Call to Order

Welcome Remarks

Pledge of Allegiance

Roll Call and Housekeeping

Public Comment

Action Items

Houston-Galveston Area Council

GCEDD Board Retreat Meeting

Wednesday, July 29th 2026
United Way 50 Waugh Dr, Houston, Tx

I. Call to Order

II. Welcome Remarks: Mike Rozell

III. Pledge of Allegiance: Andrew Van Chau

IV. Roll Call and Housekeeping: Darryl Briscoe

V. Public Comment

VI. Action Items

- Meeting Minutes
    a. Request approval of the minutes from November 5th, 2025
    b. Request approval of the minutes from the April 22nd, 2026
- GCEDD Financial Report – Gilda Mendoza
    a. Request approval of the financial report for the period ending December 2025
    b. Request approval of the financial report for the period ending March 2026
    c. Request approval of the financial report for the period ending June 2026
        i. Discuss personal allocation for funds

VII. Information

- Board Updates – Darryl Briscoe
- Broadband Update – Darryl Briscoe
- Staff Activities Update – Brandy Guidry
- Loan Program Report – Christina Cornelius

VIII. Committee updates

- Board workshop
    a. Workforce Discussion
    b. HREDA Discussion

IX. Presentations

- Workforce Solutions – Ron Borski

X. Other

- General Updates
- Other Business
- Closing Remarks
- Next Meeting – TBA 2026 (In-Person)

XI. Adjourn Meeting

GULF COAST ECONOMIC DEVELOPMENT DISTRICT

GCEDD Board Meeting Minutes

Wednesday, November 5th 2025
3555 Timmons Lane Houston Texas, 77027
Conference Room BC

Members Present: Mike Rozell (Proxy - Andrew Van Chau), Carlos Guzman, Dianna Grobe, Guy Robert Jackson, Lance Dean, Courtland Holman, Judge Jay Knight, Elizabeth Huff, Danielle Scheiner, Commissioner Kendric Jones, and Jason Smith

Members Absent: David Hairel, Jimmy Henry, Chad Carson, B.J. Simon, Mike Ferdinand, Patti Worfe, Stephanie Smith, Tiko Hausman, Lance LaCour, Matt Buchanan, Becky Nutt, and Gwen Tillotson

Andrew Van Chau commenced the meeting at **10:05 a.m.** and led the Pledge of Allegiance. Darryl Briscoe performed roll call and confirmed that a quorum was met.

I. Public Comment

- Molly Eskelson was promoting Houston Area GIS Day. Professional workshops, Expo, and Student Event from November 19-21, 2025. Cost is $20.
- Andrew Van Chau inquired whether additional event information was available on the website (Flyers in person and on website).

II. Action Items

Approval of Minutes

- Guy Robert Jackson motioned to approve the July 23, 2025 meeting minutes. Lance Dean seconded the motion.
  Motion carried, and board minutes approved for the July 23rd meeting.

Financial Report

- Gilda Mendoza presented the financial report for the period ending September 30, 2025.

Discussion:

- Guy Robert Jackson inquired about the potential impacts of the federal government shutdown on program funding.
- Omar Fortune confirmed that no funds listed on the financials were in jeopardy, and noted that the organization is in the process of certifying as a Community Development Financial Institution (CDFI).
- Guy Robert Jackson motioned to approve the financial report. Elizabeth Huff seconded. The motion carried; the financial report was approved.

Amendment to GCEDD Bylaws

- Omar Fortune stated that the Board did not issue the required ten-day notice to allow adequate review of the proposed amendment to the GCEDD Bylaws. Therefore, this item will be tabled until the next meeting.

a. Jason Smith questioned if the other necessary revisions that were needed had been completed.
b. Guy Robert Jackson requested clarification on specific changes.
c. William Matthews was present to address any questions deferred to the Board's decision to postpone discussion until proper notice could be issued.

III. Information

Board Updates – Darryl Briscoe

d. Welcomed Danielle Shiner, representing the Greater Houston Partnership, who has rejoined the Board as a regional representative.
e. The GCEDD continues to work toward filling all open Board seats, including representation from Chambers County and Galveston County.
    - The Board discussed representation changes for Chambers County, confirming that Guy Robert Jackson serves as the official delegate. Staff will coordinate formal documentation to update records. The Galveston County seat remains vacant pending a new appointment.
f. Five CEDS recommendation letters were submitted through the region for entities applying to the Economic Development Administration (EDA). Due to the ongoing federal government shutdown, EDA application reviews are currently paused.
g. GCEDD plans to pursue additional EDA grant opportunities once operations resume.

FIFA World Cup 2026 Planning

h. FIFA World Cup 2026, HGAC is a part of the planning commission, and how the departments will work together.
    - H-GAC will be participating in the air quality team, transportation, traffic, safety and security, and economic development, and is looking at ways to help small businesses capitalize on the increased tourism.
    - Looking at ways for the community to decrease travelling as much during the event, potentially work from home, and rideshare to reduce congestion, etc.
i. Darryl Briscoe provided an update on the broadband grant application for rural areas, addressing resiliency challenges. The region is working collaboratively to identify priority projects, with submissions expected by the end of the month.
j. The Broadband RFQ is currently under review to determine potential revisions before being released to internet service providers.
    - Andrew Van Chau asked about the strategic approach to the RFQ.

- Darryl Briscoe stated that the goal is to develop a shortlist of qualified broadband service providers to alleviate administrative burden on local communities.

k. Christina Corenlius provided an update on the current lending capacity available:
- Fort Bend County Fund: $381,719
- Cares 2: $84,605.50
- Cares 1: $121,499
- Regular RLF: $195,067
- Total available to lend is $587,822.

IV. Presentations

Workforce Solutions – Presented by Ron Borski

- Provided updates on the current workforce trends and regional industry data.
  - Andrew Van Chau asked whether there is any identified skills gap contributing to hiring challenges.
  - The Board discussed the growing influence of artificial intelligence (AI) on workforce trends, particularly the displacement of clerical and technical roles. Members highlighted the need for targeted training programs in skilled trades, CDL licensing, and biotechnology manufacturing to address workforce shortages.

Texas PACE – Charlene Heydinger

- Discussed opportunities for Unlocking Capital for Resilient Growth, emphasizing that the program remains underutilized in the region.
- Ms. Heydinger requested Board assistance in promoting awareness of the Texas PACE program through local chambers, Rotary clubs, and EDCs, emphasizing that it is a no-cost tool for local governments.

Board Member Community Spotlight from City of Sugarland – Elizabeth Huff

- Shared community updates from Sugar Land.
- Ms. Huff announced that the City of Sugar Land secured an exclusive regional sponsorship with the Houston Host Committee for the 2026 FIFA World Cup and plans to host public watch parties at Sugar Land Town Square.
- Noted that FIFA World Cup matches in Houston will occur every three days and may impact local economic activity and infrastructure planning.

V. Other

General Staff Updates

- Darryl discussed coordination efforts between GCEDD and Harita to conduct an upcoming meeting.

VI. Staff reported attendance at various professional conferences and regional development events.

VII. Other Business

- The Board discussed creating a formal process for issuing letters of support to local companies seeking assistance from GCEDD for mergers, expansions, or grant applications. No action was taken.

VIII. Closing Remarks

- Mr. Van Chau reminded members of the importance of attendance and early scheduling. Mr. Jackson noted that members may assign proxies in writing to ensure a quorum at future meetings.

IX. Next Meeting

- The next meeting will be held in 2026, and the calendar will be distributed by the end of the year. Committee meetings will be scheduled accordingly.

X. Adjournment

- A motion to adjourn was made by Elizabeth Huff and seconded by Carlos Guzman. The meeting adjourned at 11:57 a.m.

GULF COAST ECONOMIC DEVELOPMENT DISTRICT

GCEDD Board Meeting Minutes

Wednesday, April 22nd 2026
3555 Timmons Lane Houston Texas, 77027 Conference Room BC

Members Present: Mike Rozell, Carlos Guzman, Jimmy Henry, Andrew Van Chau, Dianna Grobe, Guy Robert Jackson, Lance Dean (Proxy), Courtland Holman, Stephanie Smith, Judge Jay Knight, Tiko Hausman (Proxy), Danielle Scheiner, Josh Owens(Proxy) and Jason Smith
Members Absent: David Hairel, Commissioner Kendric Jones, Chad Carson, B.J. Simon, Mike Ferdinand, Patti Worfe, Matt Buchanan, Becky Nutt, Gwen Tillotson, and Elizabeth Huff

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I. Call To Order

Andrew Van Chau called the meeting at 10:05 a.m. and led the Pledge of Allegiance. Darryl Briscoe performed roll call and confirmed that a quorum was met.

II. Public Comment

No public comments were presented.

III. Action Items

- **Meeting Minutes**
The incorrect meeting minutes were provided. The November 5, 2025, meeting minutes will be presented at the next meeting for approval.
- **Financial Report**
Christina Ordóñez-Campos presented the financial reports for the periods ending December 31st, 2025, and March 31st, 2026.
  Discussion:
  - Jason Smith questioned the personnel expense increase from $28,672 (2025) to $119,573 (2026).
  - Christina Ordóñez-Campos explained that Ronnie Barnes and Omar Fortune allocated additional funds to compensate employees who are directly involved with the GCEDD activities, both current and future.
  - Omar Fortune clarified that within the Enterprise Solutions department, they tend to compensate staff according to the revenue that is available, which mainly comes from the Cooperative Purchasing team, but in the last year, there was an increase in the revenue available.
  - Judge Rozell requested more detailed documentation showing where personnel funds are allocated, including employee hours and specific activities, for a better understanding of the significant increase in personnel expenses.

- Jason Smith referenced his previous concerns during a discussion on bylaws and how the funds should be used appropriately, and should avoid subsidizing employees from incorrect funding sources.
- Christina Ordóñez-Campo described H-GAC's robust payroll system that tracks time by funding source and explained that all district activities undergo annual audits to ensure proper allocation.
- Danielle Scheiner requested that large financial deltas be pre-explained in future reports.

Motion: Guy Robert Jackson motioned to table the December 31st, 2026, and March 31st, 2026, pending a detailed summary of the personnel expenses showing the hours allocated and activities performed. Jason Smith seconded the motion. **Motion passed**

- **Vote on amendment to GCEDD Bylaws**

Omar Fortune reviewed the proposed amendments to the GCEDD Bylaws, including changes to the signature authority, contracts and documents, and board roles.

Discussion:

- Judge Rozell asked whether the changes would affect board operations. Omar confirmed that they would not affect the board's receipt of information or its decision-making authority.
- Josh Owens suggested removing the specific list of cities from Article II, Section 3 of the bylaws and retaining only the criteria ($250 million+ in sales tax revenue), because listing specific cities would require amending the bylaws each time the list changes.
- Dianna Grobe proposed adding a requirement that qualifying cities must have at least one paid staff member dedicated to economic development, because she knows one city does not have such staff.
- Jason Smith suggested the language specify "at least one full-time paid employee dedicated to economic development" to ensure cities are actively engaged in economic development activities.
- The board discussed whether to include elected officials or require dedicated economic development staff, ultimately agreeing on requiring paid professional staff dedicated to economic development (Whether employed by the city, county, EDC, or contract).
- Jason Smith also proposed to amend Article 6, Section 6 to require a two-thirds majority vote (rather than a simple majority) to amend the bylaws.

Motion: Jason Smith moved to approve the bylaws with the amendments to:

1. Article II, Section 3: Remove the specific list of cities and add language requiring that qualifying cities must have at least one full-time paid employee dedicated to economic development activities.
2. Article VI, Section 6: Change the voting requirement from a majority vote to a two-thirds majority vote of the Board of Directors.

Mike Rozell seconded the motion. Motion passed.

- **Vote to approve the Executive Committee bylaws**

Omar Fortune presented the Executive Committee Bylaws for approval.

Discussion:

- Jason Smith asked for clarification on Article 2 regarding who serves as "President and Executive Director" and questioned the provision allowing the Executive Committee to "act on urgent matters requiring immediate attention with subsequent board ratification," expressing concern about potential scenarios where the board might not ratify actions already taken.
- Omar explained that this provision is intended for rare emergency cases (such as disaster response or time-sensitive grant applications) and the Executive Committee would act in the best interest of the full board.
- Darryl Briscoe provided context from three years prior when the district missed a grant opportunity because the full board could not be convened quickly enough to approve a letter of support.
- Jason Smith expressed concern about the broad language around "urgent matters" and suggested either limiting it to grant applications or striking the provision entirely and delegating specific tasks at a future meeting. He noted the provision already prohibits the Executive Committee from entering into contracts or making financial commitments.
- Daniele Scheiner and Josh Owens discussed various scenarios where expedited action might be needed.
- The board discussed striking everything after "full board" in Article 2 and creating a specific list of delegated authorities at the next meeting.
- Jason Smith also proposed amending Article 8 to require a two-thirds majority vote and removing "executive committee with approval of" so amendments require full board approval only.

Motion: Jason Smith moved to approve the Executive Committee Bylaws with the following amendments:

1. Under Article 2: Insert a period after full board and strike all language regarding acting on urgent matters and subsequent ratification.

2. Under Article 8: Change to require a two-thirds majority vote and remove “executive committee with approval of” so the bylaws may only be amended by a two-thirds majority vote of the Gulf Coast Economic Development District Board/

Danielle Scheiner seconded the motion. Motion passed.

- **Vote to Approve Loan Write Off Policy**

Christina Cornelius reviewed the proposed Loan Defaults and Write-Offs policy, which establishes a criterion of:

- Loans in default for 12 months without communication or payment will be moved to bad debt status.
- Loans in default for 24 months will be considered for full write-off.
- At the beginning of each fiscal year, the finance team will propose bad debt write-offs for board approval.

Discussion:

- Jason Smith asked whether this is a new policy or an addition to the existing policy. Christina confirmed it is an additional formalization of the write-off process.
- Jason Smith asked about collection efforts prior to write-off, including potential legal action and asset seizure.
- Christina Cornelius explained that legal collection costs often exceed recoverable amounts. Current collection efforts include monthly calls from loan servicers, implementing easier payment methods, and procuring credit reporting software. She noted that threatening credit reporting results in increased payments.
- Omar Fortune added that the credit reporting software (Credit Builders Alliance) is currently being vetted by H-GAC’s data services team.
- Jason Smith suggested future revisions should ensure personal guarantees are required and that late payments (not just defaults) are reported to credit bureaus, as this creates a stronger incentive for business owners to remain current.
- The board discussed potentially selling loan portfolios (performing and non-performing) on the secondary market to free up capital for additional lending. Jason Smith recommended contacting the Bankers Bank in Dallas, which specializes in such transactions.

Motion: Jason Smith motioned to approve the Loan Write-Off Policy as presented. Danielle Scheiner seconded. Motion passed.

IV. Information

  - For the sake of time, the information section was skipped to allow for our guest presenters to speak.
- **Board Updates**
  - Darryl Briscoe provided updates on staff activities and broadband activities to the board.
- Loan Program Report
  - Christina Cornelius provided a report on the Loan Program.

V. Committee updates

- Executive Committee Update
  - Darryl Briscoe provided an update regarding the executive committee
- CEDS Committee Update
  - Darryl Briscoe provided an update regarding the CEDS Committee
- Small Business Committee Update
  - Darryl Briscoe provided an update on the Small Business Committee

VI. Presentations

- Due to time, we did not have a presentation from Workforce Solutions.
- **H-GAC's participation in the FIFA World Cup**
  - Tricia Bentley discussed H-GAC's coordination efforts for the 2026 FIFA World Cup, including:
    - Seven World Cup matches hosted in Houston from June 14-July 4, 2026.
    - There are overlapping events such as Fan Fest in East Downtown, Houston Astros home games, and July 4th celebrations for America's 250th anniversary.
    - H-GAC's role in regional coordination for public safety, transportation/mobility, emergency preparedness, and environmental sustainability.
    - Transportation modeling and contingency planning efforts
    - The "What's Your Game Plan?" commuter outreach campaign (commutegameplan.com).
    - Emergency management workshops and coordination with retail businesses on suspicious activity reporting.
    - Air quality monitoring along the 14-mile Green Corridor between NRG Park and Fan Fest.
  - A board member asked about procurement opportunities for small businesses. Brandy Guidry noted that most procurement deadlines have already passed,

but information is available on the Houston FIFA website. A business continuity employer worksheet will be distributed to help businesses plan for the event.

- Nuclear Energy Consortium
  - Dr. Monica Cortez, Director of Business Operations for the Texas Manufacturing Assistance Center (TMAC), presented on:
    - TMAC's role as the second-largest National Institute of Standards and Technology (NIST) MEP Center in the U.S., supporting small and medium-sized manufacturers.
    - The Texas Consortium for Fusion Energy and fusion energy's potential to provide 3-5 times more power than fission with zero greenhouse gas emissions.
    - Global fusion energy investments exceeding $10 billion.
    - Governor Abbott's Texas House Bill 14 establishing the Texas Advanced Nuclear Energy Office (TANEO) and the $350 million Texas Advanced Nuclear Development Fund (applications due May 14, 2026)
    - Upcoming technical workshops at the University of Houston (Early May) and Texas A&M.
  - Dr. Cortez emphasized the importance of partnerships between industry, academia, and government to accelerate Texas's energy leadership.

VII. Other

- **General Updates**
  - Darryl Briscoe provided additional updates:
    - Ongoing discussions regarding Brownfields initiatives and CDFI conversations for small business support.
    - Six EDA projects submitted from the region with letters of alignment.
    - Three additional committee projects have been submitted (Pasadena, Fort Bend, and Bolivar Peninsula).

- **Other Updates**
  - CEDS Committee Meeting: May 6, 2026
  - Small Business Committee Meeting: May 13, 2026
  - Next GCEDD Board Meeting: July 22, 2026 (In-Person)
  - Brandy Guidry announced a National Apprenticeship Week event on May 1st at H-GAC, with registration information to be distributed.

Andrew Van Chau asked the board's preference on receiving copies of letters of support for projects. The consensus was that letters do not need to be distributed routinely but will be available upon request.

VIII.

VIII. Closing Remarks

- Andrew Van Chau thanked the board members for their diligence in reviewing materials and participating in thorough discussions. He encouraged members to contact Darryl Briscoe with any topics for future agendas.

IX. Adjournment

- The meeting was adjourned at 12:01 PM by Andrew Van Chau

2025 Income Statement

As of December 31, EDA revenue totaled $645,042, while total expenses were $711,223. Of the total expenses, $427,125 represented administrative expenditure, and the remaining $284,098 consisted of loan write-offs and bad debt expense.

The write-offs and bad debt expense were accounting adjustments related to revenue received in 2021to fund loans. When those loans were originally issued, the corresponding funding was recognized as revenue. As loans were determined to be uncollectible and written off, the related write-offs and bad debt expense effectively reduced the benefit of the revenue that had been recognized from the original funding.

Excluding the $284,098 ($250,098+$34000) in loan write-offs and bad debt expense, EDA generated net revenue of $217,917 as of December 31.

These programs had below balance left:

$151,977 available for the CDFI program,

$58,812 available for the Wells Fargo program, and

$10,000 available for the United Way program.

These funds were carried forward into 2026 and were spent to support program activities during the first half of the year. As a result, 2026 financial statements show lower revenue and higher expenses because the revenue was recognized in the prior year, while the related program expenditures were incurred in 2026. This difference is due to the timing of revenue recognition and spending, rather than an operational deficit.

2026 Income and Expense Statement

Loan Interest & Late Fees: Loan interest and late fee collections are fairly consistent from year to year. Interest income naturally declines over time as borrowers make payments and loan balances decrease according to their amortization schedules.

Personnel Expense: Personnel costs appear higher because staff worked on programs funded by grants received in late 2025, like CDFI, and Wells Fargo. The funding was recognized last year, while the expenses are shown this year.

Indirect Expense: The increase in indirect costs is mainly due to a change in the allocation method. Beginning in 2026, Internal Services is included in Indirect, and GIS/Network is no longer charged separately.

The indirect rate for 2026 is 30.74% and benefit rate is 46.94%

Consultant Expense: The consultant costs were paid using United Way funds received in December 2025, so the related revenue was recognized last year

The 2026 loss is mainly due to timing. We received several grants at the end of 2025, but the money was spent on program activities in 2026. As a result, the revenue shows in one year and the expenses in the next.

Do mention about $60,000 received in July from wells Fargo for SBA loan technical assistance. This will show that we are working hard and getting revenue.

Net Loss: The reported net loss is mainly due to the timing of grant funding. Several grants were received and recognized in late 2025, while the related expenses were incurred in 2026.

Out of $262,735 total expenses $186,666 was covered with revenue recognized previous year, rest with this year's bank interest income, loan interest income and late fees.

CDFI Funds Received in 2025	$ 117,853.45
Wells Fargo Funds Received in 2025	$ 58,812.72
United Way Funds Received in 2025	$ 10,000.00
Funded with 2026 Bank interest income/loan interest income /late fees	$ 44,134.07
EDA planning 2026	$ 3,888.00
Yet to bill EDA planning	$ 28,046.76
	$ 262,735.00

2026 Balance Sheet

Account receivable is amount to be transferred from HGAC to EDA for loan collection done through credit card payment

(Note – credit card payment collection hits HGAC bank account and then we transfer the money to EDA)

Accounts Payable to HGAC- H-Gac pays for the expenses first and then EDA reimburses H-GAC. As of June, EDA owes 64k to HGAC.

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
BALANCE SHEET
AS OF 12/31/2025

ASSETS		**12/31/2025**		**12/31/2024**
Cash	$	1,362,162	$	736,633
Accounts Receivable		31,112		16,097
Loan Receivable				
Regular -RLF		484,962		745,329
CARES ACT - RLF		1,293,844		1,475,802
CARES ACT RLF Allowance for Loan Losses		34,000		-
Net CARES ACT - RLF		1,259,844		1,475,802
CARES ACT - RLF 2		890,572		973,607
RRR RLF Loan		870,746		1,068,340
Total ASSETS	**$**	**4,899,398**	**$**	**5,015,808**
LIABILITIES & EQUITY				
Liabilities				
Accounts Payable - H-GAC	$	68,549	$	118,778
Total Liabilities	**$**	**68,549**	**$**	**118,778**
Equity				
Retained Earnings	$	4,897,030	$	4,819,736
		4,897,030		4,819,736
Net Income		(66,181)		77,294
Total Equity	**$**	**4,830,849**	**$**	**4,897,030**
Total LIABILITIES & EQUITY	**$**	**4,899,398**	**$**	**5,015,808**

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
STATEMENT OF REVENUE AND EXPENDITURES
01/01/25 - 12/31/2025

		12/31/2025		12/31/2024
REVENUE				
Notes Interest				
- EDA RLF	$	21,527	$	24,011
- CARES RLF		48,931		45,423
- CARES RLF 2		25,285		32,421
- RRR RLF		18,900		21,500
Late Fees Collection		845		261
Loan Origination Fees		5,000		-
Program Revenue				
- EDA Cares		-		220,870
- EDA Broadband		-		200,777
- EDA Planning		102,514		68,597
- CDFI		300,000		25,000
- United Way		10,000		-
- Wells Fargo Grant		100,000		-
Interest		12,040		33,380
Total REVENUE	**$**	**645,042**	**$**	**672,240**
EXPENSE				
Bank Fee		-		-
H-GAC Management Expense				
- Personnel	$	338,449	$	296,154
- Indirect		21,399		27,008
- Other Contract Services		-		207,698
- Travel		185		865
- Rent		7,096		7,133
- Grants		-		-
- Expendable Equipment		1,909		1,803
- Office Supplies		-		47
- Meeting Expenses		123		296
- Software		3,634		168
- Employee Development		600		-
- Subscription/Membership		4,335		5,306
- GIS/Network Allocation		23,519		23,897
- Internal Services Allocation		25,876		24,571
- Provision for Bad Debt		34,000		-
- Loan Write-Off		250,098		-
Total EXPENSE	**$**	**711,223**	**$**	**594,946**
NET INCOME	**$**	**(66,181)**	**$**	**77,295**

Project/Fund	Description
EDAC.09.0107	Regular RLF
EDAC.20.0105	CARES RLF Round 1
EDAC.22.0105	CARES RLF Round 2
EDAC.22.3001	Fortbend RRR RLF
EDAC.24.5001	CDFI
EDAC.24.0101	EDA Planning Program
EDAC.25.6001	Wells Fargo- Small Business Loan

Expense as of DECEMBER 2025

Administrative Expense	Basis of Charges
$ 33,670.50	Includes hours charged by the Communications Department and Finance Team, Travel, expendable equipment, Employee Development, and software costs.
$ 51,502.76	Includes hours charged by the Program Team
$ 26,659.48	Includes hours charged by the Program Team
$ 23,567.04	Includes hours charged by the Program Team
$ 148,023.15	Funded with CDFI funds received in 2025. Includes staff charges(Jessica, christina, Esther, Doris and Ricardo). No indirect Allocation applicable.
$ 102,514.48	Funded with $100,000 received in October 2025 from Wells Fargo . Includes staff charges for Jessica and Esther.
$ 41,187.28	Funded with $100,000 received in October 2025 from Wells Fargo . Includes staff charges for Jessica, Ricardo and Esther.

Services Provided
loan collections, and complete various required financial and compliance reports. Expenses also include software costs related to loan servicing and collections (Kotapay and Autopal), as well as meeting expenses for conference room reservations.

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
STATEMENT OF REVENUE AND EXPENDITURES
01/01/26 - 03/31/2026

REVENUE				
Notes Interest		**3/31/2026**		**3/31/2025**
- EDA RLF	$	4,469	$	6,058
- CARES RLF		12,862		10,757
- CARES RLF 2		7,937		6,740
- RRR RLF		2,839		4,261
Late Fees Collection		113		-
Loan Origination Fees		-		-
Program Revenue				
- EDA Cares		-		-
- EDA Broadband		-		-
- EDA Planning		-		18,903
- CDFI		-		150,000
- United Way		-		-
- Wells Fargo Grant		-		-
Interest		3,206		2,638
Total REVENUE	**$**	**31,425**	**$**	**199,357**
EXPENSE				
Bank Fee	$	-	$	-
Bad Debt Expense - Write Off	$	-	$	-
H-GAC Management Expense				
- Personnel	$	119,573	$	28,672
- Indirect		17,418		3,819
- Other Contract Services		-		-
- Travel		-		167
- Rent		2,168		1,456
- Grants		-		-
- Expendable Equipment		1,502		-
- Office Supplies		-		-
- Meeting Expenses		157		17
- Software		566		3,588
- Employee Development		-		1,200
- Subscription/Membership		-		865
- GIS/Network Allocation		-		4,608
- Internal Services Allocation		-		3,915
- Provision for Bad Debt		-		-
- Loan Write-Off		-		-
Total EXPENSE	**$**	**141,384**	**$**	**48,309**

NET INCOME	**$ (109,960)**	**$ 151,048**

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
BALANCE SHEET
AS OF 03/31/2026

ASSETS		**3/31/2026**		**3/31/2025**
Cash	$	1,180,236	$	951,905
Accounts Receivable		31,112		-
Loan Receivable				
Regular -RLF		560,827		719,660
CARES ACT - RLF		1,365,741		1,405,177
CARES ACT RLF Allowance for Loan Losses		34,000		-
Net CARES ACT - RLF		1,331,741		1,405,177
CARES ACT - RLF 2		876,953		958,016
RRR RLF Loan		832,267		1,026,458
Total ASSETS	**$**	**4,813,136**	**$**	**5,061,217**
LIABILITIES & EQUITY				
Liabilities				
Accounts Payable - LDC		-		-
Accounts Payable - H-GAC	$	92,246	$	13,139
Total Liabilities	**$**	**92,246**	**$**	**13,139**
Equity				
Retained Earnings	$	4,830,850	$	4,897,030
		4,830,850		4,897,030
Net Income		(109,960)		151,048
Total Equity	**$**	**4,720,889**	**$**	**5,048,078**
Total LIABILITIES & EQUITY	**$**	**4,813,135**	**$**	**5,061,217**

	EDAC.22.3001	EDAC.22.0105	EDAC.20.0105	EDAC.09.0107
	Fort Bend	**CARES 2**	**CARES 1**	**Regular RLF**
RLF Awarded	$ 1,298,000	$ 1,021,000	$ 1,652,500	$ 895,483
RLF disbursed	$ 1,298,000	$ 1,021,000	$ 1,652,500	$ 837,813
Available to lend from original award	$ -	$ -	$ -	$ 57,670
Principal Collection till date	$ 465,732	$ 302,047	$ 1,591,241	$ 525,950
Write-off	$ -	$ 33,501	$ 145,313	$ 176,036
Bad Debt Provision	$ -	$ -	$ 34,000	$ -
New Loans Disbursed from collection	$ -	$ 191,500	$ 1,450,000	$ 425,000
Committed - Yet to Disburse	$ -	$ -	$ -	$ -
Total available to lend for Loans	$ 465,732	$ 110,547	$ 141,241	$ 158,620
Outstanding RLF	$ 832,268	$ 876,953	$ 1,331,741	$ 560,827
MIP Expense as of 3/31/2026	$ -	$ -	$ 2,130	$ 5,326
Interest Collected	$ 2,839	$ 7,937	$ 12,862	$ 4,469
Bank Interest Allotted	$ 990	$ 598	$ 763	$ 857
Late Fees Collected	$ 113	$ -	$ -	$ -
Funds Available for admin	$ 3,941	$ 8,534	$ 11,495	$ 0

Total
$ 717,520
$ 3,601,788
$ 23,971

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
STATEMENT OF REVENUE AND EXPENDITURES
01/01/26 - 06/30/2026

REVENUE				
Notes Interest		<u>6/30/2026</u>		<u>6/30/2025</u>
- EDA RLF	$	8,983	$	11,805
- CARES RLF		25,593		23,250
- CARES RLF 2		14,184		10,781
- RRR RLF		5,643		10,593
Late Fees Collection		1,266		845
Loan Origination Fees		-		2,500
Program Revenue				
- EDA Cares		-		-
- EDA Broadband		-		-
- EDA Planning		3,888		36,403
- CDFI		-		150,000
- United Way		-		-
- Wells Fargo Grant		-		-
Interest		6,126		5,863
Total REVENUE	**$**	**65,682**	**$**	**252,040**
EXPENSE				
Bank Fee	$	-	$	-
H-GAC Management Expense				
- Personnel		216,438		94,932
- Indirect		30,305		10,093
- Consultant & Other Contract Services		10,000		-
- Travel		-		185
- Rent		3,634		3,513
- Expendable Equipment		1,502		-
- Meeting Expenses		290		70
- Software		566		3,588
- Employee Development		-		600
- Subscription/Membership		-		1,852
- GIS/Network Allocation		-		14,224
- Internal Services Allocation		-		11,400
- Provision for Bad Debt		-		-
- Loan Write-Off		-		-
Total EXPENSE	**$**	**262,735**	**$**	**140,457**
NET INCOME	**$**	**(197,053)**	**$**	**111,583**

CDFI 2025	$	117,853.45
Wells Fargo 2025	$	58,812.72
United Way 2025	$	10,000.00
Funded with Bank intere	$	61,794.07
EDA planning this year	$	3,888.00
Yet to bill EDA	$	10,386.76

Expense as of June 2

Project/Fund	Description	Administrative Expense
EDAC.09.0107	Regular RLF	$ 10,265.09
EDAC.20.0105	CARES RLF Round 1	$ 9,865.96
EDAC.22.0105	CARES RLF Round 2	$ 14,777.00
EDAC.22.3001	Fortbend RRR RLF	$ 8,622.00
EDAC.24.5001	CDFI	$ 117,853.45
EDAC.24.0101	EDA Planning Program	$ 32,538.61
EDAC.25.6001	Wells Fargo- Small Business Loan	$ 58,812.72
EDAC.25.7001	United Way Consulting Grant	$ 10,000.00

2026

Basis of Charges
Includes hours charged by the Communications Department and Finance Team, expendable equipment, meeting expenses, and software costs.
Includes hours charged by the Program Team (Christina) .
Includes hours charged by the Program Team.
Includes hours charged by the Program Team.
Funded with CDFI funds received in December. Includes staff charges(Jessica, Doris and Ricardo). No indirect Allocation applicable.
Funded with planning grant funds. Includes hours charged by the Program Team (Darryl)
Funded with $100,000 received in October 2025 from Wells Fargo . Includes staff charges for Jessica and Esther.
Funded consultant costs in 2026 and fully expended.

Services Provided
Finance staff provide financial reporting, perform bank reconciliations, manage loan collections, and complete various required financial and compliance reports. Expenses also include software costs related to loan servicing and collections (Kotapay and Autopal), as well as meeting expenses for conference room reservations.

CDFI Funds Received in 2025
Wells Fargo Funds Received in 2025
United Way Funds Received in 2025
Funded with 2026 Bank interest income/loan interest income /late fees
EDA planning 2026
Yet to bill EDA planning

$	117,853.45
$	58,812.72
$	10,000.00
$	44,134.07
$	3,888.00
$	28,046.76
$	262,735.00

262735

$ -

H-GAC COMPONENT UNITS
GULF COAST ECONOMIC DEVELOPMENT DISTRICT
BALANCE SHEET
AS OF 06/30/2026

ASSETS		**6/30/2026**		**6/30/2025**
Cash	$	1,238,782	$	951,905
Accounts Receivable		5,890		-
Loan Receivable				
Regular -RLF		538,067		719,660
CARES ACT - RLF		1,289,191		1,405,177
CARES ACT RLF Allowance for Loan Losses		34,000		-
Net CARES ACT - RLF		1,255,191		1,405,177
CARES ACT - RLF 2		867,401		958,016
RRR RLF Loan		793,255		1,026,458
Total ASSETS	**$**	**4,698,586**	**$**	**5,061,217**
LIABILITIES & EQUITY				
Liabilities				
Accounts Payable - LDC		-		-
Accounts Payable - H-GAC	$	64,789	$	13,139
Total Liabilities		**64,789**		**13,139**
Equity				
Retained Earnings		4,830,850		4,897,030
		4,830,850		4,897,030
Net Income/(Loss)		(197,053)		111,583
Total Equity		**4,633,797**		**5,008,613**
Total LIABILITIES & EQUITY		**4,698,586**		**5,021,752**

	EDAC.22.3001	EDAC.22.0105	EDAC.20.0105	EDAC.09.0107
	Fort Bend	CARES 2	CARES 1	Regular RLF
RLF Awarded	$ 1,298,000	$ 1,021,000	$ 1,652,500	$ 895,483
RLF disbursed	$ 1,298,000	$ 1,021,000	$ 1,652,500	$ 837,813
Available to lend from original award	$ -	$ -	$ -	$ 57,670
Principal Collection till date	$ 504,745	$ 311,599	$ 1,667,791	$ 548,710
Write-off	$ -	$ 33,501	$ 145,313	$ 176,036
Bad Debt Provision	$ -	$ -	$ 34,000	$ -
New Loans Disbursed from collection	$ -	$ 191,500	$ 1,450,000	$ 425,000
Committed - Yet to Disburse	$ -	$ -	$ -	$ -
Total available to lend for Loans	$ 504,745	$ 120,099	$ 217,791	$ 181,380
Outstanding RLF	$ 793,255	$ 867,401	$ 1,255,191	$ 538,067
MIP Expense as of 6/30/2026	$ 8,622	$ 14,777	$ 9,866	$ 10,265
Interest Collected	$ 5,643	$ 14,184	$ 25,593	$ 8,983
Bank Interest Allotted	$ 2,061	$ 594	$ 1,077	$ 1,790
Late Fees Collected	$ 1,266	$ -	$ -	$ -
Funds Available for admin	$ 348	$ 0	$ 16,804	$ 508

Total
$ 1,024,015
$ 3,453,913
$ 17,660

CDFI	EDAC.24.5001		WellsFargo	
Award #	241TA065850			
Award Amount	$	300,000	Award Amount	
Expense Charged			Expense Charged	
as of 12/31/2025		148,023	as of 12/31/2025	
as of 06/30/2026		117,853	as of 06/30/2026	
Balance Available	**$**	**34,123**	**Balance Available**	

EDAC.25.6001		United Way	EDAC.25.7001		
$	100,000	Award Amount	$	10,000	
		Expense Charged			
	41,187	as of 12/31/2025		-	
	58,813	as of 06/30/2026		10,000	
$	**-**	**Balance Available**	**$**	**-**	

EDA Planning	EDAC.24.0101	
Award #	AFN-00002409	
Award Amount	$	210,000
Expense Charged		
as of 12/31/2025		171,112
as of 06/30/2026		32,539
Balance Available	**$**	**6,350**

Information

AGREEMENT BETWEEN THE GULF COAST ECONOMIC DEVELOPMENT DISTRICT AND THE HOUSTON-GALVESTON AREA COUNCIL

This Agreement ("Agreement") is made and entered into by and between the Gulf Coast Economic Development District ("District") and the Houston-Galveston Area Council ("H-GAC"), collectively referred to as the "Parties," effective as of July 1, 2026.

RECITALS

WHEREAS, the District is a federally designated Economic Development District authorized under 13 CFR Part 304 and supported by the U.S. Economic Development Administration (EDA);

WHEREAS, the District is responsible for implementing the region's Comprehensive Economic Development Strategy (CEDS) and related economic development initiatives;

WHEREAS, H-GAC is a regional planning commission established under Chapter 391 of the Texas Local Government Code;

WHEREAS, H-GAC serves as the administrative and fiscal agent for the District and employs the staff that carry out the District's programs and operations;

WHEREAS, the District requires staff, fiscal, and programmatic support to administer its activities in compliance with EDA regulations and to meet programmatic goals;

WHEREAS, the Parties desire to formalize their relationship and outline the responsibilities of each organization to ensure transparent and effective administration of District programs.

NOW, THEREFORE, in consideration of the mutual covenants and conditions herein, the Parties agree as follows:

TERMS AND CONDITIONS

1. Administrative Agent Responsibilities
   H-GAC shall serve as the District's administrative and fiscal agent. In this role, H-GAC agrees to:
   a. Employ and supervise staff to carry out the day-to-day operations of the District;
   b. Provide office space, IT support, and other operational resources as needed;
   c. Maintain compliance with EDA regulations, including 13 CFR Part 304;

d. Ensure proper accounting, financial reporting, and coordination of annual audits for District funds;
e. Prepare and submit required reports to the EDA, including Annual Performance Reports.

2. Staffing
H-GAC shall employ a full-time Manager and additional staff to support the District's economic development, planning, and lending programs. Staff shall be subject to H-GAC's personnel policies and procedures and receive salary and benefits in accordance with H-GAC's compensation plans.

3. Program Execution and Compliance
The Manager and staff will:
    a. Execute the District's work plan and implement the CEDS;
    b. Support administration of EDA-funded programs, including Revolving Loan Funds (RLFs);
    c. Coordinate with stakeholders and other partners in the public and private sectors;
    d. Monitor performance metrics and ensure compliance with applicable federal guidelines.

4. Board Governance Support
H-GAC staff shall support the operations of the District's Board of Directors, including:
    a. Preparing meeting agendas and materials;
    b. Maintaining official records and minutes;
    c. Advising the Board on matters related to compliance, program performance, and strategy.

5. Confidentiality
All records, documents, financial data, and other information accessed under this Agreement shall be considered confidential. H-GAC agrees to use such information solely in its role as the District's agent and not for any unrelated purpose.

6. Reimbursement and Funding
H-GAC shall be reimbursed for direct and indirect costs incurred in the administration of the District's programs. Funding sources shall include EDA grants and other program income, and reimbursements shall be made in accordance with approved budgets.

7. Termination
   Either party may terminate this Agreement upon ninety (90) days' written notice to the other party. The parties shall cooperate in good faith during the notice period to ensure an orderly transition and minimize disruption to ongoing operations.

IN WITNESS WHEREOF
The Parties have executed this Agreement by their duly authorized representatives.

Approved

Gulf Coast Economic Development District

By: ______________________________________

Name: Mike Rozell

Title: Board President

Date: ____________________________________

Approved

Houston-Galveston Area Council

By: ______________________________________

Name: Charles Wemple

Title: Executive Director

Date: ____________________________________

- Original Termination Language
    - Either party may terminate this Agreement upon ninety (90) days' written notice to the other party. The parties shall cooperate in good faith during the notice period to ensure an orderly transition and minimize disruption to ongoing operations.

- Attorney Rewrite v.1
    - (a) Either Party may terminate this Agreement only upon a material breach of this Agreement by the other Party that remains uncured following written notice and a reasonable opportunity to cure. The “Non-breaching Party” shall provide the “Breaching Party” with written notice specifically identifying the alleged breach. The Breaching Party shall have sixty (60) days from receipt of such notice (or such additional time as may reasonably be required to cure a breach not capable of cure within sixty (60) days, provided the Breaching Party has commenced cure within such period and is diligently pursuing cure) to remedy the identified breach. If the Breaching Party cures the breach within the cure period, the notice of termination shall be deemed withdrawn and this Agreement shall continue in full force and effect. For purposes of this Agreement, “material breach” means a significant failure to perform a material obligation under this Agreement that causes or is reasonably likely to cause substantial harm to the non-breaching party.

      (b) In the event of termination for any reason, the District shall remain obligated to reimburse H-GAC for: (i) all allowable costs and expenses incurred by H-GAC through the effective date of termination; (ii) all reasonable and documented wind-down costs; and (iii) any non-cancelable contractual commitments entered into by H-GAC in furtherance of this Agreement prior to the notice of termination. Such reimbursement shall be made within thirty (30) days of H-GAC's submission of a final invoice. Any reimbursement not paid within thirty (30) days shall accrue interest at the rate of one percent (1%) per month from the date due until paid in full.

      (c) Upon termination, the Parties shall cooperate in good faith during a transition period of not less than one hundred and eighty (180) days from the effective date of termination to ensure an orderly transition of District operations. The Parties shall develop a mutually agreed written transition plan within thirty (30) days of the effective date of termination. H-GAC shall continue to provide services during the transition period and shall continue to be reimbursed in accordance with Section 6 of this Agreement. Upon the expiration of the transition period, H-GAC's authority to act on behalf of the District shall terminate automatically.

(d) The Parties' confidentiality obligations provision in Section 5, the reimbursement obligations in Section 6, and this Section 7(b) shall survive any termination or expiration of this Agreement.

- Staff Rewrite v.1
  - (a) Either Party may terminate this Agreement if the other Party materially fails to comply with this Agreement. Before termination, the Party seeking to terminate the Agreement must provide written notice describing the issue and allow the other Party sixty (60) days to resolve it. If the issue cannot reasonably be resolved within that time, additional time may be allowed as long as the other Party has started corrective action and is making reasonable progress toward resolving the issue.

    (b) Upon termination, the Parties shall cooperate in good faith to develop and implement a mutually agreed transition plan. Unless otherwise agreed in writing by both Parties, the transition period shall be one hundred eighty (180) days from the effective date of termination to ensure the orderly transfer of administrative, fiscal, and program responsibilities and to minimize disruption to District operations.

    (c) The District shall reimburse H-GAC for all authorized costs and obligations incurred through the effective date of termination in accordance with this Agreement and any approved budget.

    (d) The confidentiality obligations contained in Section 5 and any outstanding reimbursement obligations under Section 6 shall survive termination of this Agreement.

BYLAWS
OF
GULF COAST ECONOMIC DEVELOPMENT DISTRICT, INC.

ARTICLE I

Name and Purpose

Section 1. Name. The name of the corporation is the Gulf Coast Economic Development District, Inc. (District)

Section 2. Purpose. The purpose of the district is to:

(a) promote economic growth in the Gulf Coast State Planning Region of Texas;
(b) increase employment opportunities for unemployed and underemployed persons;
(c) assist and coordinate economic development planning efforts of local governments and local economic development organizations;
(d) coordinate economic development planning with transportation planning, community development programs, job training programs, small business development programs and other programs and activities which might stimulate the region's economic betterment;
(e) implement an economic development technical assistance program which includes workshops, assistance in implementing economic programs, and assistance to local organizations applying for grant assistance for economic development purposes;
(f) develop a regional Comprehensive Economic Development Strategy (CEDS);
(g) conduct other activities supporting the region's economic development goals and objectives; and
(h) All other rights and powers granted to the District as a non-profit organization incorporated under the Texas Non–Profit Corporation Act.

Section 3. Service Area. The District shall serve the counties of Austin, Brazoria, Chambers, Colorado, Fort Bend, Galveston, Harris, Liberty, Matagorda, Montgomery, Walker, Waller, and Wharton.

ARTICLE II

Board of Directors

Section 1. General Powers and Qualification. The business and affairs of the District shall be exercised, controlled, and supervised by its Board of Directors (Board). The Board shall be composed of the necessary representatives so as to comply with the Economic Development Administration's regulations and shall include officials and/or employees of general purpose local governments, private sector representatives, and others representing regional economic development interests. Until changed by amendment to these bylaws, the number of directors serving on the Board of Directors (Directors) shall be at least 19. The Board will be broadly representative of the District's service area's principal economic interests including business, labor, and education.

Section 2. Composition. The Board will be comprised of the following representatives:

(a) Local Government Officials. At least a simple majority of the Board

shall be elected officials and/or employees of general-purpose units of local government appointed to represent such governments.

(b) Private Sector Representatives. At least one (1) but no more that five (5) of the Board's membership shall be a private sector representative who are neither elected officials of a general-purpose unit of government nor employees of such government appointed to represent that government. These representatives should have regional interests and not use H-GAC or GCEDD information to gain a competitive advantage.

(c) Regional Principal Economic Interests. At least one (1) but no more than five (5) of the following: Representatives of Chambers of Commerce, Economic Development Corporations, institutions of post-secondary education, workforce development groups, industry associations, other economic development organizations, and individuals with an economic development background.

Section 3. Representation and Method of Appointment – Local Government. Local government representation and method of appointment shall be as follows:

(a) Each County government which has resolved to support and join the District may appoint one representative. Total Board membership representing County government will not exceed thirteen (13).

(b) Cities that maintain a three-year average Sales and Use Tax Revenue of $250,000,000 or more may appoint one representative. For city representation, if there is more than one city within a county with a three-year average of $250,000,000 or more in sales and use tax revenue, the city with the greatest amount of sales and use tax revenue shall preside. Qualifying citites must have at least one full-time paid employee dedicated to economic development activities.

- To update city membership, GCEDD staff will review sales and use tax via the Texas Comptroller's Office periodically through staff discretion or upon request.
- If a city falls below the three-year average $250,000,000 threshold, they will be removed from membership.
- This does not impact county representation.

Section 4. Representation and Method of Appointment – Private Sector Representatives and Regional Economic Interests. Private Sector Representatives and those representing Regional Economic Interests will be appointed by the Houston-Galveston Area Council Board of Directors.

Section 5. Tenure. All representatives shall serve terms of three years. Each Director shall serve for his or her term of office, and until his or her successor shall have been duly appointed personate to Sections 3, and 4 of Article II of these bylaws. All Directors are eligible for re–appointment without limitation, so long as they continue to meet qualifications for the category they represent.

Section 7. Vacancies. Vacancies in the Board may be filled in the same manner as Directors are initially appointed, for the same category of Directors. If an appointment is made to fill a vacancy on the Board, the successor Director shall serve for the remaining unexpired term of his or her predecessor.

Section 8. Resignation. Each Director shall have the right to resign at any time upon written notice thereof to the President or Secretary of the District. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof, and the acceptance of such resignation shall not be necessary to make it effective.

ARTICLE III

Duties of the Board

Section 1. General. The corporate powers, business, and property of the board shall be exercised, conducted, and controlled by the Board. The Board shall serve as the policy making body of the District.

Section 2. Organization. The Board will work with its sponsoring agency, the Houston-Galveston Area Council (H-GAC), for staff services and administrative support. The Executive Director of H-GAC shall serve as the Executive Director of the GCEDD. The H-GAC Director of the Enterprise Solutions department shall serve as the Executive Director's designee and shall be responsible for the day-to-day administration and management of GCEDD operations, subject to the oversight of the Executive Director and the Board of Directors. The GCEDD shall operate in accordance with H-GAC's management, financial, and accounting policies, and procedures.

Section 3. Contracts and Documents. On behalf of the Board, only the H-GAC Executive Director may execute contracts and other legally binding instruments for and on behalf of the GCEDD, including any agreement that financially obligates or otherwise legally binds GCEDD or H-GAC.

In addition to the Board President and Vice President, the Executive Director may designate the Director of the Enterprise Solutions department to execute routine, administrative, planning, and pre-award documents that do not legally or financially obligate GCEDD or H-GAC. Such documents may include, but are not limited to:

- Letters of support, partnership, or recommendation that do not present an actual or perceived conflict of interest or ethical concern. Any such letters that may present these concerns must be reviewed and approved by the Executive Director and/or Chief Financial Officer.
- Letters of CEDS alignment or consistency.
- Non-binding, non-financial memoranda of understanding, statements of cooperation, or statements of intent.
- Grant applications, proposals, concept papers, and related pre-award submission materials (excluding award agreements or contracts) that do not commit H-GAC or the GCEDD to any financial or legal obligation, including but not limited to matching funds or resource commitments.
- Required certifications, representations, reports, and administrative or compliance forms that are informational in nature and do not require Executive Director or Chief Financial Officer authorization.
- Designations of authorized representatives or points of contact.

The designee may also execute other similar documents of a non-binding, informational, or preparatory nature that do not create a legal, financial, or contractual obligation for GCEDD or H-GAC.

Section 4. Subcommittees. The Board may establish such subcommittees as it deems necessary to conduct its work.

Executive Committee.

- General. The GCEDD will have an Executive Committee which shall serve in an advisory capacity to the President and shall consist of the District Officers. The Executive Committee will meet as needed and at the discretion of the Board President to provide counsel on the strategic direction of the Board. The Executive Committee will be responsible for the creation of additional subcommittees and appointment of committee members to these committees as the need arises and as the Board may direct.
- Urgent or Interim Action**.** Between regular meetings of the Board, the Executive Committee may review and act on matters requiring prompt attention when it is impractical to convene the full Board. Any such meeting must comply with the Texas Open Meetings Act (TOMA), including proper posting, public access, and quorum requirements. Actions taken under this authority shall be limited to urgent or time-sensitive matters, such as accepting time-limited grant awards or executing documents necessary to meet funder or regulatory deadlines and shall be reported to the full Board at its next meeting for formal ratification. This authority shall not be used to routinely conduct Board business or to bypass full Board deliberation.

Other Subcommittees. The duties of such subcommittees will be determined by the Executive Committee upon the establishment of each such subcommittee.

- Membership. Board members who are not formally appointed to a committee may volunteer to join the committee and meet with appointed committee members to carry out committee business, including voting on matters before the committee.
- Term. Committees that are not standing committees, such as the Executive Committee, will be active for a necessary period until their objectives are met.
- Other duties. Committees will provide progress reports and/ or updates during regularly scheduled board meetings, or more frequently, if necessary and requested by the Executive Committee.

Section 5. Civil Rights. The Board will establish procedures and take actions necessary to assure compliance with all applicable civil rights laws and regulations.

Section 6. Comprehensive Economic Development Strategy (CEDS). The Board shall be responsible for reviewing, updating, and adopting a CEDS for the District and method of compliance with the applicable requirements of 13 C.F.R. part 303 of EDA regulations.

Section 7. Technical Assistance. The Board may authorize a program of technical assistance to the District service area, including but not limited to workshops and seminars, and information and assistance on state and federal economic development grants and loans.

Section 8. Coordination and Implementation. The Board will coordinate the District's activities with local governments, economic development agencies, and other stakeholders. It shall exercise other duties as necessary to ensure implementation of an effective economic development program and compliance with 13 C.F.R. parts 303 and 304.2 of EDA regulations. The Board grants autonomy to the Board's staff members to carry out and further economic development activities in compliance with the regulations of the Board. The Board requires that all staff projects and opportunities requiring Board action be presented to the Board for its approval decision (i.e., funding opportunities).

Section 9. Public Participation. The Board will hold meetings open to the public at least once a year and shall also publish the date and agenda of such meetings sufficiently in advance to allow the public reasonable time to prepare in order to participate effectively. The District shall provide information sufficiently in advance of decisions to give the public adequate opportunity to review and react to proposals. The Board will provide admittance to meetings to persons who are not members of either the Houston-Galveston Area Council or the District to enable such persons to make their views concerning ongoing and proposed activities in the District's service area known, in compliance with 13 C.F.R. part 304.2 of the EDA regulations.

ARTICLE IV

Meetings of the Board

Section 1. Regular Meetings. Regular meetings of the Board shall be held four (4) times each fiscal year in person, virtually, or hybrid formats. Directors participating virtually must be visible on camera. Directors must attend at least two regular meetings annually in order to remain in good standing.

Section 2. Special Meetings. Special meetings may be called by the Board President, Chief Administrative officer of the District, or upon the request of at least three members of the Board. All requirements for notice, quorum and other rules governing regular meetings shall apply to special meetings.

Section 3. Notice. All meetings of the Board shall be called by written notice via United States mail electronic mail, or fax at least three (3) business days prior to the meeting. Such notice shall state the date, hour, and place where such meeting shall take place. A waiver of notice in writing and signed by the person entitled to such notice, whether before or after the time the notice is required, shall be equivalent to the giving of such notice. Attendance of a Director at a meeting shall constitute notice of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened.

Section 4. Quorum. At any meeting of the Board, with one-third of current Directors or alternates being present in person or by teleconference and entitled to vote at such meeting shall constitute a quorum for all purposes, except where it is otherwise provided by law. Directors participating virtually must be visible on camera.

Section 5. Organization. The President of the Board, or in his or her absence, the Vice President of the Board, or in his or her absence, the Board Secretary/ Treasurer, or in his or her absence, a chairperson chosen by the Directors present, shall preside at each meeting of the Board.

Section 6. Manner of Acting. The District shall adopt a system of parliamentary procedures to assure that Board members and others have access to an effective opportunity to participate in the affairs of the District. The affirmative vote of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board. Any action required to be taken at a meeting of the Board may be taken without a meeting if consent is given in writing setting forth the action to be taken.

Section 7. Proxies. Voting by the Directors shall be done in person or via teleconference at a meeting called or by proxy pursuant to these bylaws.

Section 8. Conflict of Interest. The District will prevent conflicts of interest pursuant to 13 C.F.R. part 302.17 of EDA regulations and the International Development Council's Code of Ethics.

Section 9. Attendance and Removal of Board Members. Directors who are absent (no call/ no show) for two meetings within a year will receive a notice that they are in jeopardy of being removed from the Board. A copy of this notice will also be sent to their nominator, if applicable. Directors who miss three meetings without reason will be removed. A copy of the notice will be sent to the director and the nominator. We will also ask the nominator to nominate a new representative for their community. The roster will reflect the absentee director until a replacement is appointed. For Directors who voluntarily step down from the board, we will ask the nominator to submit a replacement nominee to fill the vacant seat as quickly as possible.

Removal of Board Members due to attendance, conflicts, and/ or conduct shall be acted upon by the Board Members pursuant to these Bylaws.

ARTICLE V

Officers

Section 1. Officers. The officers of the District shall consist of an Executive Director (or designee), (in accordance with Article III, Section 2 of these bylaws) a President, a Vice President, a Secretary/ Treasurer, all of whom shall be elected by the Board. The Board may from time to time grant certain officers the right to act on behalf of the District and at all times the President, Vice President, and Executive Director are each authorized to execute and deliver agreements and other instruments on behalf of the District.

Section 2. Subordinate Officers and Employees. The Board may appoint and remove such other officers and employees as it may deem necessary, who shall have authority and perform such duties, as from time to time may be prescribed by the Board.

Section 3. Tenure of Office and Removal. The tenure of office of each Officer of the Board shall be one year. Any officer may be removed at any time prior to the expiration of his or her term by affirmative vote of two–thirds of the Directors present, at a meeting duly called and held where a quorum is present.

Section 4. Term Limits. An Officer may not hold an individual Officer position for more than 3 years. An Officer may be nominated for and hold a different Officer position at the conclusion of their term limit.

Section 5. The President. The President shall preside at all meetings of the District and at all meetings of the Directors at which he or she is present. He or she shall see that all orders and resolutions of the Board are carried into effect.

Section 6. Vice–President. The Vice–President shall, in absence of the President, or in the case or his or her inability to act, be vested with the powers and shall perform the duties of the President. The Vice–President shall also perform such other duties and exercise such other powers as may from time to time may be imposed upon or vested in him or her by resolution of the Board.

Section 7. Secretary. The Secretary shall attend all meetings of the Board. He or she shall assure that official records of the Board are maintained; notice of all meetings are provided; and the financial affairs of the District are soundly monitored. He or she shall perform such other duties as may from time to time be prescribed by the Board.

Section 8. Executive Director. The Board may employ or designate an Executive Director. Such Executive Director may not be a member of the Board. The Executive Director shall be Chief Administrative Officer for the District. He or she shall employ, direct and supervise District staff and staff activities pursuant to District policies.

Section 9. Vacancies in Office. If an office of the District becomes vacant by reason of death, resignation, retirement, disqualification or removal from office or inability to act, the Board may, in every such case, choose a successor for such officer who shall hold office for such term as may be prescribed by the Board, but no longer than the unexpired term of the officer or agent whose place is vacant, and until his or her successor shall have been duly elected and qualified.

ARTICLE VI

Miscellaneous Provisions

Section 1. Budget. The District's Board shall approve budgets for federal, state, local and other grants for economic development projects and opportunities. The Board shall assure that local matching funds will be provided for state or federal grants where applicable. The District will make budget information available to the public, as may reasonably be requested.

Section 2. Disbursements. All payments for District expenses shall be in accordance with the fiscal policies and procedures of its sponsoring agency as adopted by the Board.

Section 3. Limitation of Liability. Any debt, liability or obligations of the District shall be those of the District only and not of any other entity participating in the District.

Section 4. Indemnification. The District may indemnify any current or former Director, officer, agent, employee or similar functionary of the District against judgments, penalties, fines, settlements and reasonable expenses actually incurred by such person as provided in Article 1396-2.22A of Vernon's Annotated Texas Statutes, as amended.

Section 5. Contributions. The Board may accept on behalf of the District any contribution, gift, bequest or devise for any purpose of the District.

Section 6. Amendments. The Board may amend or repeal these bylaws or adopt new bylaws consistent with the Articles of Incorporation and laws of this state, upon a two-thirds majority vote of the Directors, at meetings duly called and held at which a quorum is present. Proposed amendments for initial consideration must be forwarded to each Director at least three business days in advance of a Board meeting.

Section 7. Dissolution. The District's Board may dissolve the District in accordance with the provisions set forth in the Articles of Incorporation and the Texas Non-Profit Corporation Act.

Section 8. Fiscal Year. The fiscal year of the District shall begin on the 1st day of January and end on the 31st day of December of each calendar year.

Section 9. Books and Records. The District shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the meetings of its Board and Subcommittees. The District shall make available to the public such audited statements and minutes of public meetings, as may reasonably be requested. The District and its Board of Directors shall comply with all Federal and State financial assistance reporting requirements pursuant to EDA regulations.

Committee Updates

Presentations

Other