

STATE OF TEXAS
COUNTIES OF POTTER
AND RANDALL
CITY OF AMARILLO

On the 5th day of December 2012, the Amarillo Local Government Corporation Board of Directors met at 11:30 a.m. on the Third Floor, Room 306, City Hall, 509 E. 7th Avenue, with the following members present:

Gary Pitner	President
Richard Brown	Vice President
Ron Boyd	Board Member
Brian Eades	City Commissioner and Board Member
Jim Simms	City Commissioner and Board Member
Les Simpson	Board Member
Glen Parkey	Board Member
Jarrett Atkinson	City Manager and Ex-Officio Member
Melissa Daily	Executive Director of DAI and Ex-Officio Member
Marcus Norris	City Attorney
Frances Hibbs	City Secretary
Curtis Bainum	City Auditor

Absent was Dean Frigo, Assistant City Manager and Treasurer of the Board.

ITEM 1: The meeting was called to order by Mr. Pitner.

ITEM 2: The minutes of the regular meeting held on September 5, 2012 were presented. Motion was made by Commissioner Simms, seconded by Mr. Boyd, and carried unanimously.

ITEM 3: Mr. Pitner stated that this item conducts the annual meeting to elect officers as well as review and approve the Investment Policy, and the opportunity to review the Bylaws and discuss amendments, if needed. Motion was made by Mr. Boyd, seconded by Commissioner Simms, and unanimously carried, to re-elect the officers as follows, Gary Pitner, President, Richard Brown, Vice President, Dean Frigo, Treasurer and to replace Donna DeRight with Frances Hibbs as Secretary.

B. Mr. Bainum advised that there were some minor housecleaning items to the current Investment Policy. He stated the policy now included a monitoring section for the money market mutual funds, as well as the addition of a statement that the Portfolio yield will be calculated based on the weighted average maturities and clarification to the Collateral section that the City will accept as collateral securities eligible under the Public Funds Collateral Act. The Committee which consists of Dean Frigo, Michelle Bonner and Curtis Bainum recommended to the Amarillo Local Corporation Board that they approve the revised Investment Policy. Motion was made by Mr. Simms, seconded by Mr. Parkey, and unanimously carried, to approve the Investment Policy with the changes as recommended.

C. Mr. Norris presented a copy of the current Bylaws to the Amarillo Local Corporation Board. Mr. Pitner stated the original Bylaws were approved in March 2011 and were amended in October 2011 to clarify the structure of an advisory committee. The amendments also allowed the board to take action in good faith from city staff then was expanded to recognize consultants and experts. Mr. Norris stated that no amendment was needed at this time, but wanted to also remind the Board that the Conflict of Interest and the Whistleblower Policy which are required to be reviewed annually by the Board were included in the Bylaws.

ITEM 4: An update on the status of the Downtown Redevelopment projects was given by Mr. Pitner. He stated everything was moving forward and updates would be presented by the Wallace Bajjali Group, Melissa Daily, Richard Brown representing TIRZ and Jarrett Atkinson representing the City.

Joe Esch with Wallace Bajjali stated they had a lot going on and that this project had a complex funding structure. Costa Bajjali with Wallace Bajjali stated they were working with banks and currently negotiating term sheets. He further stated he would be presenting term sheets to this group when they were finalized.

Richard Brown stated TIRZ was funding, in part, the Traffic Analysis and Circulation Study. Their findings along with City Center's findings will be recommended to the City Commission.

Melissa Daily stated DAI held their first annual meeting on October 23 with 250 people in attendance. DAI had also printed an annual report containing what has been going on downtown and what had been accomplished. Ms. Daily further stated that DAI is continuing to work with the proposed Plemons Village project.

Jarrett Atkinson commented the City was replacing sewer lines from the 1930's to support future growth and development. Public and private utilities would be the second phase. All the utility companies are on board with project. Mr. Atkinson acknowledged the cooperation from SPS, Suddenlink, Atmos, and AT&T. He stated they did not have final cost, just the City's costs. Utility costs are on the public side of the ledger and the City Commission has budgeted for them. The City will open the ditch and begin first with the sewer lines on the bottom. Private utilities are replacing, upsizing or upgrading their services while the ditch is open. Sufficient funds are budgeted. Each of the Utilities is presently doing cost analysis. He also stated they are prepared with 30 days notice to begin the bidding process. The project is ahead of the Wallace Bajjali schedule but not too far. Toot'n Totum is currently under construction.

Mr. Brown commented the city is going to have to look at the changes and it will take months to make decisions. Commissioner Simms stated there were proposed recommendations about the flow of downtown traffic. Mr. Pitner commented they would be involving and engaging the public. Mr. Norris stated that these changes will go through the Traffic Commission. Mr. Simpson commented that people who have questions should be referred to DAI.

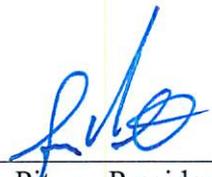
ITEM 5: Mr. Pitner stated that at this time the board would invite comments from interested citizens on matters directly pertaining to policies, programs or activities of the Amarillo Local Government Corporation. There were no comments.

ITEM 6: Mr. Pitner advised at 12:27 p.m. that the Board would convene in Closed Session to discuss the potential purchase, sell, or lease of downtown property, together with (i) economic incentives that may be available for a prospective or existing business and (ii) attorney-client communication and advice regarding same and, per Texas Government Code sections 551.071, .072 and .087, as relates to proposed projects for downtown redevelopment.

Mr. Pitner announced the Closed Session was adjourned at 1:20 p.m. and no action would be taken in regard to the Closed Session. Mr. Pitner reconvened the Regular Meeting.

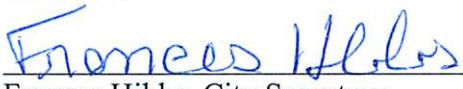
ITEM 7: Mr. Pitner stated that the next board meeting is tentatively scheduled for Wednesday, December 19, 2012 at 11:30 a.m. at City Hall, Third Floor, Room 306.

ITEM 8: Mr. Pitner announced the meeting was adjourned.



Gary Pitner, President

ATTEST:



Frances Hibbs, City Secretary