

# Old Town Spring Improvement District

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## Minutes of the Regular Monthly Meeting Of Old Town Spring Improvement District Board of Directors

### ESTABLISH QUORUM AND CALL MEETING TO ORDER

The Board of Directors of the Old Town Spring Improvement District (OTSID) held a regular meeting, open to the public, on the **14<sup>th</sup> day of November, 2016** at 5:00 pm at the OTSID office, 606 Spring Cypress Rd., Spring, TX 77373, inside the boundaries of the District and the roll was called of the duly appointed/elected members of the Board, to-wit:

Pam Golden	Position 1-President
VACANT	Position 2-Director
Clarence Williams	Position 3-Financial Officer
Ron Krueger	Position 4-Vice President
Mike Rogers	Position 5-Secretary

All of the above Board members were present. Quorum was established. Also in attendance were Landon Reed, Adam Tabak, Kelly Speers, Noel Eckberg, Cameron Collins, and Elisabeth Meehan.

#### 1. CALL MEETING TO ORDER.

The meeting was called to order at 5:00 pm.

#### 2. TO RECEIVE PUBLIC COMMENT.

No comments.

#### 3. TO REVIEW, DISCUSS AND TAKE ACTION TO APPROVE MINUTES FROM THE MONTHLY BOARD MEETING ON OCTOBER 10, 2016.

A motion was made by Clarence Williams to accept the October 10, 2016 minutes as presented. The motion was seconded by Ron Krueger. The motion carried.

#### 4. TO REVIEW, DISCUSS AND TAKE ACTION TO APPROVE MINUTES FROM THE SPECIAL BOARD MEETING ON OCTOBER 17, 2016.

A motion was made by Clarence Williams to accept the October 17, 2016 minutes as presented. The motion was seconded by Ron Krueger. The motion carried.

#### 5. TO REVIEW, DISCUSS AND TAKE ACTION TO PAY THE DISTRICT'S BILLS.

Clarence Williams noted the total expenses [check detail list] from October exceeds the amount of sales tax revenue received in October, and stated this was due to additional expenses paid this time of year, including Christmas tree lights, advertising with Al Thomas, and election fees. A motion was made by Clarence Williams to approve the October bills as paid. The motion was seconded by Mike Rogers. The motion carried.

Pam Golden stated the Board has an invoice from legal in front of them. Adam Tabak stated the invoice can be broken down as 50% election expenses and 50% legal expenses for the purpose of budget categorization. A motion was made by Ron Krueger to approve the payment of the legal invoice from Coveler & Katz. The motion was seconded by Mike Rogers. The motion carried. (SEE ATTACHMENT #1)

**6. TO REVIEW, DISCUSS AND TAKE ACTION TO RECEIVE AND APPROVE THE BOOKKEEPER'S REPORT**

Clarence Williams stated the revenue for October was \$27,191.44, the balance at Wells Fargo was \$42,235.42 on November 1st and TexPool's balance is \$224,282.34. A motion was made by Clarence Williams to accept the Bookkeeper's report as submitted. The motion was seconded by Mike Rogers. The motion carried. (SEE ATTACHMENT #2)

**7. TO REVIEW, DISCUSS AND TAKE ACTION TO RECEIVE AND APPROVE THE INVESTMENT OFFICER'S REPORT.**

Clarence Williams presented the investment officer's report and stated the amount in TexPool is presently \$224,282.34 and the account earned \$72.87 in October. A motion was made by Clarence Williams to accept the investment officer's report as presented. The motion was seconded by Mike Rogers. The motion carried. (SEE ATTACHMENT #3)

**8. TO RECEIVE AND DISCUSS A PRESENTATION MADE BY CAMERON COLLINS REGARDING THE STATUS OF THE SALE OF THE WUNSCHÉ BROS. CAFÉ AND TO TAKE ANY NECESSARY ACTION RELATED TO THE SALE.**

Pam Golden introduced Cameron Collins to speak to the Board about the Wunsche Bros Café real estate listing. Cameron Collins stated that he's spent 30 plus years in commercial and residential real estate and the listing of Wunsche Bros is one of the most complicated he's seen. Cameron Collins described many of the issues with the property including, AC and electric replacement, woodworking updates needed, and the need to demolish the damaged western wing. He added State and Federal tax benefits might be available to potential buyers. Cameron Collins identified the current selling price of the property. He stated there is a challenge in finding a restaurateur willing to make that kind of investment. Clarence Williams asked Cameron Collins if he'd seen the books for Wunsche Bros and that it was his understanding at one time the gross was \$1,000,000 a year. Cameron Collins stated he had not seen their books.

Cameron Collins informed the Board he called Clarence Williams and asked if he could speak to Board Directors. Clarence Williams stated he had asked Cameron Collins about the income because the District's revenue is 1% of sales tax and he wanted to get a feel for what the District would receive. Ron Krueger asked Cameron Collins if the asking price includes tax benefits upfront. Cameron Collins said if the buyer wanted to, the tax benefits could be sold by a CPA. He stated he is trying to let the sellers keep the tax benefits to sell on their own. Clarence Williams asked if the stagnant economy and lower oil cost affected the sale. Cameron Collins responded that it has slowed down interest. Mike Rogers asked if there's been any financial pressure on the sellers to sell as soon as possible. Cameron Collins stated some people have wanted to bring the Fire Marshal in. Clarence Williams asked if that could put pressure on the sellers. Cameron Collins stated it would be problematic to bring in an outside source who wouldn't have to respond to anyone.

Pam Golden asked if during the time the property has been listed to the present, there has been any vandalism to the property. Cameron Collins stated none beyond a window being broken and that his team has been keeping up landscaping. Ron Krueger asked if the District could provide a tax incentive like the state or federal benefits. Clarence Williams and Adam Tabak both confirmed that could only be a rebate or reimbursement. Clarence Williams stated in order to promote and benefit the area, it might be possible and beneficial to make a one-time payment. Ron Krueger stated that would be in the District's goals for economic development to assist in the upkeep for the sale. Cameron Collins stated his goals are to make a new sales sign and clean up the western wing, at a potential cost of \$25,000. Cameron Collins added that if the western wing was removed, at a possible cost of \$20,000 to \$30,000, it may make the offering price more enticing to potential buyers. Pam Golden thanked Cameron Collins for speaking to the Board and left the meeting at 5:39 pm. No discussion followed. No action.

**9. TO DISCUSS AND TAKE ACTION ON STIMULATING INTEREST AND PROPOSING INCENTIVES TO PROSPECTIVE PURCHASERS OF WUNSCHER BROS. CAFE.**

A motion was made by Clarence Williams to table this item to allow the Directors to consider the information received in item 8. The motion was seconded by Mike Rogers. The motion carried.

**10. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING THE STATUS OF THE HOME FOR THE HOLIDAYS TREE LIGHTING PROJECT.**

Pam Golden stated as far as she's aware, the original lighting project for the town has been completed and most of the shops have turned their lights on. Pam Golden stated the budget for the expanded project is \$685 short to complete the additional District light project. Pam Golden distributed a budget breakdown to the board, which was originally \$3,500, the same budget for the town which did not include buying lights and timers. Pam Golden reported she's spoken to the school and they were very enthusiastic, but due to our budget constraints and the outlet locations, only the four trees closest to the sign will be wrapped. A motion was made by Mike Rogers to increase the budget by \$684.85 to allow for the purchase of more lights. The motion was seconded by Ron Krueger. The motion carried. (SEE ATTACHMENT #4)

**11. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING PURCHASE OF A SECOND UTILITY CART OR VEHICLE FOR THE DISTRICT.**

Clarence Williams stated at the last meeting the Board approved \$300 for repairs and the actual repair cost \$500, with the recommendation to repair the transmission at the cost of \$800. Clarence Williams stated he rode in the cart with maintenance crew and the transmission is definitely going out. Clarence Williams stated the Board should look forward to purchasing a new utility vehicle. Pam Golden asked if the Board wanted to make a subcommittee. Mike Rogers stated the Board should decide what specs it wants first. Clarence Williams stated Elisabeth Meehan and he had shopped around and the only requirement the maintenance crew want are a larger bed in the back and an enclosure for inclement weather.

Mike Rogers stated a Gator might be better than a golf cart. Clarence Williams stated the Board approved up to \$10,000 at a prior meeting. Pam Golden stated the Board needs to decide what it wants. Mike Rogers asked if the Board needs to get bids. Clarence Williams stated looking at Kawasaki, they have enclosure and everything else is add on. Pam Golden asked Mike Rogers if

he would be willing to look into specs and do research. Mike Rogers stated he would and thinks a true utility cart would be better than a golf cart. Pam Golden agreed that a heavier duty option would be better. Mike Rogers will present his findings at the December meeting. No action.

12. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING COVERED STORAGE UNIT FOR STORING THE DISTRICT'S GOLF CART AND TRACTOR.

A motion was made by Mike Rogers to table this item until item 11 has been resolved. The motion was seconded by Clarence Williams. The motion carried.

13. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING THE ADDITION OF STREETLIGHTS ALONG BORDER ST.

Ron Krueger reported he started on this project in January and has recently heard back from a representative from CenterPoint. Ron Krueger stated there are three places for potential streetlights, one on the corner of Border and Preston that Clarence Williams owns, on the location that held Hy-Tech plumbing and one in front of the AA building. Ron Krueger stated CenterPoint might take six weeks to respond. Clarence Williams stated it's extremely dark on that corner and made a motion that those streetlights be installed and move forward with this. Mike Rogers asked Ron Krueger if the representative from CenterPoint would have estimates for cost before he left the Board. Pam Golden suggested assigning Elisabeth Meehan to get the estimated costs. Pam Golden asked the County representative if they could assist. Landon Reed stated the County could not and this a matter between the owner and CenterPoint. Clarence Williams stated he wants to know how many lights the streetlight bills actually cover. Clarence Williams stated he asked Elisabeth Meehan to report streetlights that were out and she called in eight already. A motion was made by Clarence Williams to approve the installation of three streetlights by CenterPoint on Border St. The motion was seconded by Mike Rogers. The motion carried.

14. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING THE REMODEL OF THE DISTRICT'S OFFICE BUILDING LOCATED AT 606 SPRING CYPRESS ROAD.

Clarence Williams stated this building was originally a model home and the partition behind the Board has a built in oven and stove with drawers currently filled with junk from previous employees and Board. Clarence Williams stated this partition would be easily removed and would allow the Board to have more working room. He added that would cost less than \$1,200 to remove the drawers, stovetop and oven and push all the wiring into the wall. Pam Golden asked what the benefit of this would be. Ron Krueger stated it would provide more room. Mike Rogers asked if the stovetop and oven have been used. Pam Golden replied previous administration would bake cookies for four buses. Pam Golden estimated the gained amount of room would only be two feet. Clarence Williams stated if the District is keeping the building for the foreseen future, it should be made for the Board's purposes. A motion was made by Clarence Williams to remove the stovetop, oven, the cabinets and drawers around it and redoing the electric wiring. The motion was seconded by Ron Krueger. Mike Rogers stated he would like more time to think about the item. Mike Rogers asked if more people ever came to the meetings. Pam Golden replied the number currently at the meeting, two to four, is the average since she joined the Board. Clarence Williams withdrew his motion. Mike Rogers stated he appreciated more time to think about the issue and that utilitarian space might be good. No action.

15. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING THE STATUS OF THE PROJECT TO INSTALL CURB-CUTS AND ADA COMPLIANT STREET RAMPS IN OLD TOWN SPRING.

Clarence Williams reported he is having on going conversations with the County and that some of the streets would not allow for ADA compliant ramps. He added that he is going to meet with the County and try to work around making them somewhat compliant. Clarence Williams stated because of the holiday season not much can be done on this project. No action.

16. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING DRAFT OF AGREEMENT BETWEEN THE SPRING PRESERVATION LEAGUE AND THE DISTRICT REGARDING THE MUSEUM RESTROOM.

Pam Golden stated that Adam Tabak has asked Directors twice now to contact him with opinions related to this item. Adam Tabak reported he received a draft from Clarence Williams. Pam Golden asked if other Board Directors had received this draft. Clarence Williams stated they had and suggested tabling the item until all Board Directors have reviewed it. No action.

17. TO REVIEW, DISCUSS AND TAKE ACTION REGARDING THE DRAFT OF AGREEMENT OR LEASE WITH LARUE WOOD FOR THE PLACEMENT OF THE PRESTON STREET RESTROOMS ON, AND/OR IN FRONT OF, HER PROPERTY.

Adam Tabak stated there are several real property issues with this as Clarence Williams pointed out at the previous meeting. He added that he has sent a draft to the Board Directors for their feedback and he can resend it at their request. No action.

18. EXECUTIVE SESSION, PURSUANT TO CHAPTER 551 OF THE TEXAS GOVERNMENT CODE, TO DISCUSS LEGAL MATTERS DETERMINED BY DISTRICT COUNSEL WHICH PURSUANT TO THE TEXAS DISCIPLINARY RULES OF PROFESSIONAL CONDUCT OF THE STATE BAR OF TEXAS REQUIRES PRIVATE CONSULTATION WITH THE DISTRICT.

No executive session held.

19. TO RECEIVE AN UPDATED FROM A COUNTY REPRESENTATIVE REGARDING THE APPOINTMENT OF A BOARD DIRECTOR TO FILL THE VACANCY OF POSITION 2.

Landon Reed reported from the floor that the Commissioner's Court is meeting on Tuesday, November 15 to discuss a candidate for the vacant seat of Position 2.

20. TO DISCUSS ANY ITEMS TO BE PLACED ON THE AGENDA FOR THE NEXT MEETING TO TAKE PLACE ON DECEMBER 12, 2016.

- Consider stimulating interest and proposing incentives to prospective purchasers of Wunsche bros. Cafe.
- Consider possible purchase of a new utility cart or vehicle for the district.
- Consider purchase of covered storage unit for the district's utility cart and tractor.
- Possible remodel of the district's office building located at 606 Spring Cypress Road.
- Status of the project to install curb-cuts and street ramps in Old Town Spring.
- Draft of agreement between the Spring Preservation League and the District regarding the Museum restroom.
- Draft of agreement or lease with LaRue Wood for the Preston street restrooms.

- Updating and changing Preservation Park parking lot sign
- Employee bonuses for the holidays (Executive Session item)
- Advertising opportunity for 2017.

21. ADJOURNMENT.

A motion was made by Ron Krueger to adjourn. The motion was seconded by Mike Rogers. The meeting adjourned at 6:22 pm.

(SEAL)

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Mike Rogers, Secretary

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Prepared by Elisabeth Meehan  
OTSID Office Administrator

ATTACHMENTS:

1. October/November Check Detail
2. November Bookkeeper's Report
3. November Investment Officer's Report
4. Expanded lighting project budget