

**CITY OF WINDCREST ECONOMIC DEVELOPMENT CORPORATION
BOARD OF DIRECTORS**

Regular Meeting

**August 8, 2013
6:00 P.M.**

Windcrest City Hall

NOTICE IS HEREBY GIVEN THAT A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE WINDCREST ECONOMIC DEVELOPMENT CORPORATION (WEDC) WILL BE HELD AT WINDCREST CITY HALL, 8601 MIDCROWN, WINDCREST, TEXAS ON THE 8th DAY OF AUGUST 2013 STARTING APPROXIMATELY 6:00 P.M. DURING THE MEETING, THE BOARD WILL CONSIDER, DELIBERATE AND MAY TAKE ACTION UPON ANY OF THE SUBJECTS LISTED BELOW.

Vision Statement: Nourish and develop a vibrant community that consistently pushes the limits.

Mission Statement: Facilitate interaction between business, city and other community organizations to nourish the economic health and well being of Windcrest, its citizens and the region.

Request all pagers and cell phones be turned off, except emergency on-call personnel. Citizens are asked to refrain from talking during proceedings unless recognized by the Presiding Officer.

CITIZEN COMMUNICATION: AS A COURTESY TO CITIZENS IN ATTENDANCE, AND AT THE DISCRETION OF THE PRESIDING OFFICER OF THE MEETING, CITIZENS WILL BE GIVEN A REASONABLE OPPORTUNITY TO STATE THEIR COMMENTS OR ASK QUESTIONS REGARDING ANY ITEM ON THE AGENDA, AND PRIOR TO THE BOARD TAKING ACTION ON ANY ACTION ITEMS LISTED. THE BOARD REQUESTS COMMENTS BE BRIEF, TO THE POINT, AND NO LONGER THAN 5 MINUTES. TIME CANNOT BE YIELDED TO ANOTHER SPEAKER.

Consistent with Windcrest City Council Resolution No. 292, the WEDC Board elects to audio and video record its meetings. The recordings are preserved electronically as the official minutes of its meetings.

I. Call To Order

1. Determination of a Quorum
2. Pledge of Allegiance
3. Prayer
4. Vote to consider the excuse of absent board member(s), if applicable

II. Visitors/Presentations

1. Jamie Kinch, Director of Real Estate at Rackspace, will give a presentation on the design of the Rackspace Park, Signage, Landscaping.(Att. 1)
2. Jim Bray , Vice President of Don McCrary & Associates, will give a presentation on the current status of the Racker Road project and discuss Change Order #9 and status of the punch list.(Att. 2)
3. Robert Colunga, Interim Executive Director, will give an update on the WEDC and director's report. (Att. 3)

III. Citizens to be Heard

IV. Discussion

None.

V. Discuss and Act

1. The WEDC Board of Directors will discuss and may take action to formally approve Change Order No. 9 for \$7,680.00 as requested by J3 and to be addressed by Jim Bray of Don McCrary & Associates, Inc. (Att. 2)
2. The WEDC Board of Directors will discuss and may take action to recommend that the City of Windcrest City Council pass a resolution to continue the establishing the city's election to be eligible to participate in tax abatements and its intent to designate a reinvestment zone for Windsor Park Mall and provide certain tax abatements in the city; adopting guidelines and criteria governing tax abatement agreements by the city; calling a public hearing; and other matters in connection therewith.(Att. 4)

VI. Executive Session

None

VII. General Announcements and Future Agenda Items Requested

VIII. Adjournment

I, the undersigned authority, do hereby certify that the above Notice of Meeting of the Board of Directors of the WEDC is a true and correct copy of said Notice and I posted a true and correct copy of said Notice on the bulletin board at the Windcrest City Hall in a convenient place to the public. Said Notice was posted 72 hours prior to the 8th of August 2013.

By: _____
Kelly Rodriguez, City Secretary

I certify that the attached notice and agenda of items considered by the WEDC Meeting was removed by me from the City Hall bulletin board on the 8th of August 2013.

By: _____
Kelly Rodriguez, City Secretary

Attachment #1



What is a Rack ER?

We live in incredible times.
and we want customers who concur.



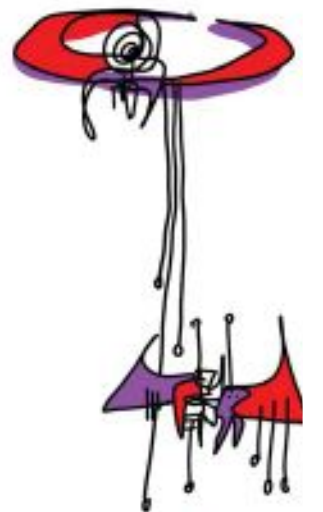
Rackspace.com

Stay ahead
of the culture
by creating
the culture.



Rackspace.com

if you're just here
for the paycheck,
don't expect to
last long...



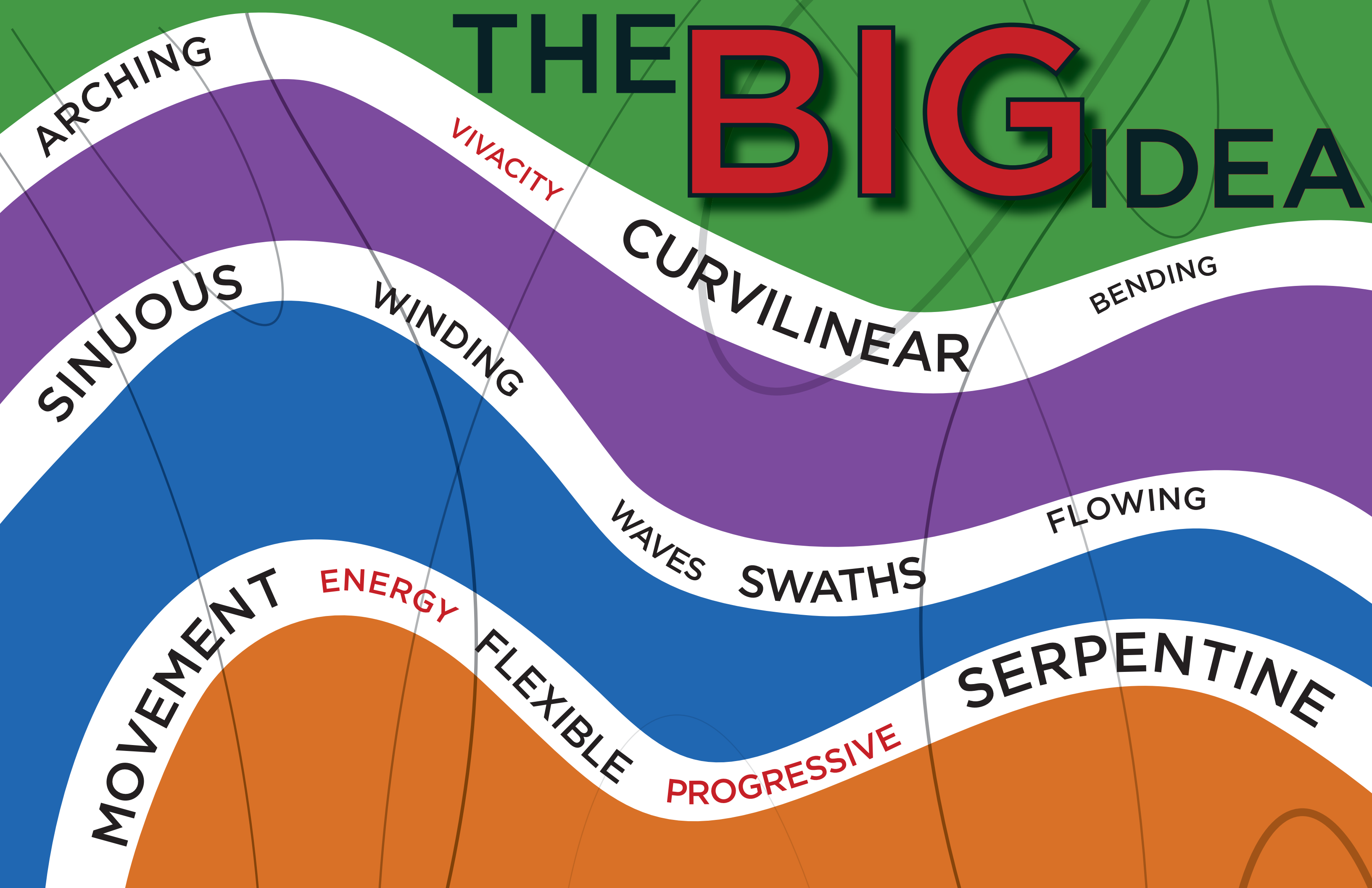
Racker core values

- We offer **FANATICAL** Support - 24/7/365
- We put results first - by delivering '**substance** over flash'
- We're committed to **greatness** - in everything we do
- We provide full disclosure and **transparency** - even if we make a mistake
- We're **passionate** about our work- and to doing things **better**
- We treat fellow Rackers like **friends** and **family**- and we'll do the same to you

don't be normal.



THE BIG IDEA

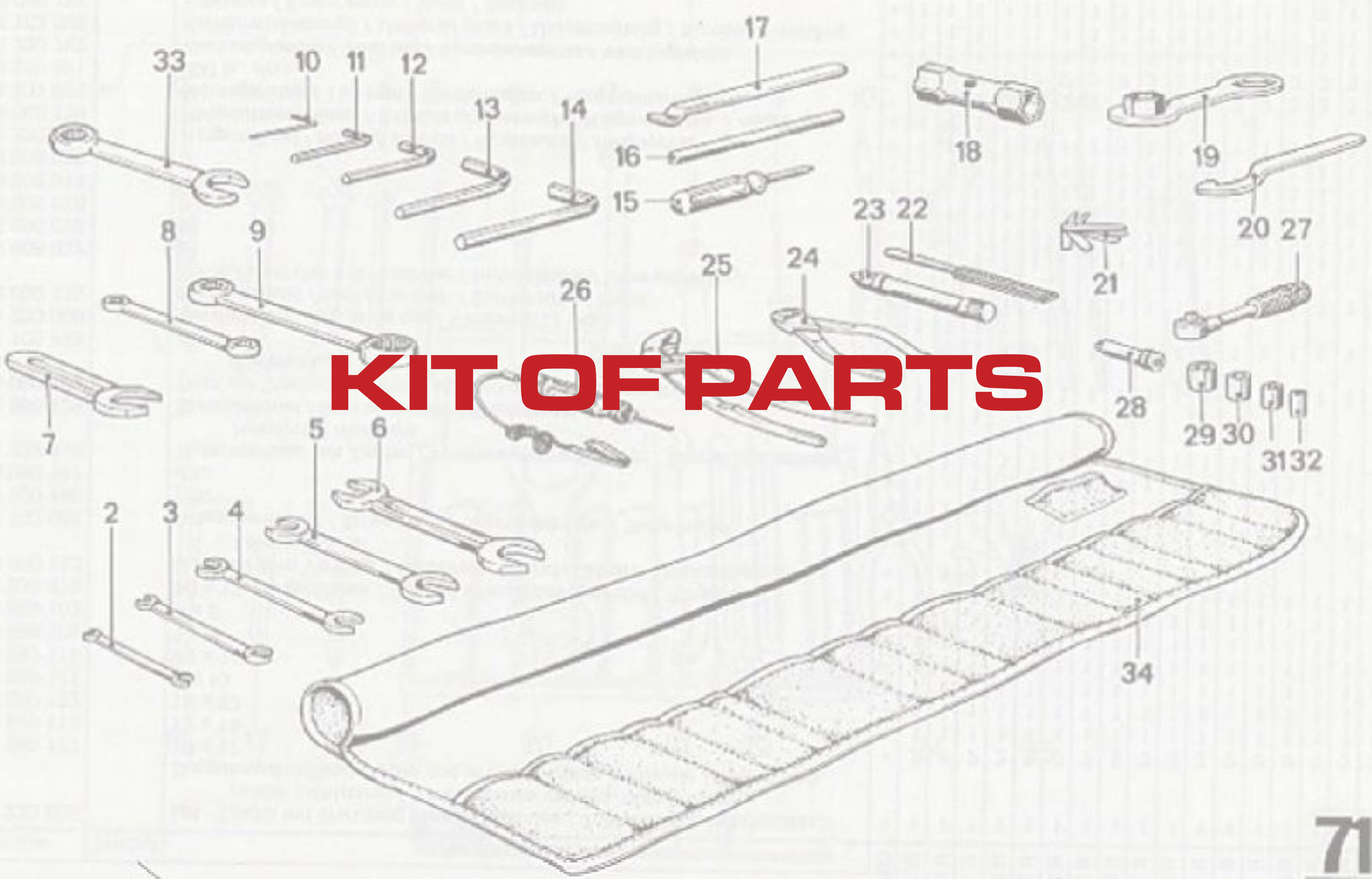






WHAT'S THE BRAND





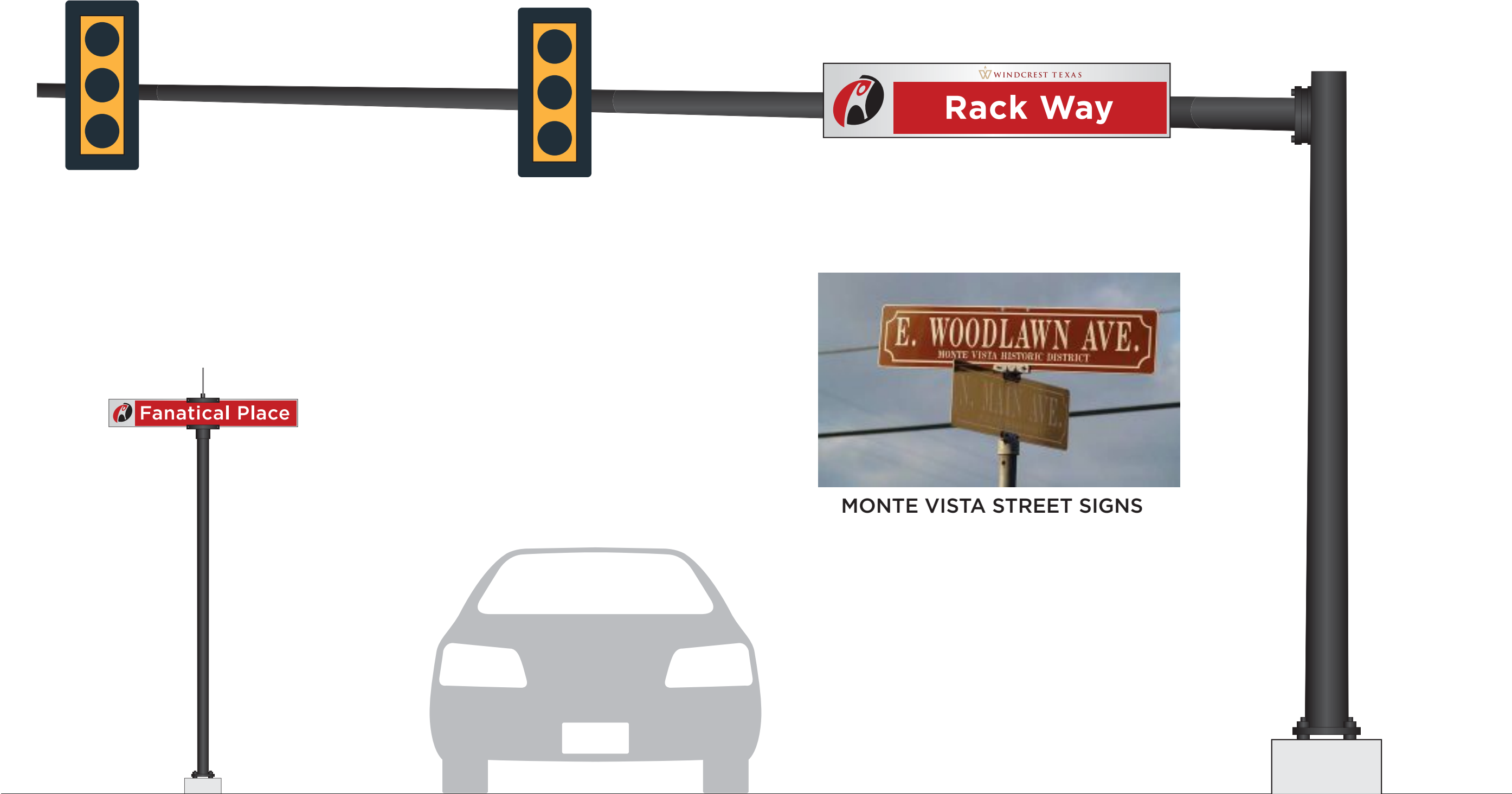
KIT OF PARTS



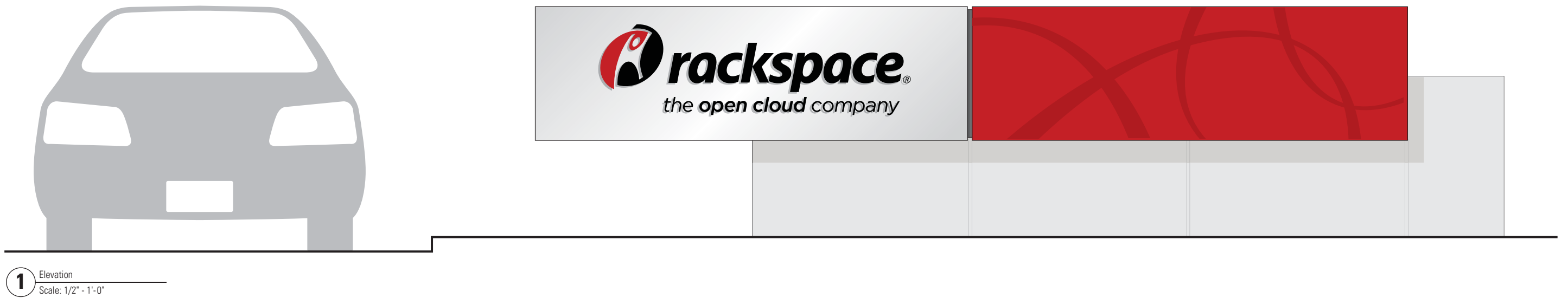
Primary Directional Signage



Secondary Directional Signage



Roadway Signage



Entry Signage



Windsor
Park Mall

 rackspace
THE SMART CHOICE™ COMPANY

SHOPPING & RECEIVING →



Roy Lichtenstein type type
cloud pop art print

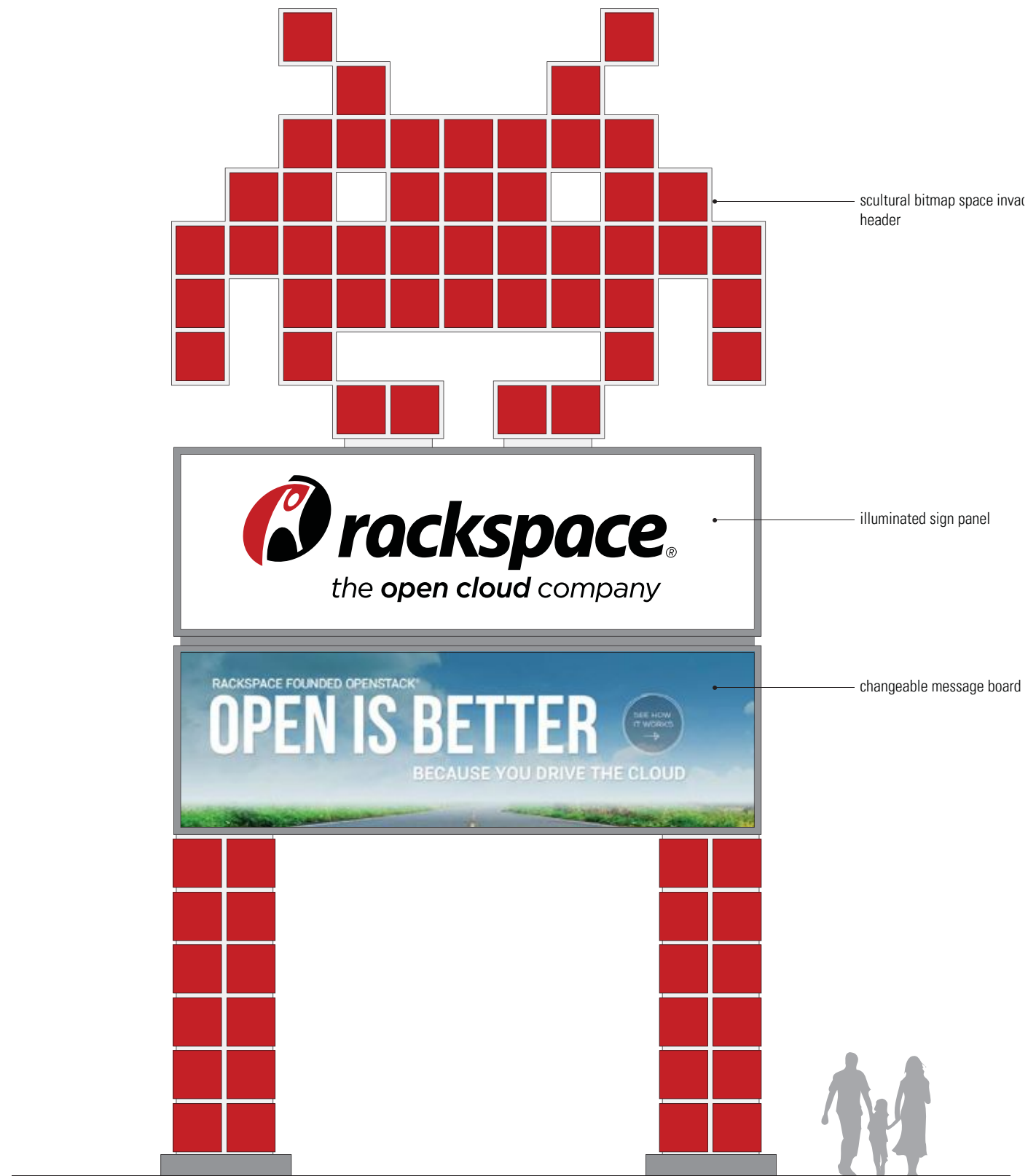


illuminated sign panel



changeable message board





2 Pylon Option 2
Scale: 1/8" = 1'-0"

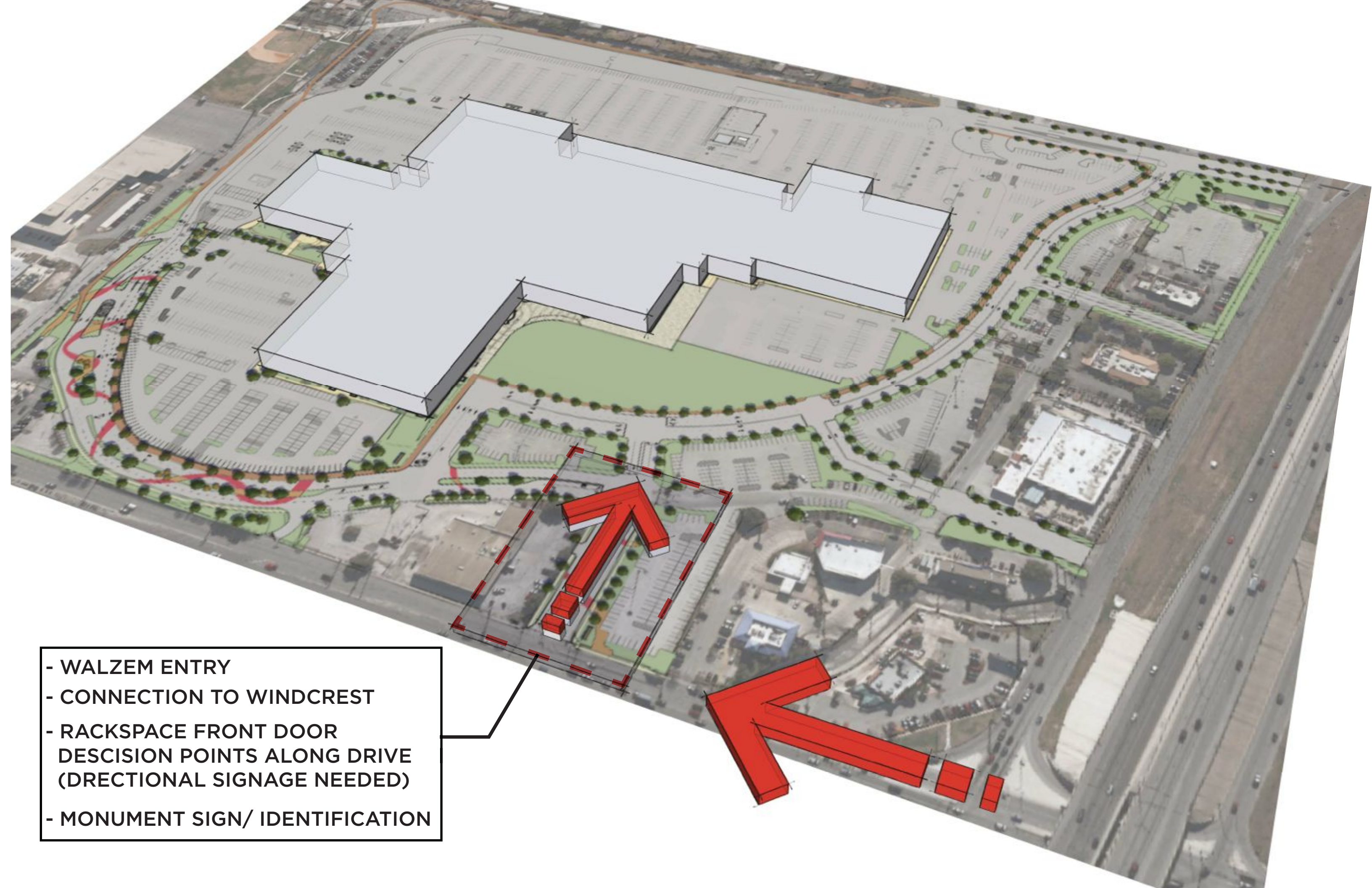


3 Pylon Option 3
Scale: 1/8" = 1'-0"

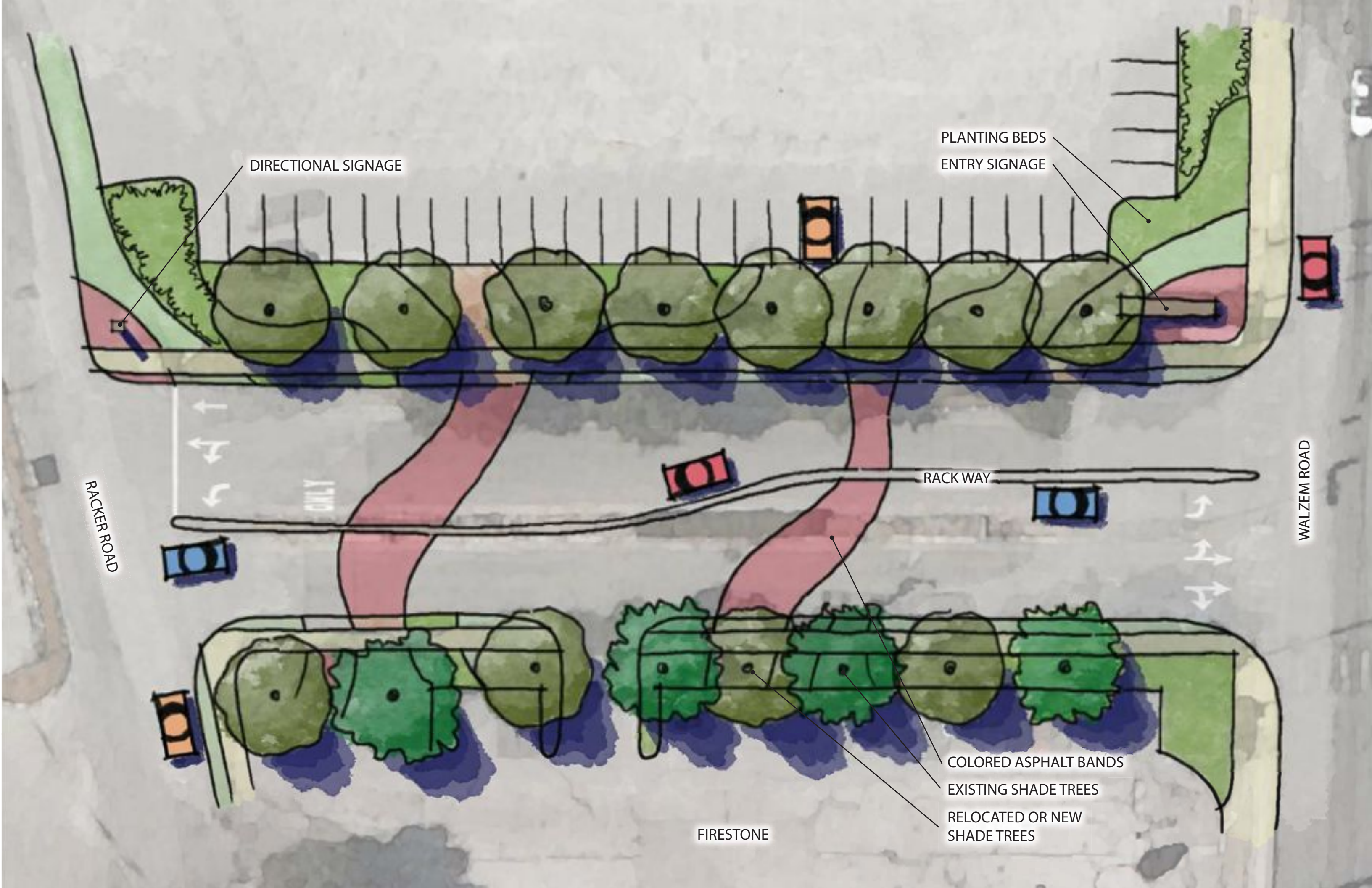




How do
VISITORS
get
HERE ?

- 
- WALZEM ENTRY
 - CONNECTION TO WINDCREST
 - RACKSPACE FRONT DOOR
DESCISION POINTS ALONG DRIVE
(DIRECTIONAL SIGNAGE NEEDED)
 - MONUMENT SIGN/ IDENTIFICATION





DIRECTIONAL SIGNAGE

PLANTING BEDS

ENTRY SIGNAGE

RACK WAY

COLORED ASPHALT BANDS

EXISTING SHADE TREES

RELOCATED OR NEW
SHADE TREES

FIRESTONE

RACKER ROAD

WALZEM ROAD



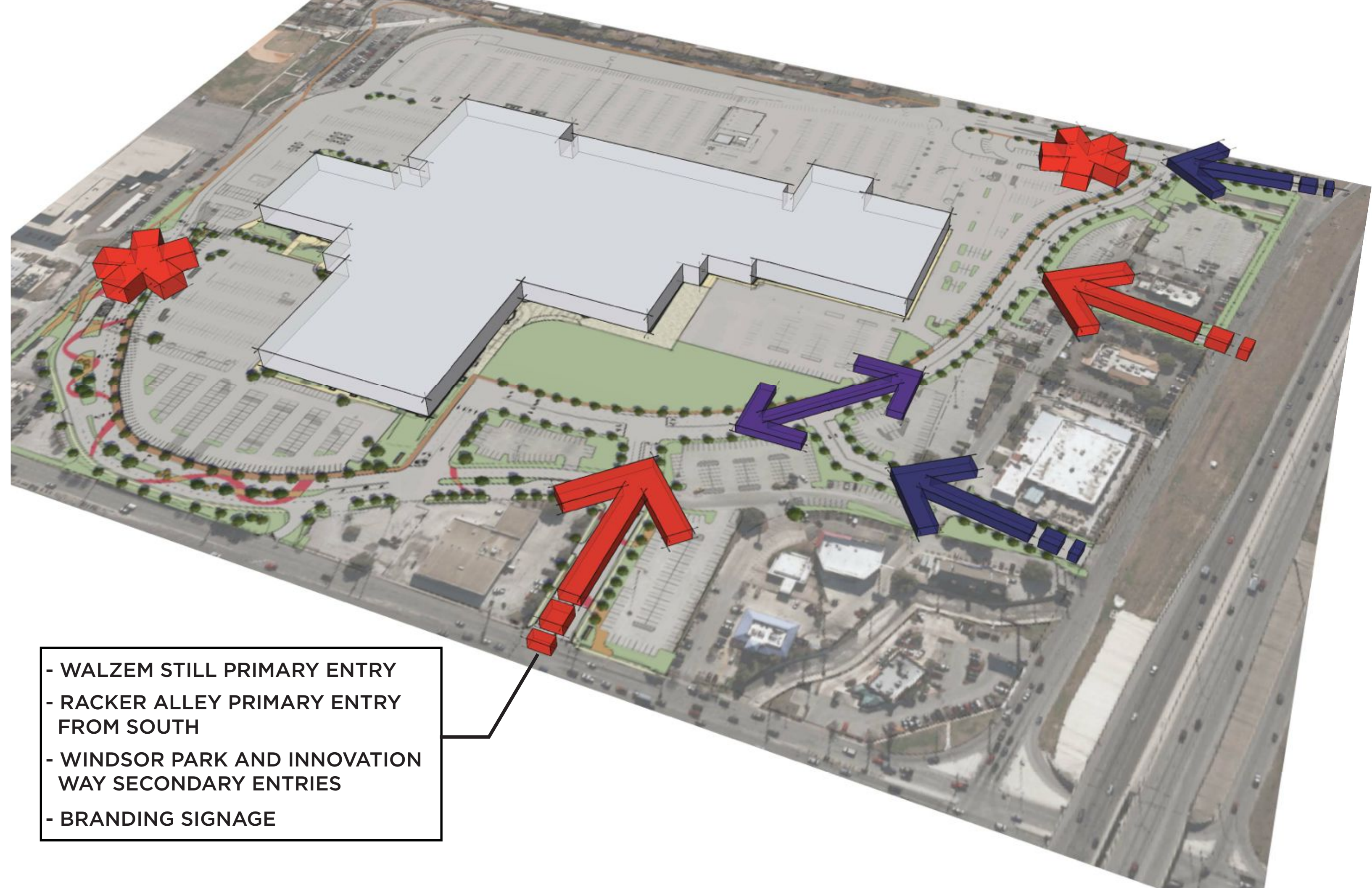
How do

RACKERS

get

HERE





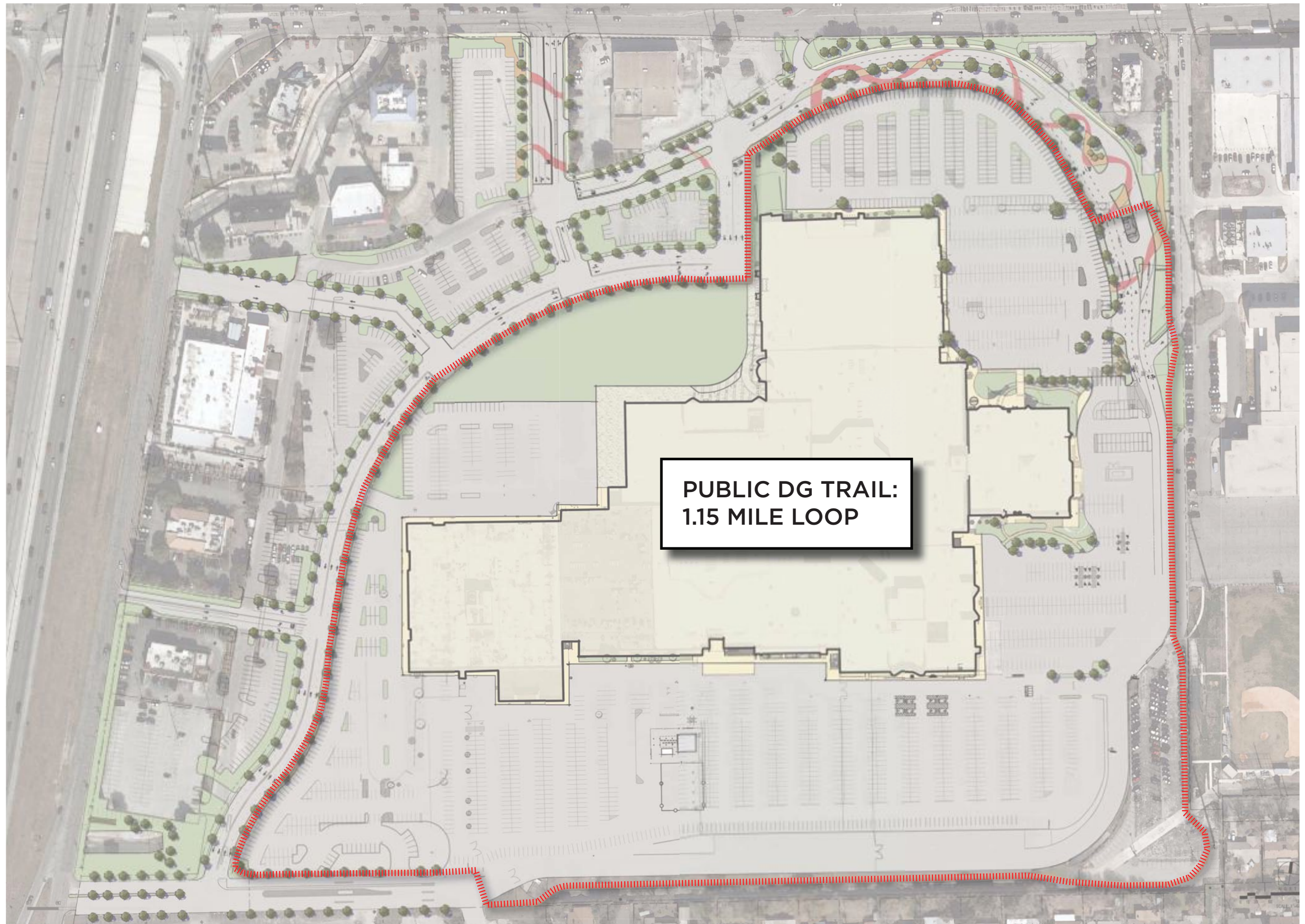
- WALZEM STILL PRIMARY ENTRY
- RACKER ALLEY PRIMARY ENTRY FROM SOUTH
- WINDSOR PARK AND INNOVATION WAY SECONDARY ENTRIES
- BRANDING SIGNAGE

RACKER ROAD EXPERIENCE

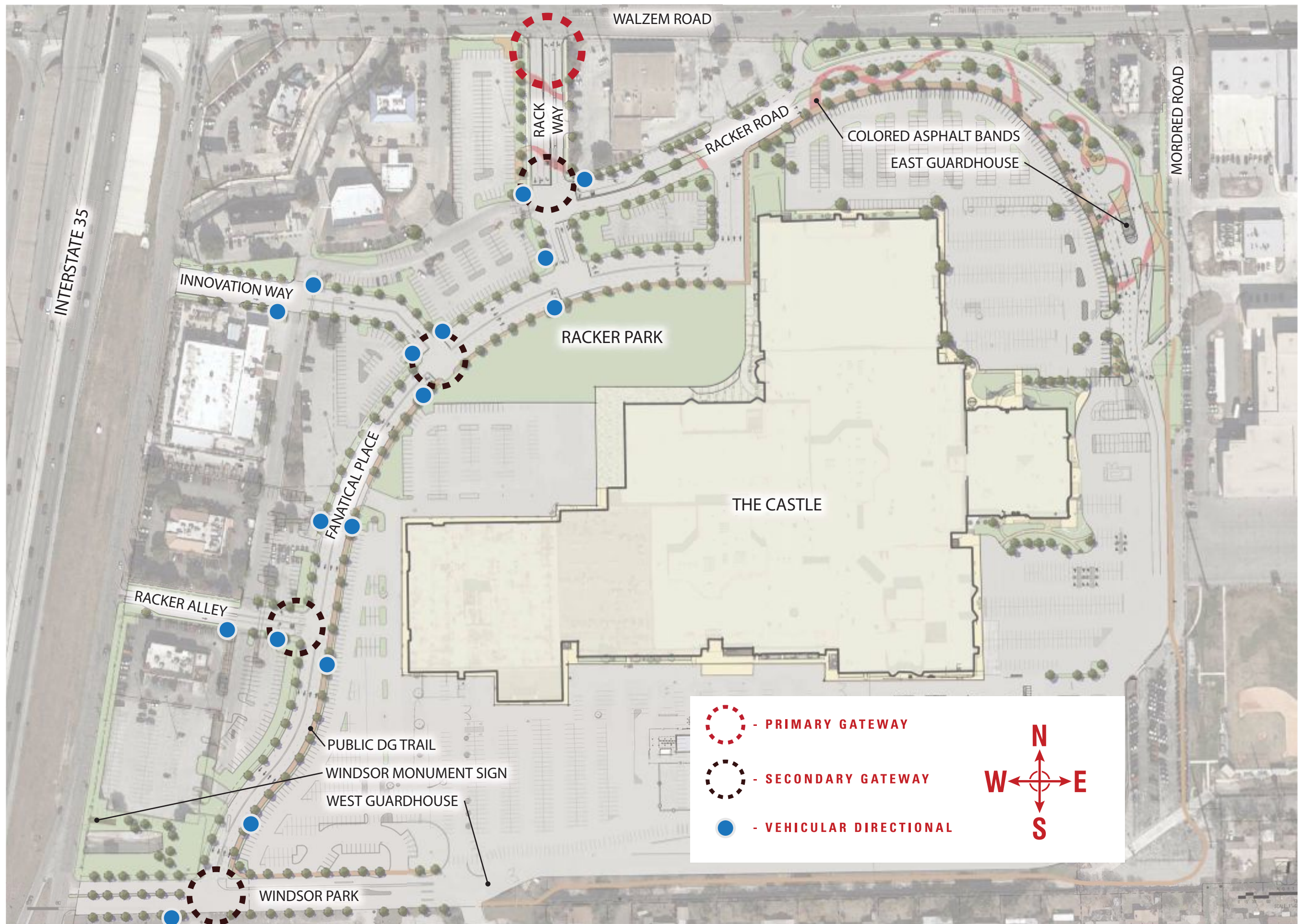


FANATICAL PLACE EXPERIENCE





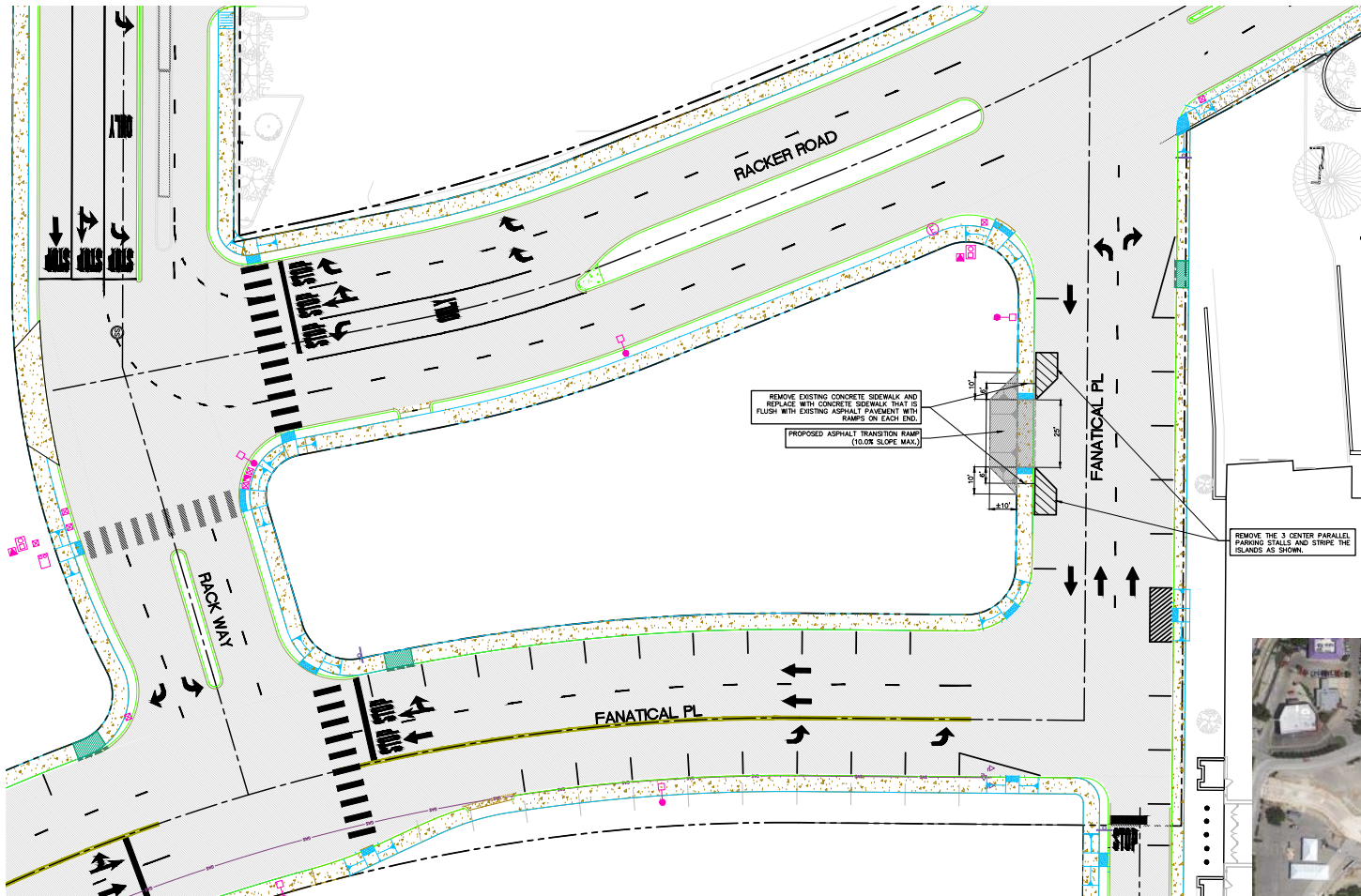
**PUBLIC DG TRAIL:
1.15 MILE LOOP**



Agenda

1. Parking access to the north pad site
2. Landscaping maintenance costs for Racker road
3. Racker Road update: Lights, signals and sequencing
4. Fencing and screening plan for the site
5. Roosevelt Parking Lot
6. Events
 - Windcrest Community
 - Rackspace Events
7. Windcrest feedback on:
 - Signage plan package and associated costs
 - Landscape plan and associated costs
 - Mall sign
 - Rackspace park plan

Parking access to the north pad site



Fencing and Screening



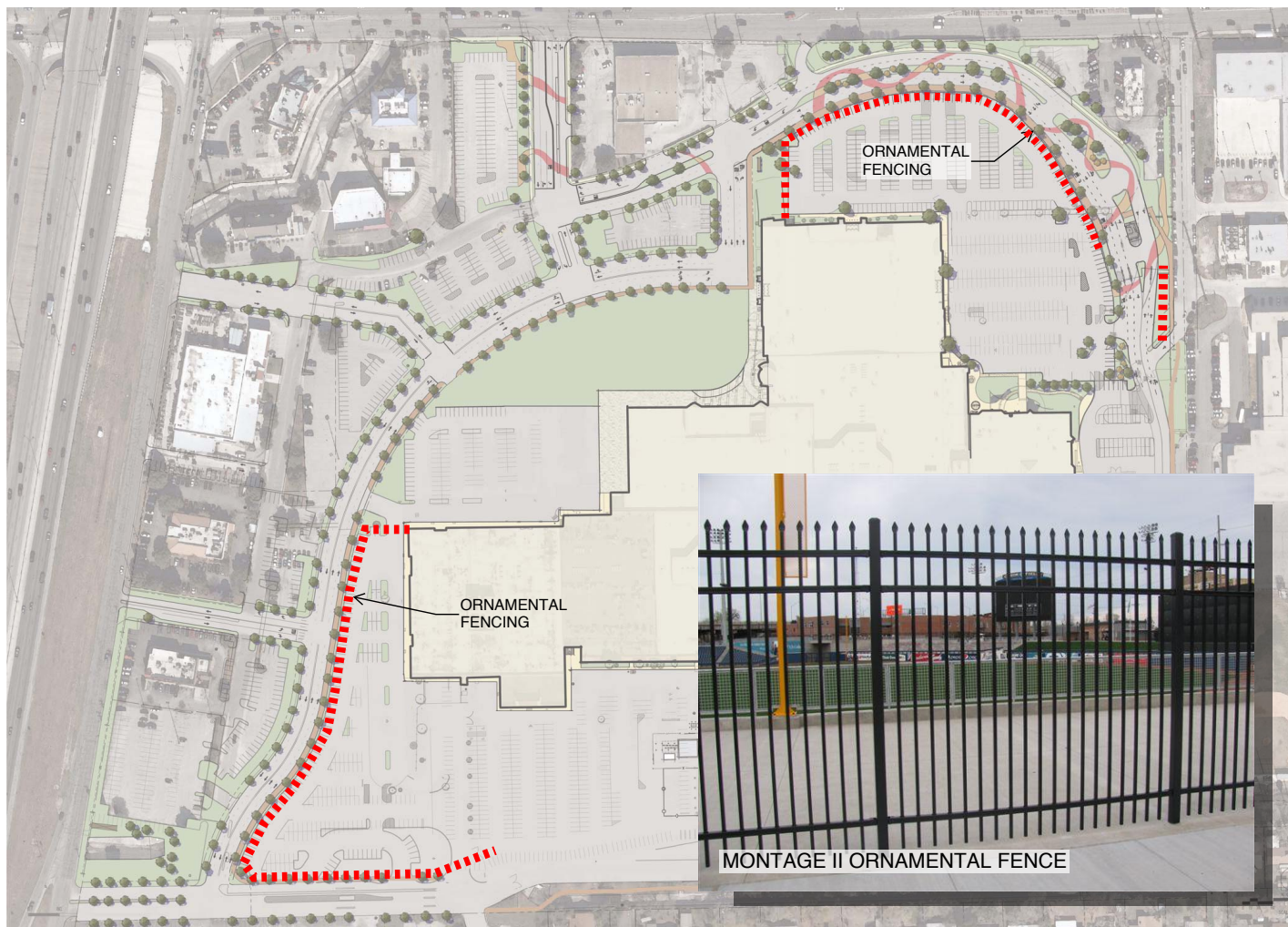
Fencing and Screening



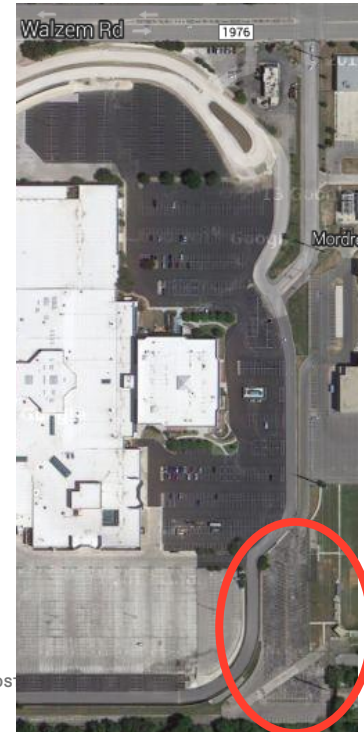
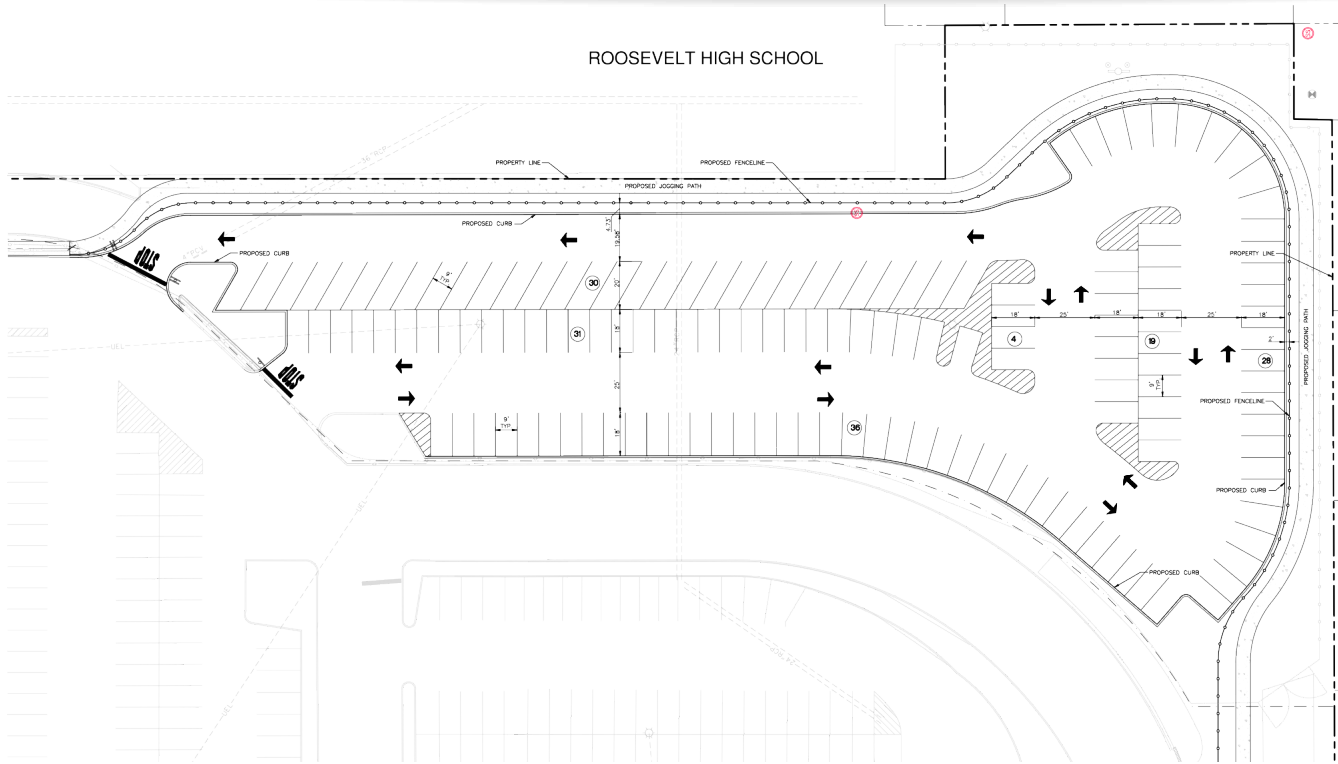
Fencing and Screening



Fencing and Screening



Roosevelt Parking Lot



Attachment #2

CONTRACTOR CONTRACT
CHANGE ORDER

PROJECT: Racker Road Project

PROJECT NO: 09021

CONTRACTOR: J3 Company LLC CHANGE ORDER NO.: 9

In accordance with the terms of the contract for the construction of improvements, dated December 7, 2012, between the Windcrest Economic Development Corporation. (OWNER) and J3 Company LLC. (Contractor). The Contractor is hereby directed to make additions or alterations in the work with details and costs as follows:

Additional work to be completed
See Attached

Adjustment in payment shall be as follows:

The original Contract Sum was \$ 2,805,671.00

Net Change by previous Change Orders \$ 288,266.00

The Contract Sum prior to this Change Order was \$ 3,093,937.00

The Contract Sum will be **increased** by this Change Order \$ 7,680.00

The new Contract Sum including this Change Order will be \$ 3,101,617.00

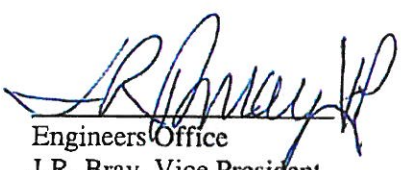
The Contract Time will be **increased** by (14) days

The Date of Completion as of the date of this Change Order is 115 additional days from notice to proceed completion date.

The parties to these presents have executed this Supplemental Agreement on this 17th day of June, 2013.

WEDC Director
Robert Colunga

WEDC President
Tim Maloney



Engineers Office
J.R. Bray, Vice President
Don McCrary & Assoc. Inc.



Contractor
Joey Stewart
J3 Company LLC

RACKER ROAD - PAVE MARK/SIGNAGE/HAUL - CHANGE ORDER #23



J3 COMPANY, LLC

P.O. BOX 129

COMFORT, TEXAS 78013

Contact: P.J. JONS OR HUGH JONS

Phone: 830-995-5100

Fax: 830-995-5199

Quote To:

Job Name:

RACKER RD C.O. #23

Proposal Date:

07/11/2013

Job Number:

1307113

Revision Date:

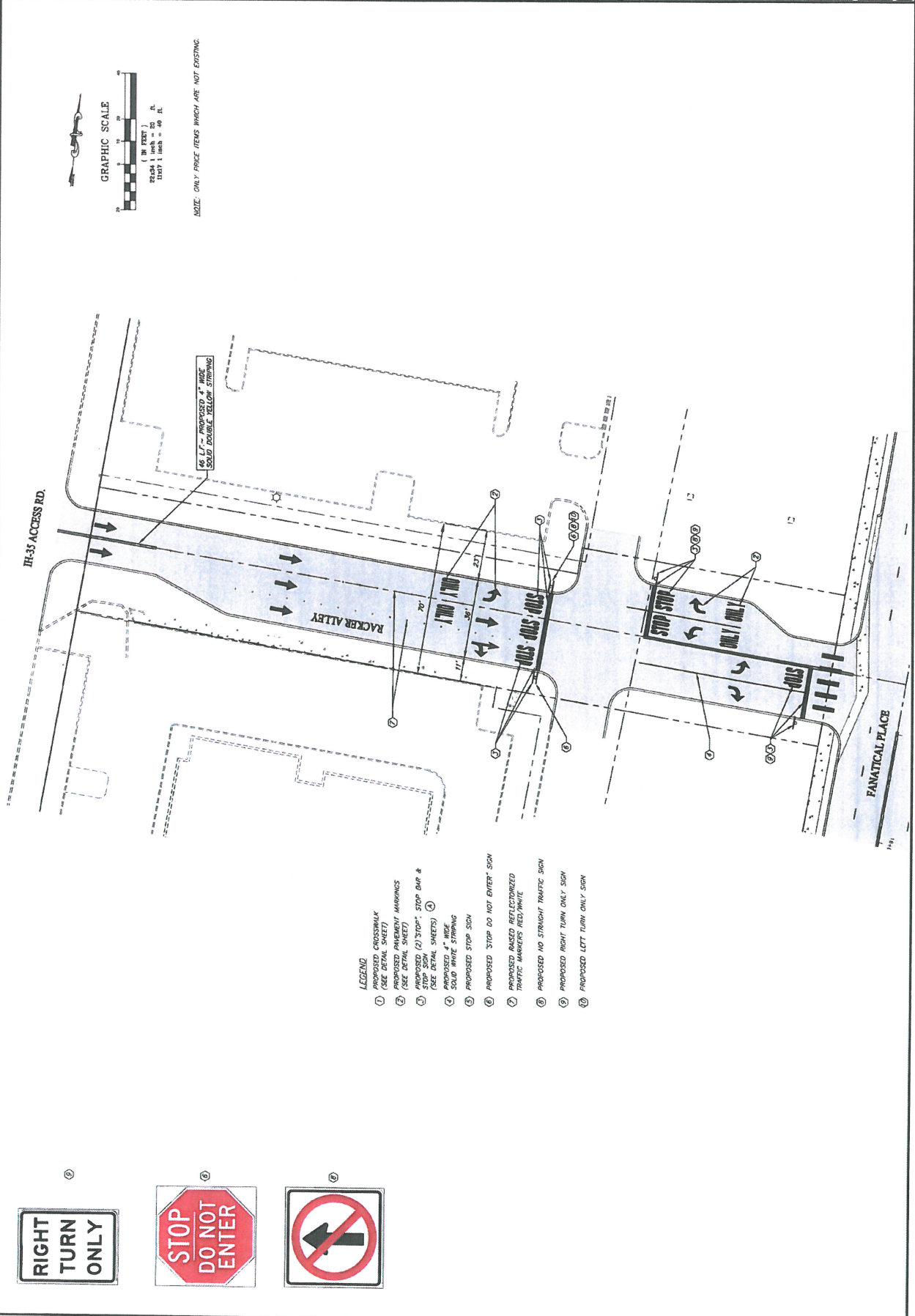
Phone:

Fax:

ITEM	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	AMOUNT
10	RACKER ALLEY PAVEMENT MARKINGS	1.00	LS	3,742.00	3,742.00
20	RACKER ALLEY SIGNAGE	1.00	LS	3,938.00	3,938.00
30	SALVAGED MATERIAL HAUL	1.00	LS	4,050.00	4,050.00
GRAND TOTAL					\$11,730.00

\$7,680.00

RACKER ROAD - OLD WINDSOR PARK MALL STRIPING & SIGNAGE PLAN CITY OF WINDCREST, TEXAS		DON MCCRARY & ASSOCIATES, INC. ENGINEERS & SURVEYORS 325 KEEPER STREET SAN ANTONIO, TEXAS 78216-2902 (210) 349-2651		CHECKED DRAWN B.A. SHEET 11 CAD FILE	No. DATE
SHEET 1 OF 1 DATE JANUARY 2012 PROJECT					



⑤
 RIGHT
TURN
ONLY

⑥
 STOP
DO NOT
ENTER

⑦

- LEGEND**
- ① PROPOSED CROSSWALK (SEE DETAIL SHEET)
 - ② PROPOSED PAVEMENT MARKINGS (SEE DETAIL SHEET)
 - ③ PROPOSED (2) STOP*, STOP BAR & STOP SIGN (SEE DETAIL SHEETS) ④
 - ④ PROPOSED 4" WIDE SOLID WHITE STRIPING
 - ⑤ PROPOSED STOP SIGN
 - ⑥ PROPOSED STOP DO NOT ENTER* SIGN
 - ⑦ PROPOSED RAISED REFLECTORIZED TRAFFIC MARKERS RED/WHITE
 - ⑧ PROPOSED NO STRAIGHT TRAFFIC SIGN
 - ⑨ PROPOSED RIGHT TURN ONLY SIGN
 - ⑩ PROPOSED LEFT TURN ONLY SIGN

GRAPHIC SCALE

1" = 20' (FEET)
 1" = 40' (FEET)
 1" = 80' (FEET)

NOTE: ONLY PRICE ITEMS WHICH ARE NOT EXISTING.

Attachment #3

Robert Colunga WEDC Executive Director(Interim)

WEDC Report for Month of July, 2013

1. Working on completing the Racker Road project and to ensure that all request of the WEDC board are being met as to the completion and working with Rackspace to ensure that all aspects of our involvement in the Rackspace Campus are completed.
2. Working with Dunkin Donuts/Baskin Robbins and Dr. Chan neck and back pain clinic on their applications for the Storefront and Streetscape Improvement Program.
3. Working with Katye Brought on the July 25th launch of the GoWindcrest.com DevelopWindcrest.com & the Windcrest Windfall Application to be held at Rackspace
4. Working with Mr, Ferrara owner of the Dunkin Donuts/Baskin Robbins and assisting them whenever possible to ensure utilities and permits are completed as quickly as possible. Scheduled soft opening for August 6th and grand opening is set for August 13 at noon.
5. Brought on board Michael McAlear to the WEDC and working with him to bring him up to speed with duties and responsibilities as well as goals.
6. Working with the Weitzman Group, Whitestone-Reit, Turner Busby Development with potential businesses and development.
7. Development issues with the 111 acres to ensure we have as much commercial utilization as possible and if at all possible no multi-family and to work with local governmental agencies and state agencies to ensure success of the development.
8. Working with TX DOT on road issues and on the IH35 expansion scheduled for later 2013
9. Working with the City of San Antonio on sync issues with Walzem Road and Racker Road as they are contracted by TX DOT for synchronization and maintenance and working with them and the City of Windcrest to create a contract for future maintenance of the City of Windcrest Street lights.
10. Working with the City of San Antonio to clean up boundary issues which are a hindrance to future development both on the 111 acres and on lots along the IH35 access road.
11. Working with the MPO, Alamo RMA, NEP, ACCOG, CPS, SAWS, TX DOT on projects that effect our Cities development and growth and working with again with our legislators in Austin to ensure that our needs our presented and have a voice. Also work with our City Boards when needed to assist in Government Relations, i.e. Parks and Rec, Zoning, etc.
12. Working with governing bodies to ensure that the City of Windcrest has an involvement in boards or committees that have a direct effect on our City.
13. Create and Develop a strategic marketing plan for the City, WEDC and other governing boards that coincides with what the City Council, WEDC Board and other boards envision for the short and long term goals with Katye Brought. This would entail a schedule of events for the year with planning and committees, looking at events for educations, business development, community, governmental, etc.
14. Working with the Planning and Zoning on workshops and assisting them in their duties.
15. Updating of Develop Windcrest website and Windcrest Windfall website and phone application and working with businesses to get new incentives for the application users.

Attachment

#4

RESOLUTION NO. _____

A RESOLUTION BY THE CITY COUNCIL OF THE CITY OF WINDCREST, TEXAS, CONTINUING THE ESTABLISHMENT OF THE CITY'S ELECTION TO BE ELIGIBLE TO PARTICIPATE IN TAX ABATEMENTS AND ITS INTENT TO DESIGNATE A REINVESTMENT ZONE FOR WINDSOR PARK MALL AND TO PROVIDE CERTAIN TAX ABATEMENTS IN THE CITY; ADOPTING GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT AGREEMENTS BY THE CITY; CALLING FOR A PUBLIC HEARING AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, Chapter 312 of the Texas Tax Code (the "Tax Code") authorizes the City of Windcrest, Texas (the "City") to enter into an ad valorem tax abatement agreement and designate a reinvestment zone within taxing jurisdiction or extraterritorial jurisdiction of the City; and

WHEREAS, Section 312.002(a) of the Texas Tax Code provides that the City may not enter into a tax abatement agreement under Chapter 312 and may not designate an area as a reinvestment zone unless the city Council of the City (the "Council") has established guidelines and criteria governing tax abatement agreements by the City and a resolution stating that the City elects to become eligible to participate in tax abatement; and

WHEREAS, the City has previously entered into that certain Walzem Road Redevelopment Project Master Economic Incentives Agreement dated August 2, 2007 and as Amended in 2012 which the City agreed to consider a tax abatement for the Windsor Park Mall property to be redeveloped by Rackspace US, Inc. ("Rackspace"); and

WHEREAS, the Windsor Park Mall property and Rackspace's lease thereof are currently exempt from property taxes and the contemplated tax abatement would not have any economic effect on the City unless such exemption is lost; and

WHEREAS, Rackspace has submitted an application to the City requesting a continuance of the tax abatement and the City contends to consider the request after conducting a public hearing at its regular City Council meeting on _____, 2013; and

WHEREAS, the guidelines and criteria adopted under Section 312.002 are effective for two years from the date adopted; and

WHEREAS, the adoption of the guidelines and criteria by the City does not: (1) limit the discretion of the City to decide whether to enter into a specific tax abatement agreement; (2) limit the discretion of the City to delegate to its employees the authority to determine whether or not the City should consider a particular application or request for tax abatement; or (3) create any property, contract, or other legal right in any person to have the City consider or grant a specific application or request for tax abatement; and

WHEREAS, the Council hereby finds and determines the adoption of this Resolution is in the best interest of the citizens of the City; **NOW, THEREFORE**,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WINDCREST, TEXAS THAT:

SECTION 1. The City intends to consider providing tax abatements within the taxing jurisdiction or extraterritorial jurisdiction of the City and elects to become eligible to participate in tax abatements.

SECTION 2. The City Council hereby adopts the Tax Phase-In Guidelines for the City of Windcrest attached herein as Exhibit A (the "Guidelines and Criteria").

SECTION 3. The Council hereby calls a public hearing to be conducted at 7:00 o'clock P.M. on _____, 2013 during the Council's regularly scheduled meeting at the Windcrest City Hall, 8601 Midcrown, Windcrest, Texas 78239 to consider the designation of a reinvestment zone for the Windsor Park Mall property and the granting of the contemplated tax abatement to Rackspace.

SECTION 4. The officers of the City are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the documents approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

SECTION 5. The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Resolution for all purposes and are adopted as a part of the judgment and findings of the Council.

SECTION 6. All ordinances and resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

SECTION 7. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

SECTION 8. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Council hereby declares that this Resolution would have been enacted without such invalid provision.

SECTION 9. It is officially found, determined, and declared that the meeting at which this Resolution is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Resolution, was given, all as required by Chapter 551, as amended, Texas Government Code.

SECTION 10. This Resolution shall be in force and effect from and after the date of its adoption, and it is so resolved.

PASSED AND APPROVED, this the _____ day of _____, 2013.

ALAN BAXTER, Mayer

ATTEST:

KELLY RODRIGUEZ, City Secretary

EXHIBIT

“A”

☾ **TAX PHASE-IN GUIDELINES** ☾
FOR
THE CITY OF WINDCREST

Policy Statement

The growth and diversity of a regional economy is critical to the long-term well being of a community and its citizens. Today, perhaps more than ever, communities must strategically plan and implement policies to achieve these goals. Through the establishment of these Tax Phase-in Guidelines, the City of Windcrest (the "City") is refining its strategies to attract and grow targeted industries in order to increase employment, expand the tax base, and create long-term investment and new wealth opportunities in the community.

The City Council will consider these guidelines to ensure that any abatement of property taxes achieves these community economic development goals. The City will use the guidelines when considering abatements for any project to be located within its jurisdictional boundaries.

Introduction

Chapter 312 of the Texas Tax Code authorizes local governments to abate ad valorem property taxes on the value of new improvements to the property, including real property, tangible personal property, and inventory and supplies. Taxing jurisdictions (e.g., the City of Windcrest) are required by this statute to develop and periodically review guidelines every two years for the eligibility and award of this tax incentive.

State law further requires that each taxing jurisdiction enter into a Tax Abatement Agreement with each owner of property or the owner of a leasehold interest in real property receiving an abatement. These agreements are binding legal documents between all parties involved. Additional provisions and requirements are included in those agreements.

Eligibility Criteria

Under these Guidelines, to be eligible for consideration by the City for a tax abatement, a company or project must meet and/or exceed all of the criteria, as described below:

- Minimum amounts of real or personal property investment must be achieved
- Minimum levels of full-time job creation must be achieved
- Minimum wage requirements for employees must be achieved

The amount and term of the tax abatement will also be impacted by:

- The location of facility
- Other incentives used for same project
- Overall benefit to the community

Investment and Job Creation Criteria

If during the abatement period the project meets the following investment and job creation criteria, as well as the other criteria in these Guidelines, the Applicant will be eligible for an

abatement of taxes on either the real property improvements AND/OR the new personal property investment.

1. Total capital investment (real property improvements and new personal property investment) of at least \$100,000,000 **AND**
2. Creation and maintenance of at least 4,500 new, full-time, permanent jobs at the project.

Such projects will be eligible for an abatement of taxes of up to 100% on the real property improvements **AND** the new personal property investment for up to 10 years

Wage Requirement

In order to be eligible for a tax abatement, companies must meet the following wage requirements

1. Throughout the term of the abatement, all (100 percent) new and existing employees of the company requesting a tax abatement, at the project location, must each earn a cash wage exceeding the poverty level for a family of four, as determined annually by the U.S. Department of Health and Human Services (HHS)
2. Within one year of project location opening, the median total annual payroll (salary and bonus) for the employees located at the project is not less than \$51,000

Targeted Industries

The majority of the company's business at the project location must be engaged in one of the following Targeted Industries, as defined in Appendix A.

- Aviation/Aerospace
- Biotechnology
- Corporate and Regional Headquarters
- High Level Business Services
- Information Technology and Security
- Logistics and Distribution
- Manufacturing
- Telecommunications

Additional Terms and Conditions

The City reserves the right to negotiate additional terms and conditions on a case-by-case basis.

Recapture of Abated Taxes

Tax abatement agreements will provide for recapture of abated property taxes in the event contract requirements are not met.

APPENDIX A

DEFINITIONS

Aviation/Aerospace. Companies primarily engaged in one or more of the following activities

- (1) Manufacturing complete aircraft, missiles, or space vehicles
- (2) Manufacturing aerospace engines, propulsion units, auxiliary equipment or parts
- (3) Developing and making prototypes of aerospace products
- (4) Aircraft conversion (i.e., major modifications to systems)
- (5) Complete aircraft, missile, or space vehicle or propulsion systems parts maintenance, repair, overhaul and rebuilding (i.e., periodic restoration of aircraft to original design specifications)
- (6) Research and development
- (7) Defense-related operations
- (8) Regional air passenger operations

Biotechnology: This industry comprises establishments primarily engaged in conducting research, development, and manufacturing in the physical, bio-engineering, and life sciences, such as pharmaceutical, agriculture, environmental, biology, botany, biotechnology, chemistry, food, fisheries, forests, health, and defense-related operations

Corporate and Regional Headquarters. The firm's corporate or regional legal principal place of business is located in the City, and its total assets will be at least \$100,000,000 and/or its total revenues will be at least \$100,000,000 for the corporate fiscal year preceding the date of the filing of its application for tax phase-in with the City

High Level Business Services. Includes businesses or divisions of corporations that are primarily engaged in business support functions that require a high level of technical expertise, including, but not limited to finance/accounting, insurance/risk management, marketing, real estate/planning, project management, and other analytical services or transactional operations. It does not include call center operations, as previously defined. It is required that a majority of the positions at the project site require a bachelors degree, professional degree, or equivalent relevant professional experience.

Information Technology and Security: This industry comprises establishments primarily involving computer systems that integrate computer hardware, software, and communication technologies. The hardware and software components of the system may be provided by this establishment or company as part of integrated services or may be provided by third parties or vendors. These establishments often design and develop software, install the system and train and support users of the system.

Logistics/Distribution. Businesses involved in the receiving; storage, service, or distribution of goods or materials, where a majority of the goods or services are distributed to points outside the San Antonio metropolitan statistical area. This includes defense-related operations

Manufacturing: Businesses engaged in the mechanical, physical, or chemical transformation of materials, substances, or components into new products – includes related research and development and defense-related operations

Telecommunications. Businesses primarily engaged in research & development, regional distribution, defense-related operations and the manufacturing of telecommunication-related products and services