by law.

E. Investment Training Requirements

The DCOA's President/CEO, EVP/COO, Chief Financial Officer, Treasurer, ~~Finance Manager~~Controller, and Investment Officers shall attend at least one ten-hour training session from an independent source relating to their investment responsibilities within 12 months after assuming their duties. In addition to this ten-hour requirement, the President/CEO, EVP/COO, ~~Finance Manager~~Controller, and Investment Officers shall receive not less than ten hours of instruction in their investment responsibilities from an independent source at least once during each two-year period beginning on the first day of the DCOA's fiscal year after which the individual last completed their training and ending on the last day of the second fiscal year. For purposes of this Investment Policy, an "*independent source*" from which investment training shall be obtained would include a professional organization or an institute of higher learning. Such training shall include education in investment controls, credit risk, market risk, investment strategies, and compliance with investment laws, including the Public Funds Investment Act. Training under this Section must include education in investment controls, security risks, strategy risks, market risks, diversification of investment portfolio, and compliance with the Public Funds Investment Act.

ARTICLE VI AUTHORIZED INVESTMENTS

- A. Obligations, including letters of credit, of the United States, its agencies, and instrumentalities.
- B. Direct obligations of the State of Texas, its agencies, and instrumentalities that have an investment rating of not less than "A" or its equivalent rating from other rating agencies.
- C. Other obligations, the principal and interest of which are unconditionally guaranteed or

insured by, the State of Texas, the United States, or their respective agencies and instrumentalities.

D. Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than “A” or its equivalent rating from other rating agencies.

E. Certificates of deposit issued by a depository institution that has its main office or branch office in Texas and such certificates of deposit are:

- (1) Guaranteed or insured by the Federal Deposit Insurance Corporation; or
- (2) Secured by obligations described in this Article VI, Sections A through D above.

F. A no-load money market mutual funds if the mutual fund:

- (1) Is registered with and regulated by the Securities and Exchange Commission;
- (2) Provides the DCOA with a prospectus and other information required by the Securities Exchange Act of 1934 (15 U.S.C. Section 78a et seq.) or the Investment Company Act of 1940 (15 U.S.C. Section 80a-1 et seq.); and
- (3) Complies with federal Securities and Exchange Commission Rule 2a-7 (17 C.F.R. Section 270.2a-7), promulgated under the Investment Company Act of 1940 (15 U.S.C. Section 80a-1 et seq.).

G. A no-load mutual fund if the mutual fund:

- (1) Is registered with the Securities and Exchange Commission;
- (2) Has an average weighted maturity of less than two years; and
- (3) Either:
 - (A) Has a duration of one year or more and is invested exclusively in obligations approved by Subchapter A of the Public Funds Investment Act; or
 - (B) Has a duration of less than one year and the investment portfolio is limited to investment grade securities, excluding asset-backed securities.

Only investments authorized by this Investment Policy in this Article VI, Sections A through FG above will be allowed. All other types of investments (whether allowed by the Public Funds Investment Act or not) will be prohibited investments. Additionally, all investments prohibited in the Public Funds Investment Act, Section 2256.009(b) will also be prohibited by the DCOA.

If an investment in the DCOA's portfolio becomes an unauthorized investment due to changes in this Investment Policy or the Public Funds Investment Act, or an authorized investment is rated in a way that causes it to become an unauthorized investment, the Investment Officers of the DCOA shall review the investment and determine whether it would be more prudent to hold the investment until its maturity, or to redeem the investment. The Investment Officers shall consider the time remaining until maturity of the investment, the quality of the investment, and the quality and amounts of any collateral which may be securing the investment in determining the appropriate steps to take. Except as provided by Chapter 2270, the Public Funds Investment Act does not require the DCOA to liquidate investments that were authorized investments at the time of purchase.

An investment that requires a minimum rating under this Investment Policy does not qualify as an authorized investment during the period the investment does not have the minimum rating and the DCOA shall take all prudent measures that are consistent with this Investment Policy to liquidate an investment that does not have the minimum rating. The following procedures shall be used to monitor rating changes in investments: (1) the DCOA will monitor financial news made available over e-mail, the internet, and/or live news reports; and/or (2) the DCOA will utilize its broker/dealers to provide market information and financial news updates. Any rating changes in the DCOA's investments which are required to obtain a minimum rating under this Investment Policy shall be included in the DCOA's report under Article X.

ARTICLE VII PORTFOLIO AND INVESTMENT ASSET PARAMETERS

A. Bidding Process for Investments

It is the policy of the DCOA to require competitive bidding for all investment transactions except for:

- (1) transactions with money market mutual funds (which are deemed to be made at prevailing market rates); and
- (2) treasury and agency securities purchased at issue through an approved broker/dealer.

Bids must be solicited for all other investment transactions. Bids for certificates of deposit may be solicited in writing, electronically or in any combination of those methods.

B. Maximum Maturities

The DCOA will manage its investments to meet anticipated cash flow requirements. Unless matched to a specific cash flow, the DCOA will not directly obtain investments maturing more than three years from the date of purchase.

C. Diversification

The allocation of assets in the portfolios should be flexible depending upon the outlook for the economy. In establishing specific diversification strategies, the following general policies and constraints shall apply.

- (1) To attain sufficient liquidity, the DCOA shall schedule the maturity of its investments to coincide with known disbursements.
- (2) The following maximum limits, by instrument, are established for the DCOA's total portfolio:
 - U.S. Treasury Notes/Bills.....100%
 - Obligations of the United States or its Agencies
& Instrumentalities.....100%
 - Certificates of Deposit.....100%
 - Mutual Funds (see C. (3) below).....100%

- State of Texas Obligations & Agencies.....100%
 - Obligations of States, Agencies, Counties, Cities and other Political Subdivisions.....100%
- (3) The DCOA shall not: (A) invest in the aggregate more than 15 percent of its monthly average Fund Balance, excluding bond proceeds and reserves and other funds held for debt service, in a no-load mutual fund; (B) invest any portion of bond proceeds, reserves and funds held for debt service in a no-load mutual fund; and/or (C) invest its funds or funds under its control, including bond proceeds and reserves and other funds held for debt service, in any one no-load money market mutual fund and/or no-load mutual fund, in an amount that exceeds 10 percent of the total assets of the mutual fund.
- (4) The Board shall review diversification strategies and establish or confirm guidelines on at least an annual basis regarding the percentages of the total portfolio that may be invested in securities other than obligations of the United States or its agencies and instrumentalities. The Board shall review quarterly investment reports and evaluate the probability of market and default risk in various investment sectors as part of its consideration.

D. Delivery versus Payment

Except for mutual funds, the settlement of all transactions shall be made on a delivery versus payment basis.

**ARTICLE VIII
AUTHORIZED BROKER/DEALERS
AND FINANCIAL INSTITUTIONS**

- A. The Investment Committee (defined hereinafter) shall, at least annually, review, revise, and adopt a list of financial institutions and broker/dealers selected by credit worthiness, who are authorized to engage in investment transactions and provide investment services to the DCOA. These firms may include:
- (1) all primary government securities dealers; and
 - (2) those regional broker/dealers who qualify under Securities and Exchange Commission Rule 15c3-1 (17 C.F.R. Section 240.15c3-1) and/or Rule 15c3-3 (17 C.F.R. Section 240.15c3-3), and who meet other financial credit criteria standards in the industry.

The Investment Committee may select up to three firms or use only one firm from the approved list to conduct a portion of the daily DCOA investment business. These firms will be selected based on their competitiveness, participation in agency selling groups, the experience, and background of the salesperson handling the account. The approved broker/dealer list will be reviewed and approved along with this Investment Policy at least annually by the Investment Committee. A written copy of this Investment Policy shall be presented to any business organization offering to engage in an investment transaction with the DCOA.

B. All financial institutions and broker/dealers who desire to become qualified bidders for investment transactions must supply the Investment Officers with the following:

- (1) Audited financial statements;
- (2) Proof of National Association of Securities Dealers certification, unless it is a bank;
- (3) Resumes of all sales representatives who will represent the financial institution or broker/dealer firm in dealings with the DCOA; and
- (4) An executed written instrument, by the qualified representative of the business organization, in a form acceptable to the DCOA and the business organization substantially to the effect that the business organization has received and reviewed this Investment Policy and acknowledges that the business organization has implemented reasonable procedures and controls in an effort to preclude investment transactions conducted between the DCOA and the organization that are not authorized by this Investment Policy, except to the extent that this authorization is dependent on an analysis of the makeup of the DCOA's entire portfolio; requires an interpretation of subjective investment standards; or relates to investment transactions of the DCOA that are not made through accounts or other contractual arrangements over which the business organization has accepted discretionary investment authority.

The Investment Officers and/or the DCOA may not acquire or otherwise obtain any authorized investment described in this Investment Policy from a business organization that has not delivered to the DCOA the instrument required by this Article VIII, Section B(4).

ARTICLE IX COLLATERAL

The DCOA's depository bank shall comply with Chapter 2257 of the Texas Government Code, Collateral for Public Funds, which shall also be required in the DCOA's bank depository contract.

A. Market Value

The Market Value of pledged Collateral must be equal to or greater than 102% of the principal and accrued interest for cash balances in excess of the Federal Deposit Insurance Corporation insurance coverage. The Federal Reserve Bank and the Federal Home Loan Bank are designated as custodial agents for collateral. An authorized DCOA representative will approve and release all pledged collateral. The securities comprising the collateral will be marked to market monthly using quotes by a recognized market pricing service quoted on the valuation date, and the DCOA will be sent reports monthly.

B. Collateral Substitution

Collateralized investments often require substitution of collateral. The safekeeping bank must contact the President/CEO for approval and settlement. The substitution will be approved if its value is equal to or greater than the required collateral value.

C. Collateral Reduction

Should the collateral's market value exceed the required amount, the safekeeping bank may request approval from the President/CEO to reduce collateral. Collateral reductions may be permitted only if the collateral's market value exceeds the required amount.

D. Letters of Credit

Letters of Credit are acceptable collateral for certificates of deposit. Upon the discretion of the President/CEO, a Letter of Credit can be an acceptable collateral for the DCOA funds held by the DCOA's depository bank.

ARTICLE X INVESTMENT REPORTS

A. Reporting Requirements

The Investment Officers shall prepare and submit to the Board a written quarterly investment report, in compliance with Section 2256.023 of the Public Funds Investment Act, of the DCOA's investment transactions for all funds covered by the Public Funds Investment Act. The report shall be submitted to the Board and the Investment Committee within 45 days following the end of the quarter. At a minimum, the report must:

- (1) describe in detail the DCOA's investment position on the date of the report;
- (2) be prepared jointly by all Investment Officers of the entity;
- (3) be signed by each Investment Officer of the entity;
- (4) contain a summary statement of each pooled fund group, if any, that states the:
 - (A) beginning market value for the reporting period;
 - (B) ending market value for the period; and
 - (C) fully accrued interest for the reporting period;
- (5) state the book value and market value of each separately invested asset at the end of the reporting period by the type of asset and fund type invested;
- (6) state the maturity date of each separately invested asset that has a maturity date;
- (7) state the account or fund or pooled group fund in the state agency or local government for which each individual investment was acquired;
- (8) state the DCOA's compliance with its investment portfolio as it relates to:
 - (A) the Investment Strategy expressed or referenced in this Investment Policy;
 - and (B) the relevant provisions of the Public Funds Investment Act; and
- (9) state any rating changes in the DCOA's investments which are required to obtain a minimum rating under this Investment Policy.

B. Investment Records

The ~~Finance Manager~~Controller designated by the President/CEO shall be responsible for the recording of investment transactions and the maintenance of the investment records with reconciliation of the accounting records.

C. Auditor Review

The DCOA's independent external auditor shall formally review the quarterly investment reports annually to ensure compliance with the Public Funds Investment Act and any other applicable state statutes and the results of the review shall be reported to the Board by the auditor.

ARTICLE XI INVESTMENT COMMITTEE

A. Members

The ~~Board will serve as the investment committee in addition to~~ members of the Investment Committee are as follows: (i) the President/CEO; ~~(ii) the EVP/COO, Finance Manager;~~ (iii) the DCOA's Controller; (iv) the DCOA's Treasurer; (v) a member of the Board appointed by the Chairman of the Board; and (vi) any additional Investment Officers (collectively the “**Investment Committee**”). The Investment Committee shall review the DCOA's investment strategies and monitor the results of the investment program annually, or as needed. This review can be done by reviewing the quarterly written reports and by holding committee meetings as necessary. The Investment Committee will be authorized to invite other advisors to attend meetings as needed.

B. Scope

The Investment Committee shall include in its deliberations such topics as economic outlook, investment strategies, portfolio diversification, maturity structure, potential risk to the DCOA's funds, evaluation and authorization of broker/dealers, rate of return on the investment portfolio, and compliance with this Investment Policy. The Investment Committee will also advise the Board of any future amendments to this Investment Policy that are deemed necessary or recommended.

C. Procedures

This Investment Policy shall require the Investment Committee to provide minutes of investment information discussed at any meetings held. The Investment Committee should meet at least annually to discuss the investment program and policies.

ARTICLE XII INVESTMENT STRATEGY

Pursuant to Section 2256.005(d) of the Public Funds Investment Act, the DCOA shall adopt a separate written investment strategy (the “**Investment Strategy**”) for each of the funds or group of funds under its control.

This Amended and Restated Investment Policy was adopted the ~~31st~~27th day of ~~March, 2021~~January, 2022 by DCOA Resolution ~~2021-11~~2022.09.

Misty Mayo, President/CEO

**AGREEMENT WITH
ATMOS ENERGY CORPORATION TO
GRANT EASEMENT ON PROPERTY IN
NORTHWEST ABILENE**

RESOLUTION NO. DCOA-2022.10

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) AUTHORIZING THE DCOA TO GRANT AN EASEMENT TO ATMOS ENERGY CORPORATION (“COMPANY”).

WHEREAS, Company has requested that the DCOA grant the Company a Pipeline Easement (the “**Easement**”) on the property set forth on **Exhibit A**, attached hereto and fully incorporated herein (the “**Property**”); and,

WHEREAS, the DCOA’s staff requests that the DCOA’s Board of Directors approve the grant of the Easement to Company.

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

PART 1. DCOA hereby authorizes and approves of the grant of the Easement to Company and the DCOA’s President (“**President**”) be and hereby is authorized, on behalf of the DCOA, to negotiate, enter into and execute the Easement and/or any amendments to the Easement, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above including, but not limited to, revising the legal description of the Property used in any documents granting the Easement to the Company.

PART 2. This Resolution shall expire without notice 180 days from the date of adoption of same unless all required documents and agreements are executed prior to that expiration date or the commitment herein is extended in writing by the President prior to the expiration date.

PART 3. This Resolution takes effect immediately upon passage.

ADOPTED this the 27th day of January, 2022.

ATTEST:

Secretary/Treasurer

Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

Exhibit A
**75-FOOT ATMOS PIPELINE EASEMENT (TRACT 1),
25-FOOT TEMPORARY WORKSPACE (TRACT 2), AND
VARIABLE WIDTH TEMPORARY WORKSPACE (TRACT 3)**

Situated in
*SECTION 32, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 533 and
SECTION 33, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 354*
Taylor County, Texas

75-FOOT ATMOS PIPELINE EASEMENT (TRACT 1):

BEING a tract of land situated in the T. & P. RR CO. Survey, Abstract No. 533, and the T. & P. RR CO. Survey, Abstract No. 354 Taylor County, Texas; said tract being part of a tract of land described as "Tract 2" in Warranty Deed to Development Corporation of Abilene, Inc. recorded in Volume 2128, Page 366 of the Official Public Records of Taylor County, Texas (O.P.R.T.C.T.); said tract being more particularly described as follows:

COMMENCING, at a 1/2-inch found iron rod at the southeast corner of an unrecorded Atmos Above Ground Facilities Easement near the west line of Wall Street (60' Right-of-Way), from which an Aluminum Disc found at the northeast corner of said Atmos Above Ground Facilities Easement bears North 01 degree, 00 minutes, 10 seconds East, a distance of 100.00 feet;

THENCE, North 88 degrees, 59 minutes, 50 seconds West, along the south line of said Atmos Above Ground Facilities Easement, a distance of 100.00 feet to a point for corner;

THENCE, North 01 degree, 00 minutes, 10 seconds East, along the west line of said Atmos Above Ground Facilities Easement, a distance of 40.00 feet to a point for corner at the **POINT OF BEGINNING**;

THENCE, departing said west line of the Atmos Above Ground Facilities Easement, over and across said "Tract 2" the following bearings and distances:

North 88 degrees, 59 minutes, 50 seconds West, a distance of 2,231.03 feet to a point for corner;

South 39 degrees, 17 minutes, 31 seconds West, a distance of 1,530.60 feet to a point for corner;

South 01 degree, 44 minutes, 37 seconds East, a distance of 425.37 feet to a point for corner in the north line of BNSF Railroad (Variable Width Right-of-Way), the south line of said "Tract 2", and the south line of said T. & P. RR CO. Survey, Abstract No. 354 and the north line of B.S. & F. Survey, Abstract No. 585;

THENCE, South 76 degrees, 40 minutes, 27 seconds West, along said north line of the BNSF Railroad, said south line of "Tract 2", said south line of T. & P. RR CO. Survey, Abstract No. 354 and said north line of B.S. & F. Survey, Abstract No. 585, a distance of 76.56 feet to a point for corner;

THENCE, departing said north line of the BNSF Railroad, said south line of "Tract 2", said south line of T. & P. RR CO. Survey, Abstract No. 354 and said north line of B.S. & F. Survey, Abstract No. 585, over and across said "TRACT 2" the following bearings and distances:

North 01 degree, 44 minutes, 37 seconds West, a distance of 468.81 feet to a point for corner;

North 39 degrees, 17 minutes, 31 seconds East, a distance of 1,595.01 feet to a point for corner;

South 88 degrees, 59 minutes, 50 seconds East, a distance of 2,267.38 feet to a point for corner;

THENCE, South 01 degree, 00 minutes, 10 seconds West, a distance of 75.00 feet to the **POINT OF BEGINNING** and containing 7.333 acres or 319,433 square feet of land, more or less.

**75-FOOT ATMOS PIPELINE EASEMENT (TRACT 1),
25-FOOT TEMPORARY WORKSPACE (TRACT 2), AND
VARIABLE WIDTH TEMPORARY WORKSPACE (TRACT 3)**

Situated in
*SECTION 32, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 533 and
SECTION 33, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 354*
Taylor County, Texas

25-FOOT TEMPORARY WORKSPACE (TRACT 2):

BEING a tract of land situated in the T. & P. RR CO. Survey, Abstract No. 533, and the T. & P. RR CO. Survey, Abstract No. 354 Taylor County, Texas; said tract being part of a tract of land described as "Tract 2" in Warranty Deed to Development Corporation of Abilene, Inc. recorded in Volume 2128, Page 366 of the Official Public Records of Taylor County, Texas (O.P.R.T.C.T.); said tract being more particularly described as follows:

COMMENCING, at a 1/2-inch found iron rod at the southeast corner of an unrecorded Atmos Above Ground Facilities Easement near the west line of Wall Street (60' Right-of-Way), from which an Aluminum Disc found at the northeast corner of said Atmos Above Ground Facilities Easement bears North 01 degree, 00 minutes, 10 seconds East, a distance of 100.00 feet;

THENCE, North 88 degrees, 59 minutes, 50 seconds West, along the south line of said Atmos Above Ground Facilities Easement, a distance of 100.00 feet to a point for corner;

THENCE, North 01 degree, 00 minutes, 10 seconds East, along the west line of said Atmos Above Ground Facilities Easement, passing the northwest corner of said Atmos Above Ground Facilities Easement at a distance of 100.00 feet, continuing over and across said "TRACT 2" a total distance of 115.00 feet to a point for corner at the **POINT OF BEGINNING**;

THENCE, continuing over and across said "Tract 2" the following bearings and distances:

North 88 degrees, 59 minutes, 50 seconds West, a distance of 2,267.38 feet to a point for corner;

South 39 degrees, 17 minutes, 31 seconds West, a distance of 1,595.01 feet to a point for corner;

South 01 degree, 44 minutes, 37 seconds East, a distance of 468.81 feet to a point for corner in the north line of BNSF Railroad (Variable Width Right-of-Way), the south line of said "TRACT 2", the south line of said T. & P. RR CO. Survey, Abstract No. 354 and the north line of B.S. & F. Survey, Abstract No. 585;

THENCE, South 76 degrees, 40 minutes, 27 seconds West, along said north line of the BNSF Railroad, said south line of "Tract 2", said south line of the T. & P. RR CO. Survey, Abstract No. 354 and said north line of the B.S. & F. Survey, Abstract No. 585, a distance of 1.59 feet to a point for corner;

THENCE, North 84 degrees, 30 minutes, 00 seconds West, departing said south line of the T. & P. RR CO. Survey, Abstract No. 354 and said north line of the B.S. & F. Survey, Abstract No. 585 and continuing along said north line of the BNSF Railroad and the south line of "Tract 2", a distance of 23.63 feet to a point for corner;

THENCE, departing said north line of the BNSF Railroad and said south line of "Tract 2", over and across said "Tract 2" the following bearings and distances:

North 01 degree, 44 minutes, 37 seconds West, a distance of 475.51 feet to a point for corner;

**75-FOOT ATMOS PIPELINE EASEMENT (TRACT 1),
25-FOOT TEMPORARY WORKSPACE (TRACT 2), AND
VARIABLE WIDTH TEMPORARY WORKSPACE (TRACT 3)**

Situated in
*SECTION 32, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 533 and
SECTION 33, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 354*
Taylor County, Texas

North 39 degrees, 17 minutes, 31 seconds East, a distance of 1,616.49 feet to a point for corner;

South 88 degrees, 59 minutes, 50 seconds East, a distance of 2,279.49 feet to a point for corner;

South 01 degrees, 00 minutes, 10 seconds West, a distance of 25.00 feet to the **POINT OF BEGINNING** and containing 2.497 acres or 108,790 square feet of land, more or less.

VARIABLE WIDTH TEMPORARY WORKSPACE (TRACT 3):

BEING a tract of land situated in the T. & P. RR CO. Survey, Abstract No. 354 Taylor County, Texas; said tract being part of a tract of land described as "Tract 2" in Warranty Deed to Development Corporation of Abilene, Inc. recorded in Volume 2128, Page 366 of the Official Public Records of Taylor County, Texas (O.P.R.T.C.T.); said tract being more particularly described as follows:

COMMENCING, at a 1/2-inch found iron rod at an interior corner on the southernmost east line of said "Tract 2" and the northwest corner of a tract of land described as "Tract A" in Special Warranty Deed to Gary and Marilu Corpian, recorded in Volume 2581, Page 697 (O.P.R.T.C.T.);

THENCE, South 00 degrees, 59 minutes, 01 seconds West, along said southernmost east line of "Tract 2", the west line of said "Tract A" and the west line of Main Street, a distance of 1,346.51 feet to a 1/2-inch found iron rod in said west line of Main Street and in the north line of BNSF Railroad (Variable Width Right-of-Way), at the southeast corner of said "Tract 2" and the southwest corner of said "Tract A";

THENCE, North 84 degrees, 29 minutes, 59 seconds West, departing said west line of Main Street, along said north line of the BNSF Railroad and the south line of said "Tract 2", a distance of 1,527.80 feet to a point for corner in the south line of said T. & P. RR CO. Survey, Abstract No. 354 and the north line of B.S. & F. Survey, Abstract No. 585;

THENCE, South 76 degrees, 40 minutes, 27 seconds West, along said north line of the BNSF Railroad, said south line of "Tract 2", said south line of the T. & P. RR CO. Survey, Abstract No. 354 and said north line of the B.S. & F. Survey, Abstract No. 585, a distance of 28.00 feet to a point for corner at the **POINT OF BEGINNING**;

THENCE, South 76 degrees, 40 minutes, 27 seconds West, continuing along said north line of the BNSF Railroad, said south line of "Tract 2", said south line of the T. & P. RR CO. Survey, Abstract No. 354 and said north line of the B.S. & F. Survey, Abstract No. 585, a distance of 48.79 feet to a point for corner;

THENCE, departing said north line of the BNSF Railroad and the south line of said "Tract 2" and said south line of the T. & P. RR CO. Survey, Abstract No. 354 and said north line of the B.S. & F. Survey, Abstract No. 585, over and across said "TRACT 2" the following bearings and distances:

North 01 degrees, 44 minutes, 37 seconds West, a distance of 425.37 feet to a point for corner;

South 40 degrees, 50 minutes, 07 seconds East, a distance of 61.19 feet to a point for corner;

**75-FOOT ATMOS PIPELINE EASEMENT (TRACT 1),
25-FOOT TEMPORARY WORKSPACE (TRACT 2), AND
VARIABLE WIDTH TEMPORARY WORKSPACE (TRACT 3)**

Situated in
*SECTION 32, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 533 and
SECTION 33, BLOCK 16, T. & P. RR CO. Survey, Abstract Number 354*
Taylor County, Texas

South 03 degrees, 10 minutes, 41 seconds East, a distance of 368.20 feet to the **POINT OF BEGINNING** and containing 0.391 acres or 17,048 square feet of land, more or less.

The Basis of Bearing is the Texas Coordinate System of 1983, North Central Zone (4202), NAD83 (2011).

This metes and bounds description is accompanied by an exhibit of even date.

 2020-06-18
D. Trent Busch Date

Registered Professional Land Surveyor No. 6719
Halff Associates, Inc.
1201 N. Bowser Road, Richardson, TX 75081
(214) 346-6200
TBPLS Firm No. 10029600



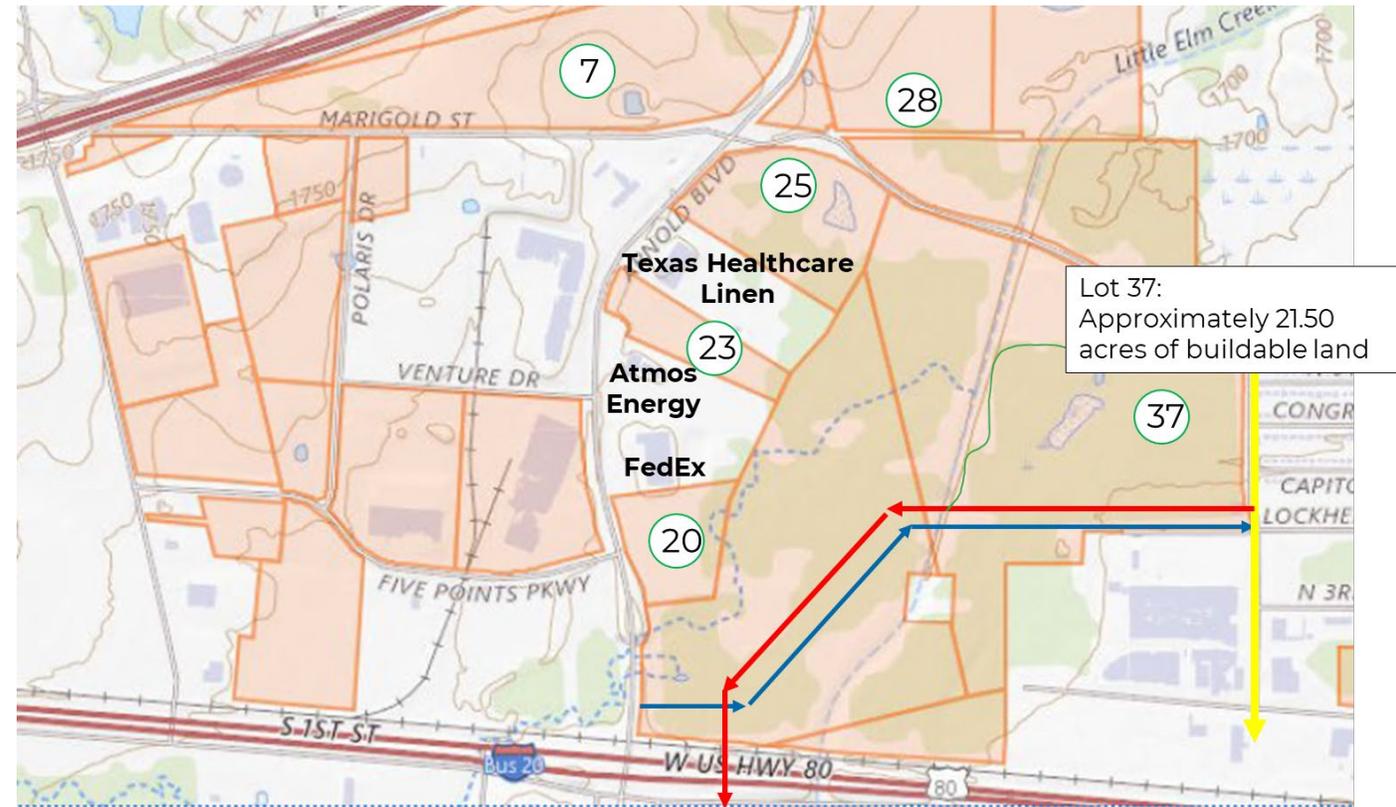
ATMOS ENERGY EASEMENT

Proposed Easement

- New gas pipeline installation
- Proposed Easement = 7.333 Acres
- Will occupy an additional 2.844 acres for temporary workspace and will be returned to the DCOA upon completion of the pipeline
- Adjacent to Five Points Business Park
 - Little Elm Creek (between North Arnold Boulevard & Wall Street – Lot 37)

Map Legend:

DCOA Property	
Approved 2013 Easement	
Proposed 2022 Easement	
Pipeline Being Abandoned	



Pipeline drawings are approximate based on information from Atmos Energy and confirmed by Enprotec / Hibbs & Todd (eHT)