AGENDA
BENBROOK ECONOMIC DEVELOPMENT CORPORATION
REGULAR BOARD MEETING
MONDAY, OCTOBER 19, 2026
911 WINSCOTT RD., BENBROOK, TEXAS
A quorum of the Benbrook City Council may attend this meeting.

WORK SESSION – 6:30 PM
CENTRAL CONFERENCE ROOM
The Work Session may continue after the Regular Board Meeting adjourns.

1. Review/Discuss the Regular Board Meeting Agenda.
2. Staff Updates (time permitting):
   a. Discussion of approved projects may include, but are not limited to, the following: 9301 Westpark Dr., 7802 SW Loop, 8509 Benbrook Blvd., or 610 Winscott Rd.
   b. Benbrook Development Activity Report.
   c. Discuss Benbrook Business Environment.
   d. Benbrook City Council (action items of interest to the Board).
   e. ED Department items/initiatives/contracts/programs/marketing/activities/events.

REGULAR BOARD MEETING – 7:00 PM
COUNCIL CHAMBERS
All Agenda items are subject to final action.

I. CALL TO ORDER

II. CITIZEN'S PUBLIC FORUM

Citizen's Public Forum provides the public with the opportunity to address the Board on any BEDC matter or item on the agenda. State Law prohibits any deliberation of or formal action regarding items presented during the citizen's public forum. The Board may only make a statement of specific information given in response to the inquiry, recite an existing policy, or request staff place the item on an agenda for a subsequent meeting.

III. ACTION ITEMS

A. Approve the September 28, 2026, Regular Board Meeting Minutes.
DRAFT September 28, 2026, Regular Board Meeting Minutes

B. Consider Approval of Proposed Amended and Restated Bylaws.
Staff Report

IV. DIRECTOR'S REPORT

A. Receive Monthly Financial Report for Period Ending September 30, 2026.

V. EXECUTIVE SESSION

Pursuant to the Texas Open Meetings Act:

A. Section 551.087 – Deliberation Regarding Economic Development Negotiations. (2) Deliberate the offer of a financial or other incentive to a business prospect described by Subdivision (1).

- DISCUSS MAD SR. BENBROOK RE, LLC INCENTIVE.

VI. RECONVENE INTO OPEN SESSION

VII. TAKE ANY NECESSARY OR APPROPRIATE ACTION AS A RESULT OF CLOSED EXECUTIVE SESSION

VIII. ADJOURNMENT

The BEDC Board reserves the right to convene in Executive Session on any item on the agenda pursuant to the provisions of the Open Meetings Law, Chapter 551, Texas Government Code, in accordance with the authority contained in:

Section 551.071, Consultation with City Attorney
Section 551.072, Deliberation regarding real property
Section 551.073, Deliberation regarding gifts and donations
Section 551.087, Deliberation regarding economic development negotiations

This meeting will be recorded, and the recording will be made available to the public in accordance with the Texas Open Meetings Act, upon written request.

THIS FACILITY IS WHEELCHAIR ACCESSIBLE. FOR SPECIAL ACCOMMODATIONS, OR TO INFORM US OF INACCESSIBILITY TO THIS MEETING, PLEASE CONTACT THE BENBROOK ECONOMIC DEVELOPMENT CORPORATION AT 817-249-6990. PLEASE CALL 48 HOURS IN ADVANCE IF YOU REQUIRE INTERPRETATIVE SERVICES.

BENBROOK ECONOMIC DEVELOPMENT CORPORATION
REGULAR BOARD MEETING MINUTES
MONDAY, SEPTEMBER 28, 2026
911 WINSCOTT ROAD, BENBROOK, TEXAS

WORK SESSION: The Benbrook Economic Development Corporation (BEDC) Board of Directors met at 6:31 p.m. to discuss the agenda items and review staff updates. The Work Session was held in the Benbrook City Hall Central Conference Room. The Work Session recessed at 6:53 p.m.

Board Members in Attendance:

Gary A. Lindsay	Place 1
Kristen Melton	Place 3
Kent Williams	Place 5, BEDC President
Phyllis Harkins	Place 6
Omar P. Aguilar	Place 7

Board Members Not in Attendance:
Place 4 is Currently Vacant
Place 2 is Currently Vacant

Staff Present: Jessica James, Director of Economic Development and Marketing, and Mia Gamillo, Economic Development Specialist

REGULAR SESSION – CONVENED INTO THE COUNCIL CHAMBERS

I. CALL TO ORDER

The BEDC Regular Board Meeting was called to order at 7:00 p.m. on Monday, September 28, 2026, in the Benbrook City Hall Council Chambers, located at 911 Winscott Road, Benbrook, Texas.

II. CITIZEN'S PUBLIC FORUM

President Williams opened the Citizen's Public Forum to allow citizens to comment on any agenda item. There were no citizen comments.

III. ACTION ITEMS

A. Approve the August 17, 2026, Regular Board Meeting Minutes.
- Mr. Lindsay made a motion to approve the August 17, 2026, Regular Board Meeting Minutes as presented.
- Ms. Melton seconded the motion. The motion passed; 5-0.

B. Election of BEDC Officers (Vice President and Secretary)
- Mr. Williams requested nominations for the 2026 BEDC Board Vice President. Ms. Harkins made a motion to elect Gary Linday, Place 1, to serve as Vice President. Mr. Aguilar seconded the motion. A roll call vote was taken by Ms. Gamillo and the motion passed; 4-0; Mr. Lindsay abstained.

- Mr. Williams requested nominations for the 2026 BEDC Board Secretary. Ms. Melton motioned to elect Phyllis Harkins, Place 6, to serve as Secretary. Mr. Lindsay seconded the motion. A roll call vote was taken by Ms. Gamillo and the motion passed; 4-0; Ms. Hawkins abstained.

C. Consider Authorizing Director to Transfer Sales Tax Revenue into BEDC TexPool Account.
- Mr. Aguilar motioned to authorize Director to transfer sales tax revenue into BEDC TexPool account.
- Ms. Melton seconded the motion. The motion passed; 5-0.

IV. DIRECTOR'S REPORT

Receive Monthly Financial Report for Period Ending August 31, 2026.

Presentation Highlights:

- Total liquid assets as of August 31, 2026: $7,755,472.42 This amount includes:
  - Checking account: $3,389,195.60
  - Checking account interest earned: $4,971.24
  - TexPool account: $4,366,276.82
  - TexPool account interest earned: $13,636.07
- Total revenue for August 2026: $266,790.27 This amount includes:
  - Sales tax revenue for August 2026: $247,146.96
  - Interest earned on account: $18,607.31
  - BKV North Texas, LLC: $1,036.00
- Encumbered Funds as of August 31, 2026: $449,231.78 This amount includes:
  - Total current and pending projects: $425,555.28
  - Total operating expenses for August 2026: $23,676.50
- Fund balance as of August 31, 2026: $7,306,240.64

V. EXECUTIVE SESSION

The Board convened into Executive Session at approximately 7:12 p.m. to discuss the items below.

Pursuant to the Texas Open Meetings Act:

A. Section 551.087 – Deliberation Regarding Economic Development Negotiations. (2) Deliberate the offer of a financial or other incentive to a business prospect described by Subdivision (1).

- DISCUSS AN INCENTIVE FOR MAD SR. BENBROOK RE, LLC.

B. Section 551.072 – Deliberations Regarding Real Property.
Deliberate the purchase, exchange, lease, or value of real property, as deliberation in an open session would have a detrimental effect on the position of governmental body negotiations with a third person.

- DISCUSS PROPERTY LOCATED AT 8509 BENBROOK BLVD.
- DISCUSS PROPERTY LOCATED AT 8301 BENBROOK BLVD.

- DISCUSS PROPERTY LOCATED IN THE WILBURN, WILLIAM W SURVEY ABSTRACT 1639.

VI. RECONVENE INTO OPEN SESSION

The BEDC Board reconvened into open session at 7:57 p.m.

VII. TAKE ANY NECESSARY OR APPROPRIATE AS A RESULT OF CLOSED EXECUTIVE SESSION

No action necessary.

VIII. ADJOURNMENT

The meeting adjourned at approximately 7:57 p.m.

APPROVED:

_____
KENT WILLIAMS
PRESIDENT

ATTEST:

_____
PHYLLIS HARKINS
SECRETARY

Benbrook Economic Development Corporation

DATE:	REFERENCE NUMBER:	SUBJECT:	PAGE:
October 19, 2026	3-B	Consider Approval of Proposed Amended and Restated Bylaws	1 of 3

Background

The Benbrook Economic Development Corporation (BEDC) established Bylaws to create a formal structure for the governing of the Corporation when it was established which outlines the authority and responsibilities of the Board of Directors to ensure compliance with Texas law and City Council requirements. The Board of Directors have the authority to update its Bylaws and present those proposed changes to City Council as needed, to address the evolving needs of the Corporation and changes in applicable laws. The Bylaws were last amended in May 2011.

Proposed Updates

The following changes are proposed for the BEDC Bylaws to properly reflect how the Board of Directors function. *(see redlined proposed Amended and Restated Bylaws below)*

- **Section 3.03 Regular Meeting; Place of Meetings**: To provide the Board with flexibility, it is proposed to amend Section 3.03 Regular Meeting; Place of Meetings by deleting the words "resolution by." This change will allow the Board to make necessary adjustments to the meeting schedule during a work session without having to wait until a subsequent meeting to approve a resolution, changing the meeting date or having to cancel a meeting if the required posting deadlines cannot be met.

- **Section 3.03 Regular Meeting; Place of Meetings**: Based on the City of Benbrook's new Board appointment schedule, the proposed amendment will move the election of officers from November to January each year. This change will provide newly appointed Directors additional time to become familiar with existing Board members and the roles and responsibilities of the Executive Officers prior to officer elections.

3.03 Regular Meeting; Place of Meetings. *Regular Meetings shall be held on the third (3rd) Monday of each month and shall be held at the City Council Chambers, 911 Winscott Road, Benbrook, Texas 76126, unless otherwise determined by ~~resolution of~~ the Board of Directors. A meeting for the election of officers and the transaction of other business shall be held on the third (3rd) Monday in ~~November~~ January of each year, unless changed by resolution of the Board of Directors. All meetings shall be called and held in accordance with the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended.*

SUBMITTED BY:	DISPOSITION BY BEDC BOARD:	PROCESSED BY:
Jessica James	☐ APPROVED ☐ OTHER (DESCRIBE)	
		DATE: October 19, 2026

- **Section 4.2 Executive Officers:** Based on the City of Benbrook's new Board appointment schedule, the proposed amendment will move the election of officers from the first Regular Meeting following Board appointments by the City Council to January of each year. This change will provide newly appointed Directors with additional time to become familiar with existing Board members and the roles and responsibilities of the Executive Officers prior to the election of officers.

- **Section 4.2 Executive Officers:** To allow officer vacancies to be filled as needed throughout the year, the proposed amendment will add the following sentence: "Appointments to fill officer vacancies may be made throughout the year, as needed, to serve the remainder of the unexpired terms."

4.02 Executive Officers. *The Executive Officers of the Corporation shall be a President, Vice-President, and Secretary. The Board of Directors shall elect these Officers from its Members ~~at the first Regular Meeting following term appointments by City Council.~~ during the January meeting. Appointments to fill officer vacancies may be made throughout the year to fill the remaining terms as needed. The Board may appoint such other officers as they deem necessary, who shall have such authority, and shall perform such duties as may be prescribed by the Board. The Board will make provisions for City staff to provide administrative support and oversight of the Corporation's work.*

House Bill 1522, passed during the 89th Texas Legislative Session, amended the Texas Open Meetings Act by changing the public meeting notice posting requirement from 72 hours before a meeting to at least three (3) full business days before the scheduled meeting date.

- **Section 3.04 Special Meetings:** To comply with this change, the proposed amendment will revise the notice requirement in Section 3.04 Special Meetings from 72 hours to four (4) business days. This change will provide Staff with sufficient time to prepare and post the meeting agenda while ensuring compliance with the required three (3) full business days' public notice requirement.

3.04 Special Meetings. *Special Meetings of the Board of Directors may be called by the President or upon the written request of two Directors, ~~on 72 hours~~ on four (4) business days' notice prior to the meeting, or as otherwise required by the Texas Open Meetings Act, with notice delivered to each Director, either by hand-delivery, U.S. mail, or electronic communication.*

- **Section 7.02 Requested Agenda Items**: In addition, **Section 7.02 Requested Agenda Items** also needs to be updated from Wednesday to Monday prior to the Monday meeting which would allow for the minimum full three (3) business days agenda posting requirement.

7.02 Requested Agenda Items. *A Director may request items be added to the meeting agendas; however, such request shall be in writing, either by letter or electronic communication. Such request shall be submitted by noon Monday preceding the Board's meeting by one week, but must be requested no later than noon ~~Wednesday~~ Monday prior to the Monday meeting which would allow for the minimum ~~72 hour~~ three (3) business days agenda posting requirement. These Bylaws do not eliminate the requirement to comply with the Open Meetings Act.*. . .

BENBROOK ECONOMIC DEVELOPMENT CORPORATION

AMENDED AND RESTATED BYLAWS

ARTICLE I.
The Corporation

1.01 Name: The name of the Corporation shall be Benbrook Economic Development Corporation (hereinafter the "Corporation" or "BEDC").

1.02 Location: The principal office of the Corporation shall be:
City of Benbrook Municipal Complex
911 Winscott Road
Benbrook, Texas 76126

ARTICLE II.
Standards

2.01 Standards. The Corporation will seek to maintain the highest ethical standards and code of conduct to foster the greatest level of trust from the Citizens of Benbrook — its customer. It shall not be the purpose of this Corporation to engage in dissemination of information to promote a policy, idea, or cause in an attempt to influence legislation.

2.02 Consideration of Actions. The BEDC Board of Directors and Staff will provide consideration of all actions' impact on the public's perception of the Corporation.

2.03 Public Awareness. The Corporation will strive to foster public and business community awareness of the BEDC, recognizing greater awareness enhances the image of the Corporation and the economic environment of the City of Benbrook.

2.04 Goals. The BEDC Board will provide clear goals for Staff, the public and the business community's awareness.

ARTICLE III.
Board of Directors

3.01 Number, Appointment, and Term of Office. The business and affairs of the Corporation shall be managed by a Board of seven (7) Directors. The Board of Directors shall be appointed by the Benbrook City Council. Each Director shall serve for two (2) years at the pleasure of the City Council. Each Director shall be a resident of the City of Benbrook and is entitled to one vote upon the business of the Corporation. A Director is deemed to have forfeited its place on the Board if said Director fails to attend three (3) consecutive Board of Directors' Regular Meetings without review and approval of the Board, or is no longer residing in the City of Benbrook. A Director may be removed by the Benbrook City Council at any time with or without cause.

3.02 Vacancies. City Council will, at its pleasure, fill all vacancies. In the event of a vacancy on the Board, the City Council may appoint a successor to serve the remainder of the unexpired term.

3.03 Regular Meeting; Place of Meetings. Regular Meetings shall be held on the third (3rd) Monday of each month and shall be held at the City Council Chambers, 911 Winscott Road, Benbrook, Texas 76126, unless otherwise determined by ~~resolution of~~ the Board of Directors. A meeting for the election of officers and the transaction of other business shall be held on the third (3rd) Monday in ~~November~~ January of each year, unless changed by resolution of the Board of Directors. All meetings shall be called and held in accordance with the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended.

3.04 Special Meetings. Special Meetings of the Board of Directors may be called by the President or upon the written request of two Directors, on ~~72 hours~~ four (4) business days' notice prior to the meeting, or as otherwise required by the Texas Open Meetings Act, with notice delivered to each Director, either by hand-delivery, U.S. mail, or electronic communication.

3.05 Quorum. A majority of the Board of Directors, including vacancies, shall constitute a quorum for the transaction of business. An affirmative vote of the majority of those present shall be required for the passage of any resolution; or Board of Directors' action giving direction to the Staff.

3.06 Board Business. The agenda for meetings of the Board of Directors shall be prepared by the Staff with input from the Directors.

3.07 Presiding Officer. At all meetings of the Board of Directors, the President, or in the President's absence, the Vice President, or in the absence of both of these officers another Director, selected by those present, shall preside. The Secretary of the Corporation shall sit as secretary at all meetings. In case of the Secretary's absence, the presiding officer shall designate any person to act as Secretary.

3.08 Management. The property and business of the Corporation shall be managed by the Board of Directors which may exercise all powers of the Corporation under the provisions of Texas Local Government Code Chapters 501, 502, and 505, and Texas Business Organization Code, Title 2, as applicable.

3.09 Additional Powers. In addition to the powers conferred by these Bylaws, the Board of Directors may exercise all powers of the Corporation and do all lawful acts and things that are not prohibited by statute, or these Bylaws, including, but not limited to, the following powers:

1. To purchase, or otherwise acquire for the Corporation, any property, rights, or privileges which the Corporation is authorized to acquire, at such price or consideration and generally on such terms and conditions as they determine to be appropriate, and at their discretion to pay, therefore, either wholly or partly, in money, notes, bonds, debentures, or other securities or contracts of the Corporation as may be lawful.

2. To sell or lease the real or personal property of the Corporation on such terms as the Board of Directors may see fit and to execute all deeds, leases and other conveyances or contracts that may be necessary for carrying out the purposes of this Corporation.

3.10. Conflicts of Interest. In addition to the requirements otherwise imposed by statute or other law, the Board of Directors and Staff shall be subject to the procedures and duties of the conflict of interest provisions otherwise applicable to the City and its officials and employees, including but not limited to Texas Government Code chapter 573 (nepotism), Local Government Code chapter 171 (substantiate interest conflicts), chapter 176 (conflicts disclosures), and common law doctrines of incompatibility and dual office holding.

3.11 Authority to Contract for Staff and Administrative Services. The Corporation has the authority, subject to the approval of the City, to enter into an

agreement or agreements for staff support, administrative and financial management services.

ARTICLE IV.
Officers

4.01 Compensation of Board of Directors. Directors shall not receive any compensation for their services. Expenses incurred in the Corporation's business may be reimbursed.

4.02 Executive Officers. The Executive Officers of the Corporation shall be a President, Vice-President, and Secretary. The Board of Directors shall elect these Officers from its Members ~~at the first Regular Meeting following term appointments by City Council~~ during their January meeting. Appointments to fill officer vacancies may be made throughout the year to fill the remaining terms as needed. The Board may appoint such other officers as they deem necessary, who shall have such authority, and shall perform such duties as may be prescribed by the Board. The Board will make provisions for City staff to provide administrative support and oversight of the Corporation's work.

4.03 Powers and Duties of the President. The President shall preside at alt meetings of the Board of Directors but shall have no regular administrative duties other than signing such documents as the Board of Directors may require. The President shall have all the rights, duties, and responsibilities of a Director including the right to vote, but shall have no veto power.

4.04 Powers and Duties of the Vice-President. The Vice-President shall have such powers and perform such duties as may be delegated to him or her by the Board of Directors. In the absence or disability of the President, the Vice-President may perform the duties and exercise the powers of the President.

4.05 Powers and Duties of the Secretary. The Secretary may sign with the President, or Vice-President, in the name of the Corporation, all contracts and instruments of conveyance authorized by the Board of Directors, and shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board. Records of the Corporation shall be maintained and filed in the office of the City Secretary.

ARTICLE V.
Corporate Seal

5.01 Corporate Seal. No corporate seal shall be required.

ARTICLE VI.
Fiscal Year

6.01 Fiscal Year. The fiscal year of the Corporation shall begin on the first day of October and terminate on the 30th day of September.

ARTICLE VII.
Miscellaneous

7.01 Notices and Waivers. Whenever, under the provisions of these Bylaws, notice is required to be given to any Member of the Board of Directors, unless otherwise provided, the notice may be given personally, by electronic communication, or it may be given in writing by depositing it in the post office or letter box in a postage paid envelope or postal card addressed to the Member at the address as appears on the books of the Corporation, and the notice shall be deemed to be given at the time when it is mailed. Whenever any notice to Directors is required to be given by law, or by these Bylaws, a waiver in writing signed by the person or persons entitled to the notice, whether before or after the time stated, shall be deemed the equivalent of notice.

7.02 Requested Agenda Items. A Director may request items be added to the meeting agendas; however, such requests shall be in writing, either by letter or electronic communication. Such request shall be submitted by noon Monday preceding the Board's meeting by one week but must be requested no later than noon ~~Wednesday~~ Monday prior to the Monday meeting, which would allow for the minimum ~~72 hour~~ three (3) business days agenda posting requirement. These Bylaws do not eliminate the requirement to comply with the Open Meetings Act.

7.03 Negotiable Instruments. All checks, drafts, notes or other obligations of the Corporation shall be signed by Officers or persons as authorized by the Board. All checks require the signature of two (2) persons. In addition to persons who may be authorized by the Board, the City Comptroller, City Budget Director, City

Secretary, and the Director of Economic Development are and shall be authorized persons under this Section.

7.04 Resignations. Any Director or Officer may, at any time, resign. Resignations shall be made in writing and shall take effect at the time specified in the resignation, or, if no time be specified, at the time of its receipt by the President or the Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

7.05 Approval of the City Council. To the extent these Bylaws refer to any approval or other action to be taken by the City, that approval or action shall be evidenced by a certified copy of a resolution, ordinance, or motion duly adopted by the City Council.

7.06 Organizational Control. The City Council, at its sole discretion, and at any time, may alter or change the structure, organization or activities of the Corporation (including the termination of the Corporation), subject to any limitation on the impairment of contracts entered into by such Corporation, The foregoing, notwithstanding, the City, at all times during which any indebtedness of the Corporation, the interest on which is exempt from federal income taxation, remains outstanding, will maintain a beneficial interest in the Corporation. All programs and expenditures of the Corporation must be approved by the Benbrook City Council. The City Council shall review any financial statements of the Corporation and, at all times, will have access to the books and records of the Corporation. The Corporation shall be subject, at all times, to the control of the Benbrook City Council under whose auspices the Corporation was created.

ARTICLE VIII.
Provisions Regarding Bylaws

8.01 Effectiveness of Bylaws. These Bylaws shall become effective only upon the occurrence of the following events:

1. the adoption of these Bylaws by the Board of Directors; and

2. the approval of these Bylaws by the City Council.

These Bylaws may be amended at any time, either by a majority vote of the Board of Directors with approval of the City Council, or at the sole discretion of the City Council.

8.02 Interpretation of Bylaws. These Bylaws shall be liberally construed to effectuate their purposes. If any word, phrase, clause, sentence, paragraph, section or other part of these Bylaws, or the application thereof to any person or circumstances, shall ever be held to be invalid or unconstitutional by any court of competent jurisdiction, the remainder of these Bylaws and the application of such word, phrase, clause, sentence, paragraph, section or other part of these Bylaws to any other person or circumstance shall not be affected thereby.

ARTICLE IX.
Dissolution of Corporation

9.01 Dissolution. Upon the dissolution of the Corporation after payment of all obligations of the Corporation, all remaining assets of the Corporation shall be transferred to the City of Benbrook, Texas.

I hereby certify that the foregoing Bylaws are the true and correct Amended and Restated Bylaws of the Corporation, as adopted by the Benbrook Economic Development Corporation on the 19th day of October, 2026.

President:_____

Secretary:_____