Notice is hereby given that the above Board of Directors will hold a Regular Meeting on **Tuesday, April 30, 2019** at 12:00 p.m. (noon), at the **Texas Regional Bank, 6770 West Expressway 83, 4th Floor, Board Room, Harlingen, Texas.**

The Development Corporation of Harlingen, Inc., hereinafter “HEDC”, reserves the right to meet in Executive Session on any agenda item should the need arise, and if applicable, pursuant to authorization by Title 5, Chapter 551 of the Texas Government Code. HEDC meetings are available to all persons regardless of disability. If you require special assistance, please contact the HEDC office at (956) 216-5081 or e-mail us at info@harlingenedc.com at least 24 hours in advance of the meeting.

**AGENDA ITEMS**

**1. Consent Agenda.**

The following items are of a routine or administrative nature. The Board has been furnished with background material on each item and/or it has been discussed at a previous meeting. All items will be acted upon by one vote, without being discussed separately, unless separate discussion of any item is requested by a Board Member. Items withdrawn from the Consent Agenda for individual consideration will be heard in their normal sequence after the remainder of the Consent Agenda has been acted upon.

a) Consider and possible action to approve the March 19, 2019 board minutes.

b) Consider and possible action to approve the March 31, 2019 financial reports.

**2. Executive Session pursuant to Chapter 551, Subchapter D., V.T.C.A. Government Code (Section 551.072), regarding the purchase, lease or value of real estate, if the deliberation in an open meeting would have a detrimental effect on the position of the Development Corporation of Harlingen Inc. in negotiations with a third person regarding some of the following projects; and/or Contemplated or pending litigation, or matters where legal advice is requested of the Attorney on a matter in which the duty of the attorney to the Board under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Act. Section 551.071 of the Texas Open Meetings Act. and/or Executive Session pursuant to Chapter 551, Subchapter D., V.T.C.A. Government Code (Section 551.087) regarding commercial and financial information from business prospects with which the Board is conducting economic development negotiations and/or to discuss or deliberate financial or other incentives relating to the following projects:**

a) Project Melt
b) Project Development
c) Project Mountain 2
d) Project Firefly
e) Project Brown Seed
f) Project Stitch
g) Project Park
h) Project Blade
i) Project Grand Entrance
j) Project Tone
3. Consider and possible action, if any, on executive session items, if necessary.
   a. Project Melt
   b. Project Development
   c. Project Mountain 2
   d. Project Firefly
   e. Project Brown Seed
   f. Project Stitch
   g. Project Park
   h. Project Blade
   i. Project Grand Entrance
   j. Project Tone

4. Consider presentation and possible action authorizing expenditure of marketing funds for a lead generation services proposal with ROI for $30,000.

5. Discussion on Public Improvement District RFQ submitted and possible action on selection of a firm to negotiate services agreement.

6. Staff reports
   a) Industrial development and recruitment activity
   b) CEO’s report on marketing and development activities for past month and near future

I, the undersigned authority, do hereby certify that the above Notice of Meeting of the Board of Directors of the above named Corporation is a true and correct copy of said notice posted on the bulletin board at City Hall of said City of Harlingen, Texas in a place convenient and readily accessible to the general public at all times and on the Corporation’s internet website and said Notice was posted on Friday, April 26, 2019, at or before 12:00 p.m., and remained so posted for at least 72 hours preceding the time of said meeting.

______________________________
Raudel Garza, Manager and Chief Executive Officer
Development Corporation of Harlingen, Inc.
Regular Meeting
March 19, 2019

On the 19th of March 2019 at 12:00 p.m. the Development Corporation of Harlingen, Inc., Board of Directors convened at the University Center, 2424 Boxwood Street, Room 126, Harlingen, Texas. The following board members were present. The following board members were present.

Present
Michael Lamon
Mickey Boland
Eric Ziehe
Dr. Gilbert Leal
Dr. Linda Burke

Staff
Raudel Garza, German Rico, Tania Hernandez,
MaryAnn Villarreal and Brendan Hall.

Also Present: Mayor Chris Boswell, Commissioner Richard Uribe, Commissioner Victor Leal, City Manager Dan Serna, Assistant City Manager Gabriel Gonzales, and Assistant City Manager Carlos Sanchez.

Call to Order
President Michael Lamon called the meeting to order; a quorum was established, and the following proceedings were held. Dr. Burke joined the meeting at 12:30 p.m. during executive session.

Roll Call
President Lamon announced that he, Mr. Mickey Boland, Mr. Eric Ziehe, Dr. Gilbert Leal and Dr. Linda Burke, were present.

1. Consent Agenda.

The following items are of a routine or administrative nature. The Board has been furnished with background material on each item and/or it has been discussed at a previous meeting. All items will be acted upon by one vote, without being discussed separately, unless separate discussion of any item is requested by a Board Member. Items withdrawn from the Consent Agenda for individual consideration will be heard in their normal sequence after the remainder of the Consent Agenda has been acted upon.

a) Consider and possible action to approve the following board minutes:
   Regular meeting – January 29, 2019
b) Consider and possible action to approve the following financial reports:
   January 31, 2019
Motion was made by Dr. Leal and seconded by Mr. Ziehe to approve consent agenda #1. Motion carried unanimously.

2. **Staff reports**
   a) Industrial development and recruitment activity
   b) CEO’s report on marketing and development activities for past month and near future.

Mr. Rico gave a report on the Industrial development and recruitment activity.

Mr. Garza gave a report on marketing and development activities for past month and near future.

3. **Executive Session pursuant to Chapter 551, Subchapter D., V.T.C.A. Government Code (Section 551.072), regarding the purchase, lease or value of real estate, if the deliberation in an open meeting would have a detrimental effect on the position of the Development Corporation of Harlingen Inc. in negotiations with a third person regarding some of the following projects; and/or Contemplated or pending litigation, or matters where legal advice is requested of the Attorney on a matter in which the duty of the attorney to the Board under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Act. Section 551.071 of the Texas Open Meetings Act. and/or Executive Session pursuant to Chapter 551, Subchapter D., V.T.C.A. Government Code (Section 551.087) regarding commercial and financial information from business prospects with which the Board is conducting economic development negotiations and/or to discuss or deliberate financial or other incentives relating to the following projects:**
   a. Project Firefly
   b. Project Target 2.10
   c. Project Happy Days
   d. Project FM
   e. Project Melt
   f. Project Development

At 12:07 p.m., motion was made by Dr. Leal and seconded by Mr. Boland to convene into executive session. Motion carried unanimously.

President Lamon stepped out of executive session during discussions on Project Happy Days because of a potential conflict of interest.

At 12:49 p.m., President Lamon announced the board had completed its executive session and declared the meeting open to the public.

4. **Consider and possible action, if any, on executive session items, if necessary.**
   a. Project Firefly.
No action was taken on 4a.

b. **Consider approval of Comprehensive Economic and Development Agreement between HEDC and Project Target 2.1, and authorize President or CEO to execute document.**

Motion was made by Mr. Boland and seconded by Dr. Leal authorizing President or CEO to offer alternative amount and execute the Comprehensive Economic and Development Agreement between, Development Corporation of Harlingen, Inc., and Project Target 2.1, as discussed in executive session. Motion carried unanimously.

c. **Consider approval of Comprehensive Economic and Development Agreement between HEDC and Project Happy Days, and authorize President or CEO to execute document.**

At this time, Mr. Lamon stepped out before any discussion or action on the item was taken. Mr. Boland took over temporarily.

Motion was made by Mr. Ziehe and seconded by Dr. Leal authorizing President or CEO to execute the Comprehensive Economic and Development Agreement between, Development Corporation of Harlingen, Inc., and Project Happy Days, subject to legal counsel review, as discussed in executive session. Motion carried unanimously.

d. **Consider approval of Comprehensive Economic and Development Agreement between HEDC and Project FM, and authorize President or CEO to execute document.**

Motion was made by Mr. Ziehe and seconded by Dr. Leal authorizing President or CEO to execute the Comprehensive Economic and Development Agreement between, Development Corporation of Harlingen, Inc., and Project FM, subject to legal counsel review, as discussed in executive session. Motion carried unanimously.

At this time, Mr. Lamon re-joined the meeting.

e. **Consider approval to authorize President and or CEO to execute Agreement between HEDC, and Project Melt for a job creation grant and loan, and other related documents.**

Motion was made by Mr. Ziehe and seconded by Mr. Boland to authorize President and/ or CEO to execute Agreement between HEDC, and Project Melt for a job creation grant and loan of up to $100,000, and other related documents subject to legal counsel review, as discussed in executive session. Motion carried unanimously.
f. Project Development.

Motion was made by Mr. Boland and seconded by Dr. Leal to approve and the assignment of the Commercial Contact between Bryan S. Duffy and Harlingen Property Investments, LLC. as presented and discussed in executive session. Motion carried unanimously.

Mr. Garza and the HEDC board presented Dr. J. Gilbert Leal an award of recognition for his dedication and service on the EDC board for the last seven years. Everyone thanked Dr. Leal and we all applauded.

Motion was made by Mr. Ziehe and second by Dr. Burke to adjourn the meeting at 12:56 p.m.

Development Corporation of Harlingen, Inc.

____________________________
Michael Lamon, President

ATTEST:

____________________________
Raudel Garza, Manager and CEO
Development Corporation
Executive Summary

I. Agenda Item: Consider and take action to approve Financial Reports for period Ending March 31, 2019.

II. Brief Overview:

An analysis of the March 2019 fund balance indicates a reserve of $2,711,650 for debt service, an unrestricted Fund Balance of $2,306,628, and a non-spendable amount of $589,731. Total assets equal $6,148,467. Liabilities equal $540,459. During the month of March 2019, the cash NOW Accounts and the TexPool Account earned 2.04% and 2.4164% interest respectively. From the Statement of Revenues, Expenditures, and Changes in Fund Balance (PAGE 2), current revenues equal $443,647 and total current expenditures (Page 3) equal $114,686 - generating revenues over expenditures in the amount of $328,961.


Development Corp. Sales tax receipts received from Texas State Comptrollers for the month of March 2019 was $368,269, a decrease of $168 or .04 % (Page 4) from the prior year. In the month of March, Brownsville experienced a 4.43% increase and McAllen a 13.13% increase from the prior year.

III. Budget

Item Budgeted____Yes______No____X____N/A. If yes, fund(s) & Amount. If no, Sources of funding, amount requested & funds remaining.

IV. Finance Director Comments: ☑ Approved _____ Disapproved _____ None

VI. Staff Recommendation:
Staff recommends approval of financial reports as presented.
Harlingen Economic Development Corporation

Interim Financial Statements

As of March 31, 2019
Harlingen Economic Development Corporation  
BALANCE SHEET - Unaudited  
As of March 31, 2019

**ASSETS**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>$1,512,495</td>
</tr>
<tr>
<td>Investments (Texpool)</td>
<td>3,103,328</td>
</tr>
<tr>
<td>Accounts Receivable/Miscellaneous</td>
<td>469,227</td>
</tr>
<tr>
<td>Miscellaneous/Notes</td>
<td>473,687</td>
</tr>
<tr>
<td>Prepaid Expenses</td>
<td>2,111</td>
</tr>
<tr>
<td>Investments (Land)</td>
<td></td>
</tr>
<tr>
<td>FY 15 Projects</td>
<td>555,686</td>
</tr>
<tr>
<td>FY 18 Projects</td>
<td>31,933</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$6,148,467</strong></td>
</tr>
</tbody>
</table>

**LIABILITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Other Payable</td>
<td>$5,000</td>
</tr>
<tr>
<td>83/77 Developer Payable</td>
<td>38,883</td>
</tr>
<tr>
<td>Due to City of Harlingen</td>
<td>196</td>
</tr>
<tr>
<td>Deferred Revenue</td>
<td></td>
</tr>
<tr>
<td>TIFRZ No. 3</td>
<td>366,416</td>
</tr>
<tr>
<td>Miscellaneous</td>
<td>129,964</td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES</strong></td>
<td><strong>540,459</strong></td>
</tr>
</tbody>
</table>

**FUND BALANCE**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unrestricted Fund Balance</td>
<td>2,306,628</td>
</tr>
<tr>
<td>Reserve for Debt Service</td>
<td>2,711,650</td>
</tr>
<tr>
<td>Nonspendable</td>
<td>589,731</td>
</tr>
<tr>
<td><strong>TOTAL FUND BALANCE</strong></td>
<td><strong>5,608,009</strong></td>
</tr>
</tbody>
</table>

**TOTAL LIABILITIES AND FUND BALANCE**  

$6,148,467
Harlingen Economic Development Corporation

STATEMENT OF REVENUES, EXPENDITURES - Unaudited
AND CHANGES IN FUND BALANCE
As of March 31, 2019

<table>
<thead>
<tr>
<th></th>
<th>Current Month</th>
<th>Current Year to Date</th>
<th>Encumbrances</th>
<th>FY 18-19 Annual Budget</th>
<th>Unrealized Balance</th>
<th>50% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Taxes</td>
<td>$ 370,150</td>
<td>$ 2,440,834</td>
<td>$ -</td>
<td>$ 5,018,141</td>
<td>$ 2,577,307</td>
<td>49%</td>
</tr>
<tr>
<td>Charges for Services</td>
<td>45,114</td>
<td>214,195</td>
<td>-</td>
<td>391,969</td>
<td>177,774</td>
<td>55%</td>
</tr>
<tr>
<td>Intergovernmental</td>
<td>6,093</td>
<td>41,475</td>
<td>-</td>
<td>75,000</td>
<td>33,525</td>
<td>55%</td>
</tr>
<tr>
<td>Interest</td>
<td>8,322</td>
<td>56,749</td>
<td>-</td>
<td>54,300</td>
<td>(2,449)</td>
<td>105%</td>
</tr>
<tr>
<td>Miscellaneous</td>
<td>371</td>
<td>30,660</td>
<td>-</td>
<td>420,658</td>
<td>390,198</td>
<td>7%</td>
</tr>
<tr>
<td>Other Financing Sources</td>
<td>13,597</td>
<td>73,238</td>
<td>-</td>
<td>316,577</td>
<td>243,339</td>
<td>23%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>$ 443,647</td>
<td>$ 2,857,151</td>
<td>$ -</td>
<td>$ 6,278,845</td>
<td>$ 3,419,694</td>
<td>46%</td>
</tr>
</tbody>
</table>

| **Expenditures**     |               |                      |               |                        |                    |               |
|----------------------|               |                      |               |                        |                    |               |
| **8501 ADMINISTRATION** |               |                      |               |                        |                    |               |
| Personnel Services   | $ 25,890      | $ 154,066            | $ -           | $ 506,590              | 352,524            | 30%           |
| Personnel Benefits   | 7,884         | 40,563               | -             | 131,437                | 90,874             | 31%           |
| Supplies- General    | -             | -                    | -             | 10,000                 | 10,000             | 0%            |
| Services & Charges- General | 11,477   | 35,688               | 2,222         | 96,300                 | 58,390             | 39%           |
| Services & Charges- Maintenance | 325      | 3,668                | -             | 3,900                  | 232                | 94%           |
| Services & Charges- Miscellaneous | -     | 1,224                | -             | 61,500                 | 60,276             | 2%            |
| Administration- Billboards | -        | -                    | -             | 45,000                 | 45,000             | 0%            |
| Administration- Operations | 37,680  | 164,365              | 58            | 520,700                | 356,277            | 32%           |

| **8502 MARKETING**   |               |                      |               |                        |                    |               |
| Services & Charges- Miscellaneous | 5,226     | 18,192               | 7,800         | 58,000                 | 32,006             | 45%           |
| Marketing            | 15,491        | 61,804               | 38,677        | 210,800                | 110,119            | 48%           |

| **8505 BUSINESS INCENTIVE OTHER** |               |                      |               |                        |                    |               |
| Direct Business Incentive | 5,000        | 212,335              | -             | 693,500                | 481,165            | 31%           |

| **8515 DEVELOPMENT CORP - OTHER** |               |                      |               |                        |                    |               |
| Services & Charges- Miscellaneous | -             | 2,405                | -             | 341,566                | 339,161            | 1%            |
| Other                        | -             | 14,460               | -             | 321,267                | 306,807            | 5%            |

| **DEBT SERVICES**         |               |                      |               |                        |                    |               |
| Other Financing Uses      | 5,713         | 2,512,433            | -             | 3,276,485              | 764,052            | 77%           |
| **Total Expenditures**    | $ 114,686     | $ 3,221,203          | $ 48,757      | $ 6,278,845            | $ 3,006,885        | 52%           |

| Excess Revenues over Expenditures | $ 328,961    | ($ 364,052)          | $ -           | $ -                    | $ 364,052          |               |
| Fund Balance, Beginning of year | 5,972,062    | 5,972,062            |               |                       |                    |               |
| Fund Balance, Year to Date    | $ 5,606,009  | $ 5,972,062          |               |                       |                    |               |
Harlingen Economic Development Corporation
General Capital Assets & General Long-Term Liabilities
Interim Financial Statements

As of March 31, 2019
Harlingen Economic Development Corporation  
General Capital Assets & General Long-Term Liabilities - Unaudited  
As of March 31, 2019

**GENERAL CAPITAL ASSETS**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land</td>
<td>$4,294,807</td>
</tr>
<tr>
<td>Building</td>
<td>31,902,903</td>
</tr>
<tr>
<td>Improvements Other Than Buildings</td>
<td>4,795,863</td>
</tr>
<tr>
<td>Accumulated Depreciation</td>
<td>(8,317,915)</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$32,675,557</strong></td>
</tr>
</tbody>
</table>

**LONG-TERM LIABILITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accrued Expenses/ Interest Payable</td>
<td>$168,517</td>
</tr>
<tr>
<td>Compensated Absences</td>
<td>42,120</td>
</tr>
<tr>
<td>Notes Payable/ Frost Bank Loan</td>
<td>974,412</td>
</tr>
<tr>
<td>Notes Payable/ 77/83 Property BPS Land</td>
<td>2,031,399</td>
</tr>
<tr>
<td>2010 A Tax Exempt Bonds</td>
<td>14,529,670</td>
</tr>
<tr>
<td>2010 B Taxable Bonds</td>
<td>10,617,968</td>
</tr>
<tr>
<td>2010 A Tax Exempt- Bond Discount</td>
<td>(53,872)</td>
</tr>
<tr>
<td>2010 B Taxable - Bond Discount</td>
<td>(168,681)</td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES</strong></td>
<td><strong>$28,141,533</strong></td>
</tr>
</tbody>
</table>

**NET ASSET**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Invested in General Capital Assets</td>
<td><strong>$4,534,124</strong></td>
</tr>
</tbody>
</table>


<table>
<thead>
<tr>
<th>Date</th>
<th>Fiscal Year</th>
<th>Fiscal Year</th>
<th>Increase</th>
<th>Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2018-19</td>
<td>2017-2018</td>
<td>(Decrease)</td>
<td>(Decrease)</td>
</tr>
<tr>
<td>October</td>
<td>$407,022</td>
<td>$410,091</td>
<td>(3,070)</td>
<td>-0.74%</td>
</tr>
<tr>
<td>November</td>
<td>379,186</td>
<td>365,762</td>
<td>13,424</td>
<td>3.67%</td>
</tr>
<tr>
<td>December</td>
<td>353,556</td>
<td>360,387</td>
<td>(6,831)</td>
<td>-1.89%</td>
</tr>
<tr>
<td>January</td>
<td>561,386</td>
<td>502,507</td>
<td>58,879</td>
<td>11.71%</td>
</tr>
<tr>
<td>February</td>
<td>355,223</td>
<td>369,782</td>
<td>(14,559)</td>
<td>-3.93%</td>
</tr>
<tr>
<td>March</td>
<td>368,269</td>
<td>368,437</td>
<td>(168)</td>
<td>-0.04%</td>
</tr>
<tr>
<td></td>
<td>$2,424,642</td>
<td>$2,376,966</td>
<td>$47,675</td>
<td>2.00%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Date</th>
<th>Fiscal Year</th>
<th>Fiscal Year</th>
<th>Increase</th>
<th>Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2018-19</td>
<td>2017-2018</td>
<td>(Decrease)</td>
<td>(Decrease)</td>
</tr>
<tr>
<td>October</td>
<td>$12,931,423</td>
<td>$12,677,155</td>
<td>$254,268</td>
<td>2.00%</td>
</tr>
<tr>
<td>November</td>
<td>3,322,888</td>
<td>2,765,731</td>
<td>557,157</td>
<td>20.14%</td>
</tr>
<tr>
<td>December</td>
<td>3,151,659</td>
<td>3,051,585</td>
<td>100,075</td>
<td>3.27%</td>
</tr>
<tr>
<td>January</td>
<td>4,070,154</td>
<td>4,040,219</td>
<td>29,935</td>
<td>0.74%</td>
</tr>
<tr>
<td>February</td>
<td>2,862,465</td>
<td>2,721,606</td>
<td>160,859</td>
<td>5.91%</td>
</tr>
<tr>
<td>March</td>
<td>3,082,801</td>
<td>2,951,978</td>
<td>130,823</td>
<td>4.43%</td>
</tr>
<tr>
<td></td>
<td>$19,867,322</td>
<td>$18,562,283</td>
<td>$1,275,039</td>
<td>6.68%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Date</th>
<th>Fiscal Year</th>
<th>Fiscal Year</th>
<th>Increase</th>
<th>Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2018-19</td>
<td>2017-2018</td>
<td>(Decrease)</td>
<td>(Decrease)</td>
</tr>
<tr>
<td>October</td>
<td>$3,357,354</td>
<td>$3,061,164</td>
<td>296,191</td>
<td>9.67%</td>
</tr>
<tr>
<td>November</td>
<td>5,472,359</td>
<td>4,390,341</td>
<td>1,082,018</td>
<td>24.64%</td>
</tr>
<tr>
<td>December</td>
<td>5,504,182</td>
<td>5,010,847</td>
<td>493,336</td>
<td>9.84%</td>
</tr>
<tr>
<td>January</td>
<td>7,333,535</td>
<td>6,900,280</td>
<td>433,255</td>
<td>12.07%</td>
</tr>
<tr>
<td>February</td>
<td>4,822,123</td>
<td>4,454,867</td>
<td>367,256</td>
<td>8.24%</td>
</tr>
<tr>
<td>March</td>
<td>5,145,700</td>
<td>4,548,116</td>
<td>597,584</td>
<td>13.13%</td>
</tr>
<tr>
<td></td>
<td>$34,688,675</td>
<td>$30,375,366</td>
<td>$4,313,309</td>
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**BANK: TSB - DEV. CORP.**

**NO. OF CHECKS: 36**

**OUTSTANDING CHECKS: 14**

**RECONCILED CHECKS: 21**

**VOID CHECKS: 1**

**75,147.06***
Development Corporation of Harlingen, Inc.
Supplementary Schedules—Total Current Commitments & Contingencies
March 31, 2019

**COMMITMENTS:**

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<th>Unfunded</th>
<th>Estimated Timing of Unfunded Commitment</th>
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<td>$ 500,000</td>
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<td>-</td>
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<th>Amount Paid</th>
<th>Current Balance</th>
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### Receivables - TIFRZ No. 3

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<td></td>
<td></td>
<td><strong>$886,416</strong></td>
<td><strong>$366,416</strong></td>
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</tbody>
</table>
DEVELOPMENT CORPORATION OF HARLINGEN, INC.
AGENDA ITEM
EXECUTIVE SUMMARY

Meeting Date: 

**Agenda Item:**
Consider presentation and possible action authorizing expenditure of marketing funds for a lead generation services proposal with ROI (Research on Investment) for $30,000.

**Prepared By (Print Name):** Raudel Garza  
**Title:** Manager & Chief Executive Officer  
**Signature:**

**Brief Summary:**
We used ROI last year to help us generate leads and set up conference calls/meetings with prospects. We had 11 meetings with companies in the expansion mode. We continue to work some of these relationships for future projects. ROI is proposing to set up meetings for us with leads generated and qualified by their staff for the rest of this year. Most of these prospects were actually based outside the US. Mexico, Canada, and Brazil generated much of the interest in our region. With a bit more time, and with more staff on our end, we can now pursue more of these companies. The lead generation proposal’s cost is $30,000. Since it is more than $10,000 in marketing to one entity, Board approval is required.

**Funding (if applicable):**
Are funds specifically designated in the current budget for the full amount [ ] Yes [ ] No*  
*If no, specify source of funding and amount requested:
Finance Director’s approval: [ ] Yes [ ] No [ ] N/A

**Staff Recommendation:**
Staff recommends approval of the expenditure for this lead generation proposal.

**Staff Member:** Raudel Garza  
**Title:** CEO  
**Signature:**

**Comments:**

North American Industry Classification System (NAICS) Code:

**HEDC Attorney’s approval:** [ ] Yes [ ] No [ ] N/A
OFFER OF SERVICES: LEAD GENERATION

Lead generation services for Harlingen, Texas in 2019

March 11, 2019
MARCH 11, 2019

Dear Raudel,

Thank you very much for inviting ROI Research on Investment to prepare a proposal for the Harlingen Economic Development Corporation (“Harlingen EDC” hereafter). As per our discussion, we have prepared the following offer of services for your consideration. The key goal of this proposal is the provision of pre-qualified meetings throughout 2019 with larger companies that have expressed an interest in expanding to Texas and more specifically the Harlingen region. ROI has heard the needs of Harlingen EDC and has prepared an adjusted plan building off of what we learned during our last mandate.

This document includes:
• An overview of ROI
• Our proposed methodology
• Pricing and Deliverables

With kindest regards,

Carrie Cole
Director, Business Development
256-577-6426
CCole@researchoninvestment.com
1. OVERVIEW OF ROI
COMPANY HISTORY & OVERVIEW

ROI Research On Investment is an award-winning global authority on investment attraction and lead generation for economic development organizations (EDOs). Since 2003, ROI has worked with over 300 EDO. Over the past 15 years, ROI has embraced innovation and best practices to offer clients the most robust and success-driven approach to investment attraction.

ROI provides investment prospecting services to the economic development community based on primary or originally sourced intelligence. By leveraging both the deep learning of Gazelle.ai (ROI’s proprietary business intelligence and lead generation platform) and the highest quality human-curated intelligence, ROI monitors the trajectory of corporate investment. This is accomplished by continuously analyzing industry and investment trends and specific businesses across a multitude of geographic locations and industrial sectors. The findings are then customized to meet the specific needs of our clients. The ROI service offering is unique because our proprietary research methodologies are directly related to a fundamental understanding of the corporate investment and site selection process.

COMPANY STRUCTURE
CORPORATION

EST. 2003

60 EMPLOYEES

25 LANGUAGES

MONTREAL
(Corporate HQ)

TORONTO

CHICAGO

NEW YORK

WASHINGTON

SAN DIEGO

DENVER

TOULOUSE
(France)

HERNE
(Germany)
INTERNATIONAL CLIENTS

- Over 350 clients around the world
- More than 20 State level clients
- Over 30 Country level clients
- Experience across all major industries
OUR TEAM

ROI distinguishes itself in the market with the quality of its people. Our experience, expertise and passion for results are unmatched.

- Over 60 multi-disciplinary economic development professionals
- **Proprietary certification process** that all ROI employees must go through in order to work with our clients.
- Former Head of utility economic development
- Former Deputy Director for Investment at Select USA
- Former Executives of International Investment Promotion agencies
- **3 PhD staff members** with over 30 years of combined experience in neural networks, benchmarking and investment attraction
- Over 200 years of combined experience in investment attraction
- **Proprietary AI**
Gazelle is the first database designed to detect and expose companies that are expanding. Gazelle combines machine-learning algorithms, big data and human curated intelligence to identify expanding companies.

- Gazelle is ROI’s one-stop business intelligence and lead generation platform. The ROI team is using this proprietary technology to identify organizations that will fuel Harlingen’s success.
- Gazelle profiles approximately 7.5 million companies.
- Gazelle’s data is collected from thousands of public and paid sources and complemented and verified by an in-house research team.
- Gazelle includes over 900 industry snapshots and heatmaps.
- Gazelle features Qualified Investment Projects.

**GAZELLE’S FEATURES**

- Proprietary algorithm indexing company growth potential
- Prognosticative Job posting intensity
- Industry Overviews
- Export/Import analysis
- Proprietary analytics
- Cluster heat maps by number of companies
- Dynamic company updates
- Company news feeds
- 10-year revenue and employment forecast
2. OUR METHODOLOGY AND SCOPE OF WORK
LEAD GENERATION METHODOLOGY

Quick View of ROI’s Lead Generation / Pre-qualified Meeting Program Methodology

**PHASE ONE – KICK-OFF**
- Introductions
- Review of Key Performance Indicators
- Training ROI staff on Harlingen EDC’s value proposition
- Defining Success from a Harlingen EDC perspective

**PHASE TWO – BUILDING THE TARGET COMPANY LIST**
- Review of targeted industries
- Analysis of target industry growth “Hotspots”
- Strategy to build Target Company List
- Review of Best Data Sources
- Sign-off on Target Company List by the Harlingen EDC

**PHASE THREE – OUTREACH/GENERATING BUSINESS INTELLIGENCE**
- Review Outreach Messaging
- Multi-touch Platform/Approach
- Primary research: Executive Interviews
- Business Intelligence Goals

**REPORTING & MONITORING**
- Vision CRM
- Conversion Ratios
- Churn rates
- Monthly Reports
- Bi-Weekly Calls
- Final Report

**CONTINUOUS LEARNING & IMPROVEMENT**

**PHASE FOUR – COMPANY SCORING**
- Conformity to Phase 1 criteria
- Gazelle: Algorithmic Indexing
- Interviews with Targeted Company Leadership
- Identification of Highest Scoring Prospect Targets

**PHASE FIVE – MEETING SET-UP/EXECUTION**
- Schedule Meeting with Target Company
- Secure Additional Project Intelligence
- Identify Projects
- Key Project Drivers
- Plan for Follow-up / Investor Support

**NURTURING**
- Continuous Outreach:
  - Social Platforms
  - Digital Outreach
  - Email Outreach

- Custom content
- Telephone
PHASE ONE- PROJECT LAUNCH

Introduction
We are proposing to manage and execute a lead generation program for the duration of 2019 that will hyper target larger companies that show high growth potential for the Harlingen region.

Our lead generation approach blends the absolute latest technologies in machine learning and big data with human curated intelligence. The result is a lead generation program that focuses entirely on quality. Our industry-leading methodology is made up of 5 phases including:
• Project Kick-Off
• Building the Target Company List
• Outreach
• Lead Scoring
• Meeting Set-up and Execution

Work Tasks and Deliverables

Phase 1 – Project Launch:
Our commitment to you starts by gaining a profound understanding of the region served by the Harlingen EDC. The Kick-off process also represents an opportunity for us to present all of the tools and services we’ll deploy on your behalf. Our methodology is 15 years in the making and is all about maximizing success.

From an execution perspective, you’ll receive a client kick-off package by email within 48 hours of project initiation. The package will contain:
• Bios of your assigned ROI project team
• ROI kick-off meeting questionnaire
• Kick-off meeting agenda
• ROI client pledge
• ROI and Harlingen EDC roles and responsibilities

Topics for review during the kick-off meeting include:

Strategy and Research
1. Review of recent project successes in
2. The Harlingen EDC value proposition
3. Key drivers for targeted industries
4. Review of Harlingen EDC’s marketing and sales tools
5. Cluster analysis per targeted industry
6. Review of value chain analysis/gap review
7. Review of Potential Recruitment Zones

Preparing for Executive Interviews
1. Preparation of battle cards
2. Role playing / Key persona identification
3. Review of targeted industries
4. Training on ROI’s VISION platform
5. Review of ROI analytics and how to use them
6. Establish reporting and communications plan between the Harlingen EDC and ROI
7. Review of best practices for ROI Company Profiles

Defining Success
1. Key program KPIs
2. Define success from a Harlingen EDC’s perspective
3. Define the timeline for deliverables
4. Alignment on program deliverables

Deliverables: Program launch package and detailed kick-off meeting minutes.
Armed with the intelligence gathered from the Project Kick-Off, ROI will set out to build a highly customized Target Company Prospect List (or “TCPL”).

To generate pre-qualified meetings for 2019, ROI will generate a customized TCPL of large companies with growth potential. In populating this TCPL, ROI will use industry leading datasets and technology to identify signals indicative of corporate growth. When building your TCPL, ROI uses the following three guiding principles.

**Strategy**
- All TCPLs go through a thorough review to ensure strict adherence to targeted industries/sub sectors
- NAICS, GICS, SIC, Keyword, Industry and sub-sector targeting based on targeted industries/sub sectors
- Removal of “Not to call® companies (companies already in discussion with the Harlingen EDC, etc.)
- “Specifically Requested” companies by the Harlingen EDC.
- Industries that fill gaps in the local value chain

**Size vs. Growth**
- Size of company by revenue and employment
- Rate of growth: strong CAGR/growth companies will be aggressively targeted
- Companies with significant VC funding
- Companies that have expanded in the past 5 years
- Companies with strong benefit packages/long tenured employees

**Sources**
- Gazelle.ai platform:
- 7.6 million corporate establishments
- Industry-first algorithms trained to identify companies likely to expand
- VC announcements
- M&A announcements
- Dynamic news scanning including: forums, blog platforms, message boards, comments, and tens of thousands of news sources via Bing, CrunchBase, Twitter and Google
- Structured results over multiple platforms
- Natural language processing applications that track over 400 websites per hour
ROI will seek to acquire primary sourced intelligence from all TCPL companies. The most reliable source of corporate intelligence comes from personal interviews with targeted Executives. As such, one of the keys to a successful lead generation program is to execute a high number of interviews. Based on our experience, Executives are most likely to share strategic initiatives with “trusted advisors.” Becoming a trusted advisor requires a well-developed engagement strategy and understanding of the corporate expansion/site selection process.

To this end, ROI will assign a team of Research Associates that have been certified in economic development and site selection theory through a customized accreditation program built by ROI in collaboration with Blane Canada Consulting Ltd. and an independent Advisory Board made up of leading economic development practitioners.

Our outreach and business intelligence gathering phase includes the following strategic considerations and deliverables:

**Multi-touch Approach**
- Email/marketing automation software
- Telephone outreach to targeted companies
- Forwarding of marketing materials to potential prospects upon request
- On-going nurturing and engagement
- Digital and social outreach

**Business Intelligence**
- Identification of key personas within the company: decision-makers, influencers and champions
- Understanding of the site selection decision-making process
- Location where expansion decisions are made
- Ownership/family tree research: public vs. private and domestic vs. international
- Plans for new product/service partnership development
- Plans for growth
- Barriers, triggers and key criteria deployed in company site selection decision
- Establishment of Potential Project BANT: Budget, Authority, Need and Timeline

**Interview/Question Strategy**
- **Problem Identification Questions**: Identify specific problems. (i.e. barriers to company’s expansion)
- **Predictive Questions**: Explore attitudes related to the company’s growth potential
- **Industry Intelligence Questions**: Identify trends regarding demand, product innovation and competition to understand the company’s competitive environment
- **Company Information Questions**: Gather information about the company’s markets, activities and plans, management practices, new products, and technological changes
- **Buyer/Supplier Linkage**: Explore how the investor could benefit by being closer to local buyers / suppliers in Texas
**PHASE FOUR - COMPANY SCORING**

### QUALIFIED INVESTMENT LEAD
- Budget assigned to the project
- New mobile facility or a new mobile project that could expand upon a Texas/Harlingen facility
- Clear timeframe for completion
- Company has sufficient size, both in capital and management capabilities to proceed with the investment
- Willing to meet with Harlingen EDC
- Project involves an identifiable product or service
- Fixed asset investment established, as well as incremental job creation

### SUSPECT INVESTMENT LEAD
- Longer term investment horizon
- Timeframe 36+ months
- Job creation unknown
- Willing to meet with Harlingen Representative.

### TRIGGER
- Review opportunity with Harlingen EDC team
- If a corporate call is suggested, prepare corporate profile and schedule the corporate call
- If a corporate call is not warranted, the Research Team will nurture the qualified prospect with the hopes that an investment initiative will further materialize

### NON-VALIDATED LEAD
- Company would not participate in survey
- ROI could not reach the appropriate executive-level decision maker to ascertain the potential of a project in Harlingen, despite reasonable attempts to make contact

### TRIGGER
- A non-validated lead does not warrant a corporate call
- If the company has not been reached, the Research Team will periodically reach out to the appropriate decision maker with the hopes of executing a survey
- If the company refuses to participate in the survey, the Research Team will remove the company from the qualified prospect list

### NON-INVESTMENT LEAD
- Little interest in expansion or relocation to Harlingen/Texas.

### TRIGGER
- A non-investment lead does not warrant a corporate call
- The Research Team will nurture the qualified prospect with the hopes that an investment initiative will further materialize
Phase 5 – Meeting Set-Up and Execution
The ROI team will schedule meetings with companies exhibiting the strongest likelihood of expansion/relocation to Texas with the Harlingen EDC team. ROI will then send the Harlingen EDC team a company profile, including (on a best efforts basis):

- Basic company information (revenues, employment, key contacts, NAICS code, year founded,
- Company affiliates, product portfolio, ownership, etc.)
- Meeting logistics (time, date, location, person meeting and map of location of company)
- Project description (Intelligence gathered by ROI team related to the company's potential project; timeframe, capital expenditures, competing jurisdictions, triggers, barriers, job creation, etc.)
- Scoring review and back-up
# ADDITIONAL INFORMATION PROVIDED IN ROI’S COMPANY PROFILES

## TYPES OF INVESTMENT

<table>
<thead>
<tr>
<th>Manufacturing</th>
<th>Office Space Expansion</th>
<th>Data Centre</th>
<th>Recreation and Entertainment</th>
</tr>
</thead>
<tbody>
<tr>
<td>Warehousing and Distribution</td>
<td>Retail Expansion</td>
<td>Shared Services</td>
<td>Tourism Transportation</td>
</tr>
<tr>
<td>Research and Development</td>
<td>Back Office Operations</td>
<td>Sales and Service</td>
<td>Travel Services</td>
</tr>
<tr>
<td>Headquarters</td>
<td>Customer Care Centers</td>
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</tbody>
</table>

## KEY SITE LOCATION FACTORS

<table>
<thead>
<tr>
<th>Availability of Raw Materials</th>
<th>Proximity to Key Clients</th>
<th>Cost of Raw Materials</th>
<th>Construction Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>Energy Costs</td>
<td>Availability of Labour</td>
<td>Proximity to Educational Institutions</td>
<td>Environmental Regulation</td>
</tr>
<tr>
<td>Cost of Labour</td>
<td>Proximity to Distribution Infrastructure</td>
<td>Proximity to Key Suppliers</td>
<td>Availability of Land / Zoning</td>
</tr>
<tr>
<td>Established Cluster of Like Companies</td>
<td></td>
<td></td>
<td>Certified Site</td>
</tr>
</tbody>
</table>

## KEY DRIVERS

<table>
<thead>
<tr>
<th>Significant Local Market</th>
<th>Domestic Market Size</th>
<th>Trading Partners</th>
<th>Quality of Life</th>
</tr>
</thead>
<tbody>
<tr>
<td>Legal and Regulatory Processes</td>
<td>Domestic Economic Performance</td>
<td>Market Demographics</td>
<td>Local Opportunities</td>
</tr>
<tr>
<td>Tax Rates</td>
<td>Country’s Participation in Trade Agreements</td>
<td>Existing Import / Export Network</td>
<td>Environmental Considerations</td>
</tr>
<tr>
<td>Technological and Innovation Capabilities</td>
<td>Incentive Programs</td>
<td>Quality of Electricity Infrastructure</td>
<td>Quality of Telecommunications Infrastructure</td>
</tr>
<tr>
<td>R&amp;D Capabilities</td>
<td>Talent and Skill Level of Labour Pool</td>
<td>Availability of Financial Capital</td>
<td>Ease of Moving Capital In and Out</td>
</tr>
</tbody>
</table>
**REPORTING**

ROI will prepare project updates on a bi-weekly basis, including: areas yielding the best leads, waterfall cascade of key KPIs (see below), as well as any corrective actions that need to be taken. Reports will further detail any CRM updates since the last report, existing and new opportunities, progress on action items from the last report, new and pending company meetings, as well as any administrative issues that need to be addressed. The Harlingen EDC will also have 24/7 access to all research undertaken via ROI’s VISION platform. One day following the submission of the bi-weekly reports, ROI and the Harlingen EDC team will review the status of the program by phone and address any issues that may have arisen.

Dashboard illustrating real-time progress on program KPIs.

**Example of the analytics generated via ROI’s VISION CRM solution**

ROI will provide the following reports:

- Monthly status of the validated prospect list and prequalified investment leads noting all sources and databases used and an explanation of the methodology
- Description of activities completed during the previous month and plans for the upcoming month
- Electronic versions of all lists (in MS Excel) and reports (in MS Word)
- Final report will include but not be limited to, a summary of in-market intelligence (opportunities and weaknesses), meetings scheduled and industry trends acquired from lead generation activities
3. PRICING AND ACCEPTANCE
PRICING AND ACCEPTANCE

PRE QUALIFIED MEETINGS
ROI is proposing to offer you pre-qualified meetings with larger companies and/or high number of jobs for your lead generation for 2019 for a fixed cost of 30,000 USD.

Payment Terms
- 50% of fixed fees will be invoiced upon contract signature.
- 25% of fixed fees will be invoiced 60 days thereafter
- 25% of fixed fees will be invoiced upon completion.

Accepted, option ________________ the ________ day of ____________________________, 2019

________________________________________  __________________________________
Mr. Simon Leroux  Mr. Raudel Garza
Executive Vice President  Executive Director
ROI Research on Investment  Harlingen Economic Development Corporation
OBLIGATIONS AND ASSUMPTIONS

• This program is completed once the prospect list is fully exhausted. A prospect list is fully exhausted when one of the following outcome occurs for each targeted company:
  • A final status of no opportunity, pipeline OR prospect is established.
  • ROI was unsuccessful in reaching a contact at the targeted company despite up to 5 attempts. An attempt includes teleprospecting and online targeting via email or leveraging social media.
• The Client will be engaged in this program by:
  • Providing ROI with the necessary sign-offs and approvals in a timely fashion i.e. within 3-5 business days
  • Attending status meetings
  • Ensuring availability for meetings scheduled by ROI
• ROI will not begin outreach activity until the prospect list is approved by the Client.
• Reports produced by ROI on behalf of the Client are based on information provided by corporations contacted by ROI and/or other sources. Although ROI believes that the information contained in its reports is accurate, it disclaims any responsibility for the accuracy thereof and shall have no obligation to update same. By using any of the information contained in ROI's reports, the Client hereby accepts the foregoing disclaimer and waives any claims against ROI in connection with the information provided. The Client hereby agrees that the information contained in all ROI reports is and shall remain the exclusive property of ROI and that it is expressly forbidden for the Client to produce, publish, sell, transfer or reveal any of the contents, other than to its employees.
• All invoices are in US Dollars and are payable net 30 days; Interest accrued at 1.5% per month thereafter.
• ROI will not proceed with the research phase of the engagement until the Project Launch Meeting Summary is signed by the Client confirming project alignment.
• If a meeting does not occur, for any reason, the Client must inform ROI within 48 hours of the originally scheduled meeting date. If the Client does not inform ROI within 48 hours of the originally scheduled meeting, the meeting will be assumed to have occurred.
• Any material change requested by the Client to the database, surveying/scripting, business intelligence gathering and / or reporting requirements (following initial approval by the Client as indicated in the signed Project Launch Meeting Minutes) will be considered a change in scope and additional costs will apply.
• ROI will re-schedule a qualified meeting in the event the prospect is unavailable at the scheduled time due to an unforeseen circumstance.
• ROI will provide a username and password for its VISION CRM for the duration of the engagement. The license is non-transferable and exclusive to the Client.
• Company profiles are prepared based on the level of information provided by targeted companies. ROI cannot guarantee the level of information/intelligence that will be provided.
• The Client cannot hire any employee from ROI that worked directly or indirectly with the Client during and for a period of 12 months after the completion of this engagement.
2018 FINAL REPORT

Lead Generation and Appointment Setting Campaign

JANUARY 2019
SECTION A
EXECUTIVE SUMMARY
OUR MANDATE

ROI Research On Investment was mandated by Harlingen EDC to execute a global lead generation and appointment setting campaign focused on the following industries: Automotive, Aerospace, Healthcare with a focus on Medical Devices, and Distribution & Logistics. During the outreach phase, ROI worked on qualifying opportunities in order to schedule introductory meetings with companies considering expanding their operations in the South US, with a focus on Texas and ideally with a strategic interest in the U.S. / Mexico trade corridor.

PROSPECT TARGETING
ROI developed a Target Company Prospect List (TCPL) of 711 companies that met Harlingen EDC’s targeting criteria. The mandate entailed surveying of decision-makers and scheduling of introductory meetings with interested parties. ROI anticipated scheduling 20 meetings over the course of 6 months.
RESULTS

OUTREACH ACTIVITY, MARKET COVERAGE, AND MEETINGS

ROI produced a prospect list of 711 companies, all of which have been contacted at least once, and in most cases multiple attempts have been made. Companies that have received outreach attempts but that have not responded by the end of an outreach program are classified as No Opportunity.

Market coverage reached 18% (defined as the percentage of companies with a completed status of meeting, pipeline, or no interest).

The ROI team scheduled 15 meetings over the course of the program for the Harlingen EDC team. However, due to a variety of factors, including some projects not meeting Harlingen EDC’s preferred criteria and a change in scope during the mandate focusing on manufacturing projects with 50+ job creation, 11 of those meetings ended up being approved.

PIPELINES

The ROI team also identified 19 Pipelines, defined as companies that expressed an interest in learning more about the business climate in Harlingen, but did not commit to a meeting.

The two main reasons that meetings did not materialize with these companies were that these companies have a strong interest but prefer to discuss expansion at a later date, or the plans for expansion were still not well established, so it was too premature for a discussion.
SECTION B
KEY PERFORMANCE INDICATORS
The chart above shows the breakdown of prospects identified by industry. Manufacturing (Corp & industrial) was the most successful target industry in terms of overall opportunities identified, representing a combined 46.5% of meetings booked. It is closely followed by the aerospace and automotive industries. Some of the manufacturing companies booked also catered to the automotive industry, such as Shiloh Industries for example.

The chart above illustrates the opportunity conversion rate by industry. For example, when speaking with decision makers in the automotive industry, 28% of those conversations resulted in a prospect or pipeline. Although the numbers must be taken with a grain of salt given the small sample size, automotive and manufacturing (Corp & industrial) clearly displayed the highest conversion rates, and should be an area of focus moving forward.
The Prospects by Employee Size chart shows prospects identified by employee size. ROI had most of its success with companies within the 100-499 employee range, with a total of 6 meetings booked (40% of prospects). This is followed by the 5,000+ employee range with a total of 5 meetings booked (33%). While it is important to maintain relationships with Fortune companies as their projects are sizeable, expansion among medium-sized businesses are more frequent, representing a sweet spot for Harlingen EDC.

The above chart shows the opportunity conversion rate by employee size. For example, when speaking with decision makers of companies with 100-499 employees, 28% of those conversations resulted in a prospect or pipeline. Overall, the high conversion rates among both the 100-499 and the 5,000+ brackets match ROI’s success in terms of overall meetings booked. ROI also had a high conversion rate with small 1-49 sized companies. With proper funding, high YoY growth, and international clients, smaller companies are highly likely to expand, but their projects tend to have less of an impact in terms of job creation.
GEOGRAPHICAL BREAKDOWN

The graph above outlines the prospects identified by country. Projects were identified from a variety of countries, with the US, Mexico, Brazil and Canada listed as the top source countries. Some of the meetings, namely with prospects from Brazil, were rejected as it was perceived that Harlingen was not a good fit for the projects at hand. It seems that US, Mexican, and Canadian companies, which tend be more mature in the North American market for obvious reasons, might present a better fit for Harlingen EDC as they are more likely to be exploring an expansion of their manufacturing capabilities.
The graph above outlines the various responses ROI received when companies were not interested in connecting with Harlingen EDC. The most commonly cited reason was “Sufficient Market Coverage”, representing 37% of no opportunities. These companies already have operations either in Texas or in the South US, and do not require an additional presence to handle the market.

“Local Business Model” was the second most common reason for a no opportunity. These are companies that are not entertaining plans to expand outside of their local markets – this could be at either the city, state, or national-level.

ROI also identified several companies that had other active expansion projects and would not entertain Harlingen as a viable location. Dallas came up many times as an expansion destination of choice.
SECTION C
MARKET INTELLIGENCE
This chart highlights the top cities in Texas according to the fDi Intelligence database that have attracted FDI between 2013-2018 within the automotive industry (automotive components and automotive OEM).

There tends to be a correlation between the GDP of a given city and its ability to attract FDI projects. As such, it is no surprise that historically, large metropolitan areas such as Dallas and Houston have attracted the bulk of automotive FDI projects in Texas. Their large domestic markets, established business clusters, availability of qualified labor, connectivity, and available infrastructure make them prime expansion destinations. ROI has spoken to several decision-makers in the automotive industry throughout this mandate that were interested in setting up near Dallas to be near their clients.

For non client-centric projects, Harlingen should continue to position itself as a low-cost region with an availability of qualified labor, good logistics infrastructure, and a strategic location to handle the supply chain between the U.S. and Mexico.

### PROJECTS BY DESTINATION CITY (2013-2018)

© fDi Intelligence, from the Financial Times Ltd 2018.

<table>
<thead>
<tr>
<th>City</th>
<th>Number of Projects</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dallas</td>
<td>8</td>
</tr>
<tr>
<td>Houston</td>
<td>5</td>
</tr>
<tr>
<td>Plano</td>
<td>4</td>
</tr>
<tr>
<td>San Antonio</td>
<td>4</td>
</tr>
<tr>
<td>Austin</td>
<td>3</td>
</tr>
<tr>
<td>Arlington</td>
<td>2</td>
</tr>
<tr>
<td>Brownsville</td>
<td>2</td>
</tr>
<tr>
<td>Laredo</td>
<td>2</td>
</tr>
<tr>
<td>Lewisville</td>
<td>2</td>
</tr>
<tr>
<td>McKinney</td>
<td>2</td>
</tr>
<tr>
<td>Abilene</td>
<td>1</td>
</tr>
<tr>
<td>Amarillo</td>
<td>1</td>
</tr>
<tr>
<td>Harlingen</td>
<td>1</td>
</tr>
</tbody>
</table>
The above chart highlights the top countries according to the fDi Intelligence database that have invested in the State of Texas between 2013-2018 within the automotive industry. We notice that 3 of the top 4 automotive producing countries are also the top 3 FDI investors in Texas (China was the top automotive producer in 2015, but tends to operate more domestically). The bulk of opportunities came from U.S. companies, namely in the Midwest (Michigan, Indiana), but also other states such as Virginia, North Carolina, Florida, Arizona, California and Washington. Mexico, as the 7th automotive producer worldwide in 2015, is surprisingly not in this list. One can expect this trend to shift over time: whereas historically Mexico has been an automotive FDI destination for US companies to take advantage of cost arbitrage, the growing Mexican economy will lead to growing Mexican companies expanding into the U.S. to tap into the latter’s large domestic market.
This right-hand chart highlights the top 5 cities in Texas according to the fDi Intelligence database that have attracted FDI between 2013-2018 within the aerospace industry.

Similar to the automotive industry, most projects have landed in large metropolitan areas such as Dallas and Houston. As per the image below, there are large clusters of aerospace OEMs in the greater Dallas and Houston areas, leading to client-centric projects landing there.

This chart highlights the top countries according to the fDi Intelligence database that have invested in the State of Texas between 2013-2018 within the aerospace industry. Similar to the automotive industry, the bulk of opportunities in the aerospace sector came from U.S. companies. On a municipal level, Chicago and New York based aerospace companies were the top investors into Texas, and the State of Connecticut had aerospace companies investing in Texas from cities such as Fairfield, Hartford and Newington. California saw investment flowing into Texas from cities such as Vacaville and Santa Clarita.
The image to the left highlights the top commercial spaceports and launch sites in Texas, including SpaceX’s commercial orbital launch site just 30 miles from Harlingen. As such, ROI believes there is an opportunity to attract more companies involved in space vehicle manufacturing.

The map below brings to light the increase in wages by US state, between 2016 and 2017, for the Guided Missile and Space Vehicle Manufacturing sector (NAICS code 336414). A state that has experienced significant wage increases might be more susceptible to explore other locations for its R&D or manufacturing activities. When analyzing the wage increases, we notice that Pennsylvania and Mississippi have both been burdened with the highest wage increase of 49% and 43% respectively, followed by states such as Maryland (30%), Illinois (19%), Colorado (17%), Washington State (18%), making them good prospecting grounds to promote a lower wage increase in Texas, and even lower costs in Harlingen.

The chart above offers a cross-comparison of the FDI projects by industry that have expanded in Texas municipalities located near the Mexican border between 2013-2018. Harlingen is the only region that has attracted a project related to automotive components, and one of the few to attract a company involved in plastics.
The chart above offers a cross-comparison of the FDI projects that have expanded in Texas cities located near the Mexican border by source country between 2013-2018. Harlingen seems more likely to attract companies from Mexico, although Laredo is the main competitor. As explained on page 12, the growing Mexican economy will lead to growing Mexican companies expanding into the U.S. to tap into the latter’s large domestic market, an expected trend that Harlingen should take advantage of. It is interesting that APAC countries seem more likely to chose Laredo as an expansion destination along Texas’ border with Mexico.
SECTION D
RECOMMENDATIONS
IDENTIFYING PROSPECTS

In order to be able to maximize the probability of identifying companies with sizeable manufacturing expansion plans into Texas, ROI combines top indicators (sales in the U.S., attending U.S. trade shows, growing distributor network, size of the company) with the company’s FDI track record:

- A foreign company outside of North America with manufacturing locations worldwide but none in the U.S. holds a strong probability of future expansion in the U.S.
- U.S. companies with manufacturing locations in states with rising wages and taxes.
- U.S. companies that have no presence in Texas and numerous locations in Mexico.
- Fortune companies that have a global presence, but have new projects arise often.

Other indicators that maximize the probability of finding companies prime for international expansion are identifying companies...

- ... with a change in management
- ... with distributors or existing business relationships in the U.S.
INTELLIGENT TARGETING

TARGET SUB-SECTORS

ROI had most success with corporate and industrial manufacturing companies, which remains a broad sector. ROI also had significant success with automotive and aerospace companies, which Harlingen should keep pursuing. ROI is hoping to further explore the potential of space vehicle manufacturing companies expanding towards the Southern US.

TARGET COMPANY SIZE

ROI believes that medium and large companies in the 100 to 999 employee range are the sweet spot, as many of them are growing rapidly and expanding their FDI track record, but still have a lot of capacity for expanding and entering new markets. On the other hand, while Fortune companies always have the capacity to engage in new projects, they tend to have an extensive FDI track record, and for the most part, already have some sort of presence in the Southern US already. That said, when a project does arise for a Fortune company, the impact in terms of job creation and investment is considerable. As such, maintaining relationships with Fortune companies is key.

TARGET REGIONS

The U.S. seems to be a prime prospecting ground for companies expanding into the South of Texas, although international companies must not be disregarded. Historical FDI data suggests that most investment in Texas in the automotive or aerospace industries stemmed from U.S. companies. More and more Californian companies seem to be relocating towards Texas to take advantage of a more pro-business environment. Mexican automotive companies are expected to gradually make a push for expansion into the US.

TRADESHOW RECOMMENDATIONS

Tradeshows are a very effective way of getting in front of a large number of companies in the targeted industries. ROI recommends:

• The PAACE automechanika Mexico will take place for 3 days from Wednesday, 10. July to Friday, 12. July 2019 in Mexico City. The fair takes place annually in Mexico City and contains all elements of the automotive industry including spare parts, repair, accessories, recycling, disposal and service.
SUMMARY

MOVING FORWARD...

- Nurturing strategy to service the pipeline that has been developed, including nurturing relationships with Fortune companies
- Intensive research and leveraging multiple data sources in building highly strategic prospect lists
- Leverage Heat Maps to identify optimal regions to target for the automotive, aerospace, and industrial manufacturing sectors
- Participation in a select number of relevant trade shows with ROI’s support
- Leverage Gazelle.ai to further drive investment attraction
DEVELOPMENT CORPORATION OF HARLINGEN, INC.
AGENDA ITEM
EXECUTIVE SUMMARY

Meeting Date: April 30, 2019

Agenda Item:
Discussion on Public Improvement District RFQ submitted and possible action on selection of a firm to negotiate services agreement.

Prepared By (Print Name): Raudel Garza
Title: Manager & Chief Executive Officer
Signature:

Brief Summary:
During the February 28, 2019 meeting, we reviewed steps needed to move forward with a potential designation of a PID in Harlingen Industrial Park, Phase 3. The release of an RFQ for legal services was the first step. The second step is reviewing the RFQ’s and either selecting one finalist to negotiate a contract or asking more than one to come in for interviews. We have three submittals to review. Staff is requesting that the Board review the responses and chose one firm to negotiate a services agreement. The RFQ called for designation of a firm by May 1st, however, we have had a few delays on that timeline and think we should extend that deadline through end of May, thus giving the Board time to select a legal team and time for staff to negotiate a contract.

Funding (if applicable):
Are funds specifically designated in the current budget for the full amount for this purpose? [ ] Yes [ ] No*
*If no, specify source of funding and amount requested:
Finance Director’s approval: [ ] Yes [ ] No [ ] N/A

Staff Recommendation:
Staff has qualified the three firms, but because of a personal friendship to attorneys at two of those firms, cannot make a recommendation.

Staff Member: Raudel Garza
Title: CEO
Signature:

Comments:

North American Industry Classification System (NAICS) Code:

HEDC Attorney’s approval: [ ] Yes [ ] No [ ] N/A
WHAT IS A PUBLIC IMPROVEMENT DISTRICT OR PID?

• A Public Improvement District is a special district created by a City or County under the authority of Chapter 372 of the Texas Local Code. The statute allows for a city or county to levy a special assessment against properties within the District to pay for improvements to the properties within the District.
WHAT CAN A PID PAY FOR?

- Funds generated by a PID can be used to pay for a variety of PUBLIC improvements within the District, including:
  - 1. Landscaping;
  - 2. Erection of fountains, distinctive lighting, and signs;
  - 3. Acquiring, constructing, improving, widening, narrowing, closing, or rerouting of sidewalks or of streets, any other roadways, or their rights-of-way;
  - 4. Construction or improvement of pedestrian malls;
  - 5. Acquisition and installation of pieces of art;
  - 6. Acquisition, construction, or improvement of libraries;
  - 7. Acquisition, construction, or improvement of off-street parking facilities;
WHAT CAN A PID PAY FOR?
(CON’T)

• 8. Acquisition, construction, improvement, or rerouting of mass transportation facilities;
• 9. Acquisition, construction, or improvement of water, wastewater, or drainage facilities or improvements;
• 10. The establishment or improvement of parks;
• 11. Projects similar to those listed in Subdivisions;
• 12. Acquisition, by purchase or otherwise, of real property in connection with an authorized improvement;
• 13. Special supplemental services for improvement and promotion of the district, including services relating to advertising, promotion, health and sanitation, water and wastewater, public safety, security, business recruitment, development, recreation, and cultural enhancement;
• 14. Payment of expenses incurred in the establishment, administration, and operation of the district, and;
• 15. Development, rehabilitation, or expansion of public housing.
WHERE MIGHT A PID MAKE SENSE? AND WHY?
THE WHY

• PIDs are assessments on those within the District.
• Improvements are paid for by property owners within the District, not other taxpayers.
• PIDs can work side by side with Declarations of CCRs and with architectural oversight committees to maintain compliance
• PIDs can help improve aesthetics of an area, and make land more marketable.
• HEDC currently owns approximately 53.57% of the land in the proposed district and thus can petition the City to create the PID. Total acreage = +/-139 Acres. HEDC acreage = 74.4
• PID funds can be combined with other funds to complete improvements.
ADDITIONAL PID CHARACTERISTICS

• The PID is not a political subdivision of the State, County, or City
• The PID has no separate taxing authority or other powers
• The County or City usually governs the PID
• The assessment runs with the land, and is collected like property tax.
• PID assessments are solely for the costs of infrastructure and the administration of the PID (and cost of bond issuance if any).
• Assessments can either reimburse a developer for the cost of the improvements or pay the debt service on the bonds, if issued.
• PID-financed improvements are public property
WHAT’S THE IMPROVEMENT PLAN?

- As part of the process of establishing a PID, the City may appoint an advisory board to come up with an improvement plan for the district, or the City may use a consultant or may prepare the plan.

- In this case, HEDC staff has already worked on much of the background to establish an improvement plan.

- The plan is roughly this:
THE HARLINGEN INDUSTRIAL PARK, PHASE 3 IMPROVEMENT PLAN

• Add landscaping and sidewalks along Grimes, FM 509, and Industrial Way
• Add additional lighting
• Improve or resurface Industrial Way
• Participate in road improvements to Grimes within the boundaries of the PID
• Construct new road connecting Industrial Way to FM 509, to include landscaping and lighting
• Improve drainage facilities within the PID, possibly creating a new regional detention pond
STEPS TO CREATE A PID

• 1 – Petition
• 2 – Feasibility Report
• 3 – Public Hearing
• 4 – Resolution to Create PID
• 5 – Construction of Improvements
• 6 – Service and Assessment Plans
• 7 – Assessment Roll
• 8 – Levy of Assessment
NEXT STEPS FOR HEDC

• Release a Request for Qualifications for legal services related to establishing a PID
• Chose a consultant/legal team to proceed with establishment of the PID
• Engage engineer and landscape architect or contractor to design improvements and build a budget
• Engage services of financial planner to evaluate options for payment of improvements
• Get City Commission and staff on board (and possibly County as well)
REQUEST FOR QUALIFICATIONS:

RFQ NO. 2019-01
Professional Legal Services related to the creation of a Public Improvement District in Harlingen Industrial Park, Phase III.

DEADLINE: April 12, 2019 @ 12:00 P.M.

DEVELOPMENT CORPORATION OF HARLINGEN, INC.
REQUEST FOR QUALIFICATIONS (RFQ) FOR LEGAL SERVICES TO the
DEVELOPMENT CORPORATION OF HARLINGEN, INC. dba Harlingen
Economic Development Corporation, Inc. (HEDC)

1.0 REQUEST FOR QUALIFICATIONS

1.1 General Information

The Development Corporation of Harlingen, Inc. d/b/a Harlingen EDC (HEDC) in Harlingen,
Cameron, Texas requests the submission of Statements of Qualifications (SOQ) for legal
services. This Request for Qualifications (RFQ) solicits information that will enable HEDC to
determine the best suited legal firm that may provide professional legal services for the
organization. This solicitation may lead to an hourly contract to provide a full range of legal
services to HEDC.

1.2 Detail

This document contains the instructions governing statements of qualifications submitted
by interested service providers, the format in which to submit SOQ’s, the materials to
submit therein, and the general evaluation criteria. A service provider desiring
consideration must provide a response in accordance with these instructions and meet all
requirements stated herein.

1.3 Intent

The intent of HEDC is to hire a legal firm to provide legal services related to the creation of
a Public Improvement District and other matters. The selection will take place through a
two-step procurement process, with formal advertising and direct solicitation. HEDC will
evaluate all responses in step one and may conduct interviews with short-listed
respondents in step two.

HEDC reserves the right to reject any and all qualification statements received in
response to this RFQ. HEDC reserves the right to short list respondents and base final
selection rankings on personal interviews. HEDC reserves the right to conduct new
services selection procedures for current and/or future needs.

1.4 Standards

The selection of a legal firm and award of a contract may be contingent upon the funding and
approval through the HEDC Board of Directors. Fees provided for in contracts or agreements
shall be reasonable. HEDC shall consider fees to be reasonable if they are not in excess of
those ordinarily charged by the profession as a whole for similar work. HEDC will negotiate
for procurement of professional services, whereby competitors' qualifications are evaluated
and the most qualified competitor is selected, subject to negotiations of fair and reasonable compensation.

1.5 Right of Rejection

HEDC reserves the right to reject any and all SOQs received in response to this request. HEDC is not obligated to award a contract solely based on this request or to otherwise pay for information solicited.

1.6 Schedule and Submittal Deadline

The hourly contract is anticipated to be awarded on or before May 1, 2019. The SOQ Package (See Section 2.2) must be submitted to the HEDC by 12:00 p.m., CDT on April 12, 2019. See Section 2.2 for mailing or delivery instructions.

1.7 Texas Public Information Act

All data and information submitted by the legal firms in response to this RFQ may become public information, as provided by the Texas Public Information Act, Texas Government Code Sections 552.001 -- 552.026. HEDC does not assume responsibility for asserting legal arguments for confidentiality on behalf of the legal firm.

1.8 Cost of Preparing Statement of Qualifications Package

Costs for preparing the SOQ Package and any subsequent materials or presentations shall be the sole responsibility of the prospective legal firm.

1.9 Scope of Services

The selected legal firm shall provide timely and professional written opinions and responses to HEDC requests as well as timely and professional billing documents in accordance with the agreed upon contract. It is the intent of this RFQ that a consistent quality of services is provided for all of HEDC legal requirements. The services to be provided by the legal firm, if selected, may include all of the following duties:

- General legal representation on Public Improvement District (Chapter 372, Sub-Chapter A) management and operational matters including reauthorization petitions and expansion petitions
- Presiding over annual meeting votes of the Board of Directors
- Representation on Texas Public Information Act matters (Section 552.001 of the Government Code)
- Human Resources issues including policies, terminations and unemployment compensation
• Legal advice regarding district governance and board obligations including bylaw revisions and incorporation issues
• Legal advice for a separate, already constituted Economic Development Corporation including support for real estate projects and public finance
• Drafting, review, and negotiations of contracts
• Advice and/or representation regarding legislative matters
• Legal advice regarding financial matters
• Legal advice regarding TABC and protesting liquor license applications or renewals
• Legal advice relating to other Economic Development vehicles such as tax increment financing districts, public-private partnerships and tax credits
• Other legal matters as may be necessary or required

2.0 INSTRUCTIONS AND PROCEDURES

2.1 SOQ Package Preparation

The Qualification Package will include the following four (4) components and shall be numbered as shown:

1. One page transmittal letter. The letter shall provide the names, title, address (physical and mailing), and telephone number of the official contacts.
2. Statement concerning insurance coverages and liability amounts. Confirmation that the legal firm has in place general liability insurance, worker's compensation, and professional liability insurance.
3. Statement concerning conflict of interest. Those interests of the legal firm that would impede with or interfere in the carrying out the duties and responsibilities of the position of a privileged attorney are deemed conflicting.
4. Statement of Qualifications to include a complete description of the following:

   A. Background on the firm's organization
   B. Key personnel that will be assigned to HEDC. The information for each individual must include the following: name, area(s) of expertise, years of experience, and professional licenses(s).
   C. Present examples of the firm's experience and expertise in providing counsel on the list of expected services detailed in Section 1.9.
   D. Provide at least three references. References must include name, phone number, email address, location, legal firm's role and responsibility, project description.
2.2 Submitting the SOQ Package

The legal firm shall submit the SOQ package electronically via email in a pdf format to Raudel Garza, CEO, at rgarza@harlingenedc.com. The SOQ package should be limited to 20 pages.

The submission deadline for SOQs is no later than 12:00 p.m., CDT, April 12, 2019.

2.3 Evaluation Factors
The evaluation factors include:

- The firm’s familiarity and previous project experience with municipal law and economic development. Experience with Public Improvement Districts, Tax Increment Financing districts, public-private partnerships, tax credits and other economic development vehicles
- Professional qualifications of the individual(s) (including subcontracted personnel) who will perform the work.
- The firm’s record and experience (including subcontractors) with Federal and State Funding agencies and philanthropic foundations.
- The legal firm’s performance record and experience (including subcontractors) with similar type clients.
- The firm’s experience with the Texas Public Information Act.
- The firm’s experience with public finance.
- The legal firm’s office locations.
- The legal firm’s insurability and status of current work related to litigation or arbitration.
- The legal firm’s anticipated workload during period of engagement and availability of personnel.

2.4 Inquiries

If any firms have questions or need additional information to clarify the intent of this RFQ, submit questions or requests via email to rgarza@harlingenedc.com before March 29, 2019. HEDC will collect these questions and respond to all the RFQ Package holders prior to evaluation.

Should any firms find discrepancies in or omissions from the RFQ, or should they be in doubt as to their meaning, the legal firm shall notify Raudel Garza, CEO.

2.5 Evaluation Process

- HEDC may call upon anyone they deem necessary to assist with the evaluation.
- HEDC may obtain information from references.
- HEDC may contact the respondents for the purpose of obtaining additional information or clarification during the evaluation period.
- HEDC will evaluate each SOQ received, in accordance with the factors in Section 2.4, based on the contents of the SOQ, any subsequent written clarifications required, and reference information obtained.
- HEDC may rank and determine the highest qualified firm based solely upon the evaluation of the SOQ package, any subsequent written clarifications required, and reference information obtained.
- If HEDC deems it necessary to conduct interviews, HEDC may identify two or more firms to be interviewed using the procedure in Section 2.7.
2.6 Interviews

HEDC reserves the right to interview each legal firm that submits a SOQ before the deadline. If interviews are conducted, HEDC will develop a list of questions to be answered by each firm interviewed and provide additional instructions to be followed. HEDC will select a legal firm upon completion of the interviews.

2.7 Notification of Selection

HEDC will notify the legal firm(s) in writing. Upon notification of selection by HEDC, the HEDC and Proposer will attempt to negotiate scope and extent of work to be performed, time for full performance, compensation, and other terms. Final selection of the successful legal firm(s) will be contingent upon approval of the HEDC Board of Directors.
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.
This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who
has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the
vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later
than the 7th business day after the date the vendor becomes aware of facts that require the statement to be
filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An
offense under this section is a misdemeanor.

1  Name of vendor who has a business relationship with local governmental entity.

2  Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated
completed questionnaire with the appropriate filing authority no later than the 7th business day after the date on which
you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3  Name of local government officer about whom the information is being disclosed.

Name of Officer

4  Describe each employment or other business relationship with the local government officer, or a family member of the
officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer.
Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form
CIQ as necessary.

A. Is the local government officer or a family member of the officer receiving or likely to receive taxable income,
other than investment income, from the vendor?

☐ Yes  ☐ No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction
of the local government officer or a family member of the officer AND the taxable income is not received from the
local governmental entity?

☐ Yes  ☐ No

5  Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or
other business entity with respect to which the local government officer serves as an officer or director, or holds an
ownership interest of one percent or more.

6  Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts
as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7  Signature of vendor doing business with the governmental entity  Date
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

A complete copy of Chapter 176 of the Local Government Code may be found at http://www.statutes.legis.state.tx.us/Docs/LG/Html/L.G.176.htm. For easy reference, below are some of the sections cited on this form.

Local Government Code § 176.001(1-a): "Business relationship" means a connection between two or more parties based on commercial activity of one of the parties. The term does not include a connection based on:
(A) a transaction that is subject to rate or fee regulation by a federal, state, or local governmental entity or an agency of a federal, state, or local governmental entity;
(B) a transaction conducted at a price and subject to terms available to the public; or
(C) a purchase or lease of goods or services from a person that is chartered by a state or federal agency and that is subject to regular examination by, and reporting to, that agency.

Local Government Code § 176.003(a)(2)(A) and (B):
(a) A local government officer shall file a conflicts disclosure statement with respect to a vendor if:
   (2) the vendor:
      (A) has an employment or other business relationship with the local government officer or a family member of the officer that results in the officer or family member receiving taxable income, other than investment income, that exceeds $2,500 during the 12-month period preceding the date that the officer becomes aware that
         (i) a contract between the local governmental entity and vendor has been executed; or
         (ii) the local governmental entity is considering entering into a contract with the vendor;
      (B) has given to the local government officer or a family member of the officer one or more gifts that have an aggregate value of more than $100 in the 12-month period preceding the date the officer becomes aware that
         (i) a contract between the local governmental entity and vendor has been executed; or
         (ii) the local governmental entity is considering entering into a contract with the vendor.

Local Government Code § 176.006(a) and (a-1):
(a) A vendor shall file a completed conflict of interest questionnaire if the vendor has a business relationship with a local governmental entity and:
   (1) has an employment or other business relationship with a local government officer of that local governmental entity, or a family member of the officer, described by Section 176.003(a)(2)(A);
   (2) has given a local government officer of that local governmental entity, or a family member of the officer, one or more gifts with an aggregate value specified by Section 176.003(a)(2)(B), excluding any gift described by Section 176.003(a-1); or
   (3) has a family relationship with a local government officer of that local governmental entity.
(a-1) The completed conflict of interest questionnaire must be filed with the appropriate records administrator not later than the seventh business day after the later of:
   (1) the date that the vendor:
      (A) begins discussions or negotiations to enter into a contract with the local governmental entity; or
      (B) submits to the local governmental entity an application, response to a request for proposal or bids, correspondence, or another writing related to a potential contract with the local governmental entity; or
   (2) the date the vendor becomes aware:
      (A) of an employment or other business relationship with a local government officer, or a family member of the officer, described by Subsection (a);
      (B) that the vendor has given one or more gifts described by Subsection (a); or
      (C) of a family relationship with a local government officer.
Harlingen Economic Development Corporation

Response to Request for Qualifications
for Professional Legal Services #2019-01

The following proposal submitted to:
Mr. Raulel Garza
Manager and Chief Executive Officer
Harlingen Economic Development Corporation
2424 Boxwood Street, Suite 125
Harlingen, Texas 78550
rgarza@harlingenedc.com

Name of Service Provider:
Norton Rose Fulbright US LLP
300 Convent Street, Suite 2100
San Antonio, Texas 78205
(210) 270-7185
Contact: Matthew Lee

Date of Submittal:
April 8, 2019
Private and Confidential
# Table of Contents

<table>
<thead>
<tr>
<th>Section</th>
<th>Document</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>INTRODUCTORY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cover Page</td>
<td></td>
<td>1</td>
</tr>
<tr>
<td>Table of Contents</td>
<td></td>
<td>2</td>
</tr>
<tr>
<td>RESPONSE TO MANDATORY SPECIFICATIONS</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Transmittal Letter</td>
<td></td>
<td>3</td>
</tr>
<tr>
<td>2. Firm Insurance Coverage</td>
<td></td>
<td>4-6</td>
</tr>
<tr>
<td>3. Statement Concerning Conflict of Interest</td>
<td></td>
<td>7</td>
</tr>
<tr>
<td>4. Statement of Qualifications</td>
<td></td>
<td>8</td>
</tr>
<tr>
<td>Firm Background</td>
<td></td>
<td>8</td>
</tr>
<tr>
<td>Key Personnel</td>
<td></td>
<td>10</td>
</tr>
<tr>
<td>Firm Experience</td>
<td></td>
<td>13</td>
</tr>
<tr>
<td>References</td>
<td></td>
<td>18</td>
</tr>
</tbody>
</table>
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300 Convent Street
Suite 2100
San Antonio, Texas 78205
United States

Matthew Lee
Tel +1 210 270-7185
Fax +1 210 270-7205
matt.lee@nortonrosefulbright.com

Re: Response to Request for Qualifications (#2019-01) for Professional Legal Services

Dear Mr. Garza:

Norton Rose Fulbright US LLP (the Firm) humbly submits this response (the Response) to your request for a Request for Qualifications (the RFQ) to provide professional legal services to the Harlingen Economic Development Corporation (the HEDC). We believe that, after reviewing this Response, you will understand why we are one of the foremost municipal bond law firms in Texas, and a leader in municipal finance law throughout the country.

On a more local and personal level, both my mother’s and father’s families have called the City of Harlingen (the City) home for generations. The continued success of the City is a personal matter to me and my family, and so my objective, and the reason we have prepared this Response, is not just to represent the HEDC in certain legal matters, but to develop a relationship as a trusted advisor for years to come. We are willing to work with the HEDC regarding our fee structure in order to advance this goal.

Our Firm offers extensive personnel to meet the HEDC’s needs, including public finance lawyers experienced in all facets of municipal bond law and tax attorneys who focus solely on the federal income tax aspects of public finance. With approximately 50 attorneys who work in these areas, we have one of the largest public finance practices in the United States and currently rank third nationally on the basis of par amount. In the last four years, we have assisted political subdivisions with their issuance of more than $61 billion in par amount of bonds.

For the HEDC, we have assembled a team of highly experienced lawyers to provide legal services. I will serve as the bidder representative for the Firm for the purposes of this Response, as well as any representation resultant therefrom, and my requested contact information is located in the upper right-hand corner hereof.

Thank you for inviting us to submit our Response. Based upon our history of service with clients that are similarly-situated to the HEDC, combined with the unique and diverse skill sets of the proffered team of attorneys and professionals, our Firm is distinctively qualified to fill the role of the HEDC’s legal counsel. Please make no mistake—we want to be the HEDC’s legal counsel. Should you have any questions, or require any additional information with respect to our Response, please do not hesitate to contact me at the phone number listed below. We look forward to the opportunity to serve the HEDC and assist in exceeding the HEDC’s objectives.

Matthew Lee, Associate
Tel +1 210 270 7185
Statement of Firm Insurance Coverage

Norton Rose Fulbright was founded in 1919 and is one of the largest law firms in the State. Norton Rose Fulbright carries, and will maintain during the term of our representation, one or more policies concerning general liability insurance, workers compensation, and professional liability insurance. Our Firm has a Professional Liability Coverage policy provided by Marsh Ltd., with an annual limit of not less than $1,000,000 per claim and $1,000,000 in the aggregate. Please see the letters attached evidencing the Firm’s insurance coverage. Note that this is not the extent of our coverage. If increased levels of coverage are required, we can provide evidence thereof upon request.

[The remainder of this page left intentionally blank.]
1 October 2018

VERIFICATION OF PROFESSIONAL INDEMNITY INSURANCE – Norton Rose Fulbright LLP

To whom it may concern

As requested by the above client, we are writing to confirm that we act as Insurance Brokers to the client and that we have arranged insurance on its behalf as detailed below:

Policy Number: FINPL1800120 & others

Insured: Norton Rose Fulbright LLP and others as more fully described in the policy wording including but not limited to Norton Rose Fulbright US LLP

Type of Insurance: Professional Indemnity Insurance

Insurers: Various underwriters at Lloyd's, London and other commercial professional indemnity insurers based in Europe, the United States of America and Bermuda

Indemnity Limit: Not less than USD1,000,000 as more fully described in the policy wording

Period of Insurance: From: 1st October, 2018 To: 30th September, 2019

Both days inclusive

We have placed the insurance which is the subject of this letter after consultation with the client and based upon the client's instructions only. Terms of coverage, including limits and deductibles, are based upon information furnished to us by the client, which information we have not independently verified.

This letter is issued as a matter of information only and contains no right upon you other than those provided by the policy. This letter does not amend, extend or alter the coverage afforded by the policies described herein. Notwithstanding any requirement, term or condition of any contract or other document with respect to which this letter may be issued or pertain, the insurance afforded by the policy (policies) described herein is subject to all terms, conditions, limitations, exclusions and cancellation provisions and may also be subject to warranties. Limits shown may have been reduced by paid claims. The above insurance is denominated in GBP. Any other currencies referenced within this document are valued at the inception of the policy.

We express no view and assume no liability with respect to the solvency or future ability to pay of any of the insurance companies which have issued the insurance. We assume no obligation to advise yourselves of any developments regarding the insurance subsequent to the date hereof. This letter is given on the condition that you forever waive any liability against us based upon the placement of the insurance and/or the statements made herein with the exception only of willful default, recklessness or fraud. This letter may not be reproduced by you or used for any other purpose without our prior written consent. This letter shall be governed by and shall be construed in accordance with English law.

Yours faithfully,

Rory Garratt, Marsh Ltd

Rory Garratt
Client Executive
Marsh Ltd
Tower Place
London, EC2R 5BU
+44 (0) 20 7927 1000
Rory.Garratt@marsh.com
Statement Concerning Conflict of Interest
Statement of Qualifications

Firm Background

| Contact Information | NORTON ROSE FULBRIGHT US LLP  
(formerly FULBRIGHT & JAWORSKI L.L.P.)  
98 San Jacinto Boulevard, Suite 1100  
Austin, Texas 78701  
Telephone: (512) 474-5201 |
| Number of Offices | 4 (Texas only: Austin, Dallas, Houston, San Antonio); 11 (U.S. only); 50 (international) |
| Type of Organization | Limited Liability Partnership |
| Years in Business | 100 years |
| Point of Contact | Stephanie Leibe  
Telephone: (512) 536-2420  
Fax: (512) 536-4598  
stephanie.leibe@nortonrosefulbright.com  
Matthew Lee  
Telephone: (210) 270-7185  
Fax: (210) 270-7205  
matt.lee@nortonrosefulbright.com |
| Business Address of Primary Service Provider | 98 San Jacinto Boulevard, Suite 1100  
Austin, Texas 78701 |
| Principal Service Providers | Stephanie Leibe, Partner  
Matthew Lee, Associate |
| Other Names | Fulbright, Croker & Freeman (1919 – 1954)  
Fulbright & Jaworski LLP, a member of Norton Rose Fulbright (2013 – 2015)  
Norton Rose Fulbright US LLP (2015 – Present) |
| Federal Tax ID | 74-1201087 |

Our Firm was originally organized in Houston in 1919 by R.C. Fulbright, a specialist in transportation law and taxation, and John Henry Crooker, a former Harris County District Attorney. In 1927, the Firm, then known as Fulbright, Croker & Freeman, opened an office in Washington, D.C., with clients including the Port of Houston and other Texas ports and the Houston Chamber of Commerce. By 1954, the Firm’s name had been lengthened to Fulbright, Croker, Freeman, Bates & Jaworski and then, in 1974, was shortened to Fulbright & Jaworski L.L.P. when Leon Jaworski returned to the Firm after serving as the Watergate prosecutor. Since the 1960s, the Firm has annually ranked as one of the two largest law firms in Texas. Our Firm today has domestic offices in Austin, Dallas, Denver, Houston, Los Angeles, San Antonio, and 50 international locations.
Minneapolis, New York, San Antonio, San Francisco, St. Louis, and Washington, D.C. As stated below, the Firm is a limited liability partnership organized under the laws of the State of Texas. On November 14, 2012, the Firm announced its agreement to combine with the other firms in the Norton Rose Verein to create the Norton Rose Fulbright Verein. Effective June 3, 2013, the Norton Rose Fulbright Verein combined the experience of 3,800 lawyers in 55 offices in 40 countries across the United States, Europe, Asia, Australia, Canada, Africa, the Middle East, South America, and Latin America. While Norton Rose Fulbright US LLP is a member of the Norton Rose Fulbright Verein and can draw on the combined experience and expertise of all member firms, we remain independently governed. On January 21, 2015, the firm officially changed its domestic office name from Fulbright & Jaworski LLP to Norton Rose Fulbright US LLP, and is typically referred to as Norton Rose or Norton Rose Fulbright. Most recently, our Firm merged with New York-based law firm, Chadbourne & Parke, with Norton Rose Fulbright being the surviving entity, providing our public finance team with additional resources in the country’s financial headquarters to service our clients. This merger resulted in more than 4,000 lawyers in 58 offices spanning 32 countries, including more than 1,000 lawyers in the United States.

From our beginning, Norton Rose Fulbright conducted an active administrative and government law practice, and it has represented a number of governmental bodies. The Houston office of Norton Rose Fulbright has had an active municipal finance practice since 1955. In 1981, our Firm, then Fulbright & Jaworski L.L.P., merged with the Dallas-based firm of Dumas, Huguenin, Boothman & Morrow, which specialized in municipal finance since its founding in 1923. Today, Norton Rose Fulbright has one of the largest municipal finance practices in both the State of Texas and the southern United States. Approximately thirty lawyers, practicing in all four of the Firm’s Texas offices, serve as bond counsel, underwriters’ counsel, trustee’s counsel, and disclosure counsel in virtually every area of tax-exempt and taxable financing. In addition, ten lawyers in the Firm’s tax department nationally (five in the State of Texas) are solely or significantly engaged in the federal income tax aspects of municipal finance, bond lawyers provide securities law advice related to the issuance of municipal bonds and related continuing disclosure obligations, and numerous litigators in our offices throughout the State provide support in bond-related matters such as election protest defense, claims of violations of Texas ethics laws and rules, and Chapter 1205 bond declaratory judgment actions.

Our Firm’s public finance team includes members, each of whom, we believe vastly strengthen the breadth and quality of services we provide to our clients. In February 2015, our team added the former Texas Attorney General Office’s Public Finance Division Chief, Stephanie Leibe, resident in our Austin office. Her exposure to Texas bond transactions (in volume and diversity) and knowledge of the inner workings of the Office of the Texas Attorney General and other State agencies is without peer in our industry. Also, John Hall, resident in our San Antonio office, joined our team in October 2017 after spending the prior nine years as an investment banker focusing on general municipal underwritings. John provides insight into the relationship between legal issues and their potential impact on other critical components of a bond sale, such as credit, pricing, structuring, investor relations, and post issuance compliance. In addition to his other numerous contributions, John’s unique experience allows our Firm to offer a perspective from this segment of the industry that is unmatched by any other law firm in the State of Texas.
Rose Kanusky, a member of the Firm’s Appellate practice, recently assumed the day-to-day role of administering our Firm’s provision of legal services relating to our clients’ bond election needs. Given the rising complexity of calling and conducting, as well as the oftentimes controversial aspect of, these elections, we felt compelled to dedicate significant Firm resources to election support. Rose’s substantial experience in complex litigation matters, including several successful Chapter 1205 bond validation suits and various appellate proceedings, greatly assists our clients in navigating the election process and any subsequent contests that may arise. Our office, on an average annual basis, provides representation services to our clients across the State on 30 to 40 election matters, giving Rose and the other members of our staff an in depth exposure to the many variables of the election process. Rose works closely with our clients to navigate the requirements of early voting locations and hours, posting and publication, and canvassing results. We can also provide document translations to satisfy bilingual requirements and review election brochures to avoid electioneering. Rose also regularly attends training seminars provided by the Secretary of State for election officials and political subdivisions. Rose has developed relationships with the staff at the Secretary of State’s office and many county election departments.

In addition to the legal services described above which directly relate to public finance matters, attorneys in the Austin and San Antonio offices of Norton Rose Fulbright US LLP have the capacity to provide other services to the HEDC which may be related to specific bond matters or which may be totally outside the public finance context. We have specialists in our office in the areas of real estate, employee benefits and labor, and we have a large litigation practice with what we believe to be the finest appellate attorneys available in Texas. The HEDC will also have direct access to the Texas legislature and other state administrative agencies through our Austin office and to the Internal Revenue Service, Treasury Department, and United States Securities and Exchange Commission through our Washington, D.C. office. Norton Rose Fulbright US LLP can provide the HEDC with all of the legal services that together constitute a modern public finance practice. Other firms can provide part of those services with attorneys in South Texas, but we are the only Firm with the capability to advise the HEDC on the full range of issues, including the very complex and continually changing tax and federal securities issues that are present in all public finance transactions.

Key Personnel

A team of attorneys will be assigned to provide professional legal services to the HEDC pertaining to the following scope of services identified in Section 1.9 of the RFQ: (1) general legal representation on Public Improvement District management and operational matters including reauthorization petitions and expansion petitions; (2) legal advice for a separate, already constituted Economic Development Corporation including support for real estate projects and public finance; (3) legal advice relating to other Economic Development vehicles such as tax increment financing districts, public-private partnerships and tax credits (collectively, the Scope of Services). We have found the team approach in the past to be very successful; such an approach guarantees the HEDC will have a qualified, responsive group of professionals to represent it in these matters, as well as with respect to related issues such as federal income tax, federal and State securities law, real estate law, and legislative concerns. This is
particularly critical with respect to ever-changing and intricate procedural and substantive federal income tax requirements.

The following Public Finance and Tax attorneys will be assigned to the legal team. Stephanie Leibe and Matt Lee will lead the legal team and serve as the primary points of contact for the HEDC. The attorneys listed below are in good standing with the State Bar of Texas. Additionally, all members of the team will be available on short notice as needed for staff or team meetings, HEDC meetings, consultations, briefings, and other matters as needed by the HEDC. A brief resume of each attorney on the legal team is provided below.

<table>
<thead>
<tr>
<th>Lawyer</th>
<th>Licensure</th>
<th>Classification</th>
<th>Years’ Experience</th>
</tr>
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<tbody>
<tr>
<td>Stephanie Leibe</td>
<td>Texas State Bar License: 24028098</td>
<td>Partner</td>
<td>17 years</td>
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<tr>
<td>Matt Lee</td>
<td>Texas State Bar License: 24070128</td>
<td>Associate</td>
<td>3 years</td>
</tr>
<tr>
<td>Clayton S. Binford</td>
<td>Texas State Bar License: 24031863</td>
<td>Partner</td>
<td>16 years</td>
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<tr>
<td>W. Jeffrey Kuhn</td>
<td>Texas State Bar License: 11759300</td>
<td>Partner</td>
<td>32 years</td>
</tr>
<tr>
<td>Arnold Cantu III</td>
<td>Texas State Bar License: 24087256</td>
<td>Associate</td>
<td>5 years</td>
</tr>
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<th>Classification</th>
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<td>George W. Scofield</td>
<td>Texas State Bar License: 17882200</td>
<td>Partner</td>
<td>36 years</td>
</tr>
<tr>
<td>Adam C. Harden</td>
<td>Texas State Bar License: 24074355</td>
<td>Senior</td>
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</table>

Stephanie Leibe is a Partner in the Firm’s Public Finance practice group, resident in the Austin office. She graduated from Southeastern Louisiana University (B.A., 1995) and Loyola University School of Law (J.D., 1999). Stephanie brings 13 years of experience as an Assistant Attorney General in the Public Finance Division of the Texas Attorney General’s Office, including over 4 years as Chief of the Division. She has experience in public finance transactions for State agencies, cities, counties, school districts, economic development corporations, public improvement districts, navigation districts, port authorities, water districts, and water authorities. This experience includes traditional municipal finance, on behalf of non-profit corporations, tax increment finance, public improvement districts, and derivative transactions. Stephanie also has experience as general counsel for various State entities, including advising on the benefits of and the creation of economic development corporations, public improvement districts, and tax increment financing.

As Chief of the Public Finance Division, through the management, supervision, and development of division personnel, Stephanie had the primary responsibility of ensuring that all bond transactions approved by the Texas Attorney General’s Office complied with State law. Stephanie worked extensively with bond counsel and underwriters’ counsel to resolve complex
and novel Texas law issues related to public securities. She also assisted the division’s attorneys with the resolution of legal issues as they arose during the course of the agency’s review of public securities. During her tenure as Chief, the division consisted of 9 attorneys and 4 support staff and reviewed more than 1,500 public securities on an annual basis.

Matthew A. Lee is an Associate in the Firm’s Public Finance practice group, resident in the San Antonio office. Born and raised in Harlingen, Texas, Matt graduated from Trinity University (B.S., 2005; M.S. 2006), South Texas College of Law (J.D. 2009), and the University of Houston Law Center (L.L.M., Taxation). Matthew’s practice is devoted to public finance matters, where he serves as bond counsel, underwriters’ counsel, and bank counsel for various political subdivisions and investment and traditional banking firms throughout the State of Texas. Matt also has experience as general counsel for various State entities, including advising on the benefits of and the creation of economic development corporations, public improvement districts, and tax increment financing. Prior to joining the Firm, Matthew worked in the field of international tax at Deloitte and KPMG. He is a licensed Certified Public Accountant.

Clay Binford is a Partner in the Firm’s Public Finance practice group, resident in the San Antonio office and also currently leads the San Antonio office’s Public Finance Department. He graduated from Texas A&M University (B.B.A., 1998) and St. Mary’s University School of Law (J.D., 2001). Clay’s practice is devoted exclusively to public finance matters, where he primarily serves as bond counsel, underwriters’ counsel, and bank counsel for various political subdivisions and investment and traditional banking firms throughout the State of Texas. Additionally, his experience includes representation of underwriters and bond insurers in large-scale project financing. Clay is civically active in his community, serving as a member of the City of San Antonio’s Conservation Advisory Board – Edwards Aquifer Protection Venue Project (representing Medina County). Clay is a member of the State Bar of Texas, the San Antonio Bar Association, and the National Association of Bond Lawyers.

Jeff Kuhn is a senior Partner in the Firm’s Public Finance practice group, resident in the San Antonio office. He graduated from the University of Virginia (B.A., 1978) and the University of Texas (J.D., 1985). Jeff’s practice is devoted exclusively to public finance matters. In his practice, Jeff serves as bond counsel, underwriters’ counsel, and trustee’s counsel for various political subdivisions and investment and traditional banking firms located throughout the State of Texas. Additionally, Jeff regularly advises counties, cities, school districts, and other Texas political subdivisions on public finance issues and general municipal and public law, including assisting cities in election law issues and implementing their economic development programs and assisting political subdivisions in structuring and implementing innovative financing techniques. Jeff is a recognized lecturer on public finance topics throughout the State of Texas and at national bond attorney seminars. He is a member of the State Bar of Texas, the American Bar Association, and the National Association of Bond Lawyers. Jeff is listed in The Best Lawyers in America, was selected as a Client Service All-Star by BTI-Consultant Group in 2010 and 2012, and was named a Fellow of the American College of Bond Counsel in 2011. With thirty years of public finance experience, Jeff has completed virtually every type of financing permitted under Texas law.
Arnold Cantu III is an Associate in Norton Rose Fulbright’s Public Finance practice group. Born and raised in Alamo, Texas, Arnold graduated from the University of Texas (B.A., 2007) and Stanford Law School (J.D., 2013). Arnold’s practice is devoted exclusively to public finance matters where he has served as bond counsel for various State and local government entities, including cities and school districts, and as underwriters’ counsel for regional and national investment banks. Prior to joining the firm, Arnold was a teacher with the Pharr-San Juan-Alamo Independent School District.

George Scofield is a Partner in Norton Rose Fulbright’s Tax Department located in the San Antonio office. He graduated from Louisiana State University (B.A., 1977), Louisiana State University School of Law (J.D., 1980), and New York University (L.L.M., Taxation 1981). George has participated in all facets of the tax analysis associated with tax-exempt bond financings for cities, counties, and school districts, including arbitrage, rebate, advance and current refundings, yield restrictions and calculations, private business use tests, airport exempt financings, special revenue and exempt facilities financing, tax and revenue anticipation notes, commercial paper and other variable rate financing, forward purchase, other innovative and creative financing techniques designed to meet the objectives of the issuer and applicable federal income tax restrictions; tax rollback rates, petitions, and representations; and ad valorem taxation and other local and State tax issues.

Adam Harden is a Senior Associate in the Tax Department of Norton Rose Fulbright. He graduated from Trinity University (B.S., 2006), University of Texas at Austin (M.P.A., 2007), University of Texas School of Law (J.D., 2009), and New York University School of Law (LL.M. in Taxation, 2011). Adam has participated in all facets of the tax analysis associated with tax-exempt bond financings for cities, counties, school districts, higher education authorities, state agencies, housing authorities, colleges and universities, and hospital systems. Prior to joining Norton Rose, Adam worked at a multinational law firm in Houston. Adam is a member of the Tax Section of the State Bar of Texas, the American Bar Association, the National Association of Bond Lawyers, and testified on Opportunity Zones regulations at a joint public hearing before IRS and Treasury Department officials in his capacity as the Co-Chair of the Texas Bar’s Tax-Exempt Finance Committee.

In addition to its attorneys, the team includes multiple, highly trained support staff personnel that will be assigned to the HEDC matters on an as-needed basis.

Firm Experience

Norton Rose Fulbright has one of the most active municipal securities practices in the United States (as most recently evidenced by its annual ranking in the top ten based on volume and par amount in each of the past five years). As previously mentioned Norton Rose Fulbright has provided bond counsel services for 100 years. As a full service, Texas public finance practice, our group possesses extensive experience representing all types of State and local governmental entities in connection with their debt issuance, tax matters and other matters emanating from and relating to those activities. The proffered legal team has served as bond counsel in virtually every area of municipal finance. These bond issues have included general
obligation bonds and revenue bonds for the State of Texas, cities, counties, school districts, economic development corporations, community college districts, universities, special purpose political sub-divisions, and public non-profit corporations, including revenue bonds secured by special assessment revenues from a public improvement district and tax increment revenues from a tax increment reinvestment zone. In connection with these transactions, the attorneys have acted as bond counsel, general counsel, and disclosure counsel to issuers and as counsel to underwriters, institutional purchasers, banks, bond insurers, borrowers, developers, corporate trustees, investment contract providers, and interest rate swap providers among others.

In the past 36 months, the Firm has served as bond counsel for approximately 1,100 bond issuances within the State of Texas. These issuances financed a wide variety of public projects, including municipal facilities, roads, utilities (water, sewer, electric and gas), mass transit facilities, convention center and sports facilities, airports, other municipally owned buildings, public-private partnerships (P3), in addition to other public projects. These issuances have included various debt instruments, including both taxable and tax-exempt debt, general obligation bonds, certificates of obligation, tax notes, revenue bonds, commercial paper, variable rate obligations, swaps, leases, contract revenues, conduit financings, and other types of debt obligations. The Firm successfully represented the San Antonio Water System as Special Counsel in connection with matters relating to its Vista Ridge Pipeline project, the first large-scale P3 in the U.S. water industry (and which was named the “North American Deal of the Year” by Project Finance International).

A list of recent bond issuances involving an economic development corporation (EDC), public Improvement District (PID), or tax increment financing (TIRZ and, collectively with EDC and PID, Economic Development Vehicles) in which our Firm has served as bond counsel is provided below. Although the Scope of Services does not contemplate a bond issuance, the volume of bond issuances involving Economic Development Vehicles in which our Firm has served as bond counsel, as a percentage of the total market and as compared to our peers, is indicative of our vast experience and reputation as a leader in legal representation of Economic Development Vehicles. In addition to having the expertise to provide legal advice on the nuances emanating from the issuance of bonds involving Economic Development Vehicles through our Firm’s robust bond counsel practice, our Firm has advised and represented many local governments with their economic development programs from scratch, including drafting guidelines or policies and procedures in which a local government will participate in an Economic Development Vehicle and/or related financing, creation and expansion of an Economic Development Vehicle, tax abatement agreements, opportunity zones, and payments-in-lieu-of taxes.

Of particular interest to the HEDC, our Firm represents Medina County, Texas in general finance and development matters, including policies and procedures for entering into economic development agreements, creation of Economic Development Vehicles, expansion of existing Economic Development Vehicles, entering into interlocal agreements with other local governments pursuant to Chapter 791, as amended, Texas Government Code, and many others. We recommend that you view the agendas for the meetings of the Medina County Commissioners Court dated March 14, 2019 and March 28, 2019, where you will see our Firm advising and presenting on multiple economic development matters simultaneously (at 82616618.4)
http://www.medinacountytexas.org/page/medina.Agendas). Our Firm’s ability to provide the Scope of Services that the HEDC is looking for is exhibited in these two Medina County Commissioners Court meetings.

We recommend that you reach out to each of the references included in this Response, each of whom we are confident will attest to our expertise in each of the Scope of Services that the HEDC is looking for.

<table>
<thead>
<tr>
<th>Entity Type</th>
<th>Total Issuances in Texas</th>
<th>Norton Rose Fulbright as Bond Counsel Firm Total</th>
<th>Percentage of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Economic Development Corporation</td>
<td>173</td>
<td>40</td>
<td>23%</td>
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<tr>
<td>Public Improvement District</td>
<td>113</td>
<td>47</td>
<td>42%</td>
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<tr>
<td>Tax Increment Financing</td>
<td>146</td>
<td>26</td>
<td>18%</td>
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</table>

Source: Texas Municipal Advisory Council Website.

As discussed above, the Firm is a full-service law firm with established and nationally-recognized practices in other areas of law. In addition to our Firm’s leading municipal finance practice, the Firm can also represent the HEDC in real estate, tax, election, securities, and litigation matters.

The HEDC may also be interested in the effect and challenges that being located in a Texas border city may have on the HEDC’s currently outstanding revenues bonds or future HEDC bond issuances, or bonds issued by the City or the County relating to an Economic Development Vehicle. We are constantly monitoring how the rating agencies may view bond issuances by our Texas border issuer clients, including the Edinburg EDC and the City of El Paso, and are ready to act and advise accordingly. We have developed an excellent working relationship with all three of the major rating agencies, and we believe that those agencies have come to depend upon our analysis of bond transactions to assist them in their rating process. Due to the recent discussions of closing the Texas border with Mexico, you may be interested in reviewing Moody’s Investors Service’s sector in-depth review entitled “Texas border cities vary in ability to withstand fiscal and economic challenges”, dated March 26, 2019.

[The remainder of this page left intentionally blank.]
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<th>Type</th>
<th>ParAmount</th>
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<td>Argyle, Town of (Waterbrook of Argyle Public Improvement District)</td>
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Source: the Texas Municipal Advisory Council Website.
References

For information regarding our Firm’s political subdivision client representation, please contact:

Name: Ms. Belinda Weaver (Interim Treasurer)  
Company: City of Austin, Texas  
Address: P.O. Box 2106  
City, State Zip: Austin, Texas 78768  
Phone: 512.974.7885  
E-mail: belinda.weaver@austintexas.gov  
Firm Contact: Ms. Stephanie Leibe and Mr. Matt Lee  
Firm Role: Represents the City of Austin as Bond Counsel on various public improvement district financings.

Name: Honorable Chris Schuchart (County Judge)  
Company: Medina County, Texas  
Address: 1893 Avenue K, Room 201  
City, State Zip: Hondo, Texas 78861  
Phone: 830.741.6020  
E-mail: countyjudge@medinacountytexas.org  
Firm Contact: Mr. Clay Binford and Mr. Matt Lee  
Firm Role: Represent the County as Bond Counsel and as General Counsel on creation of public improvement districts, tax increment reinvestment zones, tax abatement agreements, etc.

Name: Mr. Julio Cavazos (Chief Financial Officer)  
Company: Harlingen Consolidated Independent School District  
Address: 407 N. 77 Sunshine Strip  
City, State Zip: Harlingen, Texas 78550  
Phone: 956.430.9730  
E-mail: julio.cavazos@hcisd.org  
Firm Contact: Mr. Jeff Kuhn, Mr. Clay Binford, Mr. Arnold Cantu, Mr. Matt Lee  
Firm Role: Represents the District as Bond Counsel.

Name: Mr. Joey Trevino (Executive Director)  
Company: Edinburg Economic Development Corporation  
Address: 415 West University Drive  
City, State Zip: Edinburg, Texas 78541  
Phone: 956.383.7124  
E-mail: joey@edinburgedc.com  
Firm Contact: Mr. Arnold Cantu  
Firm Role: Represents the EDC as Bond Counsel.

Name: Mr. Benjamin Arjona (City Manager)  
Company: City of San Juan, Texas  
Address: 709 S. Nebraska Street  
City, State Zip: San Juan, Texas 78589  
Phone: 956.223.2200  
E-mail: barjona@sjtx.us  
Firm Contact: Mr. Arnold Cantu and Mr. Matt Lee  
Firm Role: Represents the City as Bond Counsel.
Raudel Garza, CEO  
Development Corporation of Harlingen, Inc.  
2424 Boxwood St.  
Harlingen, Texas 78550  

Re: SUBMISSION OF STATEMENT OF QUALIFICATIONS  

RFQ No.: 2019-01 | Professional Legal Services  

Dear Mr. Garza:  

I take this time to express an interest in joining your corporation as legal counsel by offering years of experience, knowledge, and work ethic. The firm has successfully advised and counseled elected officials, public & private workforce and executive personnel, and boards of directors. I look forward to the prospect of continuing to work on your behalf.  

The Pruneda Law Firm, PLLC (“firm”), is a Texas Historically Underutilized Business (“HUB”). In accordance with Texas Administrative Code §111.13, each state agency shall make a good faith effort to utilize HUBs in contracts for construction, services (including professional and consulting services) and commodity purchases. The Texas Comptroller of Public Accounts will certify those eligible businesses that apply for HUB certification according to the business' definition, structure and defined ownership. The firm’s certification is enclosed.
Law Firm Contacts.

The firm was founded and is managed by Michael Pruneda. The mailing address is P.O. Box 1664, Pharr, Texas 78577; physical location is: 6316 N. 10th St.; Bldg H800, McAllen, Texas 78504. The telephone number is (956) 702-9675. The firm is available for messaging and consulting as needed to further client interests.

Insurance

The firm is covered by professional liability insurance. As a courtesy, the declaration page evidencing coverage will be enclosed for your review.

Conflicts of Interest.

The firm has no interests that would create a potential conflict at the time of submission. However, should the need arise to disclose a potential conflict in the future, the firm will immediately communicate any potential issues to appropriate contacts.

Background & Legal Experience.

The firm is a professional limited liability company formed in the State of Texas in 2001 by founder and owner Michael Pruneda. Pruneda was licensed in Texas in 2000. Pruneda is also licensed in the United States District Courts for the Southern District of Texas, and also in New York. The firm’s principal office is in McAllen, Texas and has two employees.

The law firm has over 18 years of legal experience handling civil litigation, administrative matters, government representation, contract development, negotiation, and disputes. The firm has a proven track record of success litigating civil disputes in county, state, and federal courts.
Firm’s Prior Experience in Related Areas

The firm has overseen, advised, and counseled during the negotiation of letters of intent, annexation and extra-territorial jurisdiction planning and litigation, memorandums of understanding (MOU), 380 agreements, interlocal agreements, naming rights and sponsorship agreements, development of public – private partnerships, election & formation of various entities including: municipal governmental corporations, Tax Increment Reinvestment Zones (TIRZ), Public Improvement Districts (PIDS), Public Facilities Corporations, and the creation of Declaration of Covenants, Conditions, and Restrictions (CCRs) of commercial business parks.

The firm has throughout the years developed employment agreements, personnel policies, bylaws, and indemnity and non-disclosure agreements and releases. The development, negotiation, and execution of economic development corporation and other municipal agreements has included the following: Pappadeux, Costco, At Home, HEB, Pharr Town Center (formerly El Centro Mall), commercial produce park, federal and state grants, and other development.

Additionally, as your legal counsel, you would acquire many years of experience in the handling of employment and labor issues related directly to: employment contracts, civil rights, discrimination, sexual harassment, whistleblower claims, workers’ compensation, wage disputes, and other employment practices.

The law firm has presided as legal counsel during monthly and annual meetings of municipalities, economic development corporations, public facilities corporations, and tax increment reinvestment zones for over 13 years including providing oversight and compliance of open meetings and public information laws. The years of legal services in specific areas that may be of interest are as follows:
• Government Agency Representation 13 years
• Court appearances on landlord claims 12 years
• HUD, Low Income Housing, Finance 12 years
• Non-Profit / For-Profit Housing 12 years
• Employment & Labor (all matters) 18 years
• Economic Development / Municipal 13 years
• Public Corporation Representation 13 years
• Administrative Representation 13 years
• Open Meetings Act / Public Information 13 years

Local Government Representation:

• Pharr Economic Development Corporation, Inc. (Type 1 & 2)
• City of Pharr
• City of La Joya
• La Joya Economic Development Corporation, Inc.
• P-SJ-A ISD
• Pharr Housing Authority
• Pharr Public Facility Corp. #1
• Pharr Public Facility Corp. #2
• Pharr Public Facility Corp. #3
• Pharr TIRZ #1
• Pharr TIRZ #2
• Harlingen Economic Development Corporation

As your legal counsel, you can expect that the firm will provide you with legal opinions and representation on various topics including: conflicts of interest, open meetings and public information laws, procurement, election laws, community planning and land use, contracts, real estate acquisition, grant opportunities, government relations, occupancy taxes, economic development strategy and negotiations, and corporate formation as necessary to further growth and economic interests. The firm’s proactive approach will provide you with opportunities for implementation of new policy through ordinances, resolutions, personnel handbooks, and incentive programs.

Point Personnel.

The law firm’s lead counsel, Michael Pruneda, will be your direct point of contact. Pruneda is able to respond to requests in a timely manner whenever advice or representation may be necessary with short notice. The firm will always have an attorney available. Attorney Roland Quintana provides independent legal services for appellate representation should it become necessary to handle an appeal.

The firm will provide services, reports, and guidance in a method preferred by the Board of Directors and the CEO. You may communicate with the firm at any time by: personal consultation, email, texting, and telecommunications.

References

Feel free to contact any of the following listed persons who were each provided consultation and representation with municipal and economic development projects and related matters:
Certification

My firm certifies that no elected or appointed official of your entity is financially interested, directly or indirectly, in the firm or the purchase of services as described in the RFQ. The information contained herein is correct and complete to the best of my knowledge.

My firm is in good standing with the State Bars of Texas and New York.

The firm’s attorney is also currently compliant with all required CLE hours. The firm also currently maintains malpractice insurance from Texas Lawyers’ Insurance Exchange (enclosed).

I want to thank you for the opportunity and ask for your consideration of the qualification statement provided. I will earnestly await your response and remain,
Respectfully,

THE PRUNEDA LAW FIRM, PLLC

Michael Pruneda

Encl.
Curriculum Vitae
Curriculum Vitae

Legal Experience

THE PRUNEDA LAW FIRM, PLLC – Rio Grande Valley

Litigation. For more than 18 years, Pruneda has successfully litigated and defended cases of employment disputes including discrimination, sexual harassment, retaliation, contract disputes, whistleblower, civil rights, and 1983 claims. Pruneda has extensive experience in all forms of grievances, and representation before administrative & regulatory agencies including TWC, EEOC, TEA, and SOAH.

Government Representation. Served for more than 13 years as General Counsel for various public entities advising elected officials, administration, human resources, and risk management. Author of internal and public policies and regulatory matters, advisor on open meetings & public information matters, procurement & bidding review, contract development, enforcement, and oversight, negotiator on real property transactions, interlocal agreements, employment agreements, and public-private partnerships. Primary negotiator on significant matters involving multi-million dollar transactions. Extensive experience in the litigation and trial of state & federal claims. Provided co-counsel and oversight of outside counsel and appellate counsel. Briefed and argued jurisdictional issues and dispositive motions on tort law claims and federal claims. Briefed and advised on election law matters and special issue propositions.

State of Texas. Pruneda was employed by and advised George P. Bush – Texas Land Commissioner, and administrative and executive management including General Counsel, on matters related to legal transactions including leases, contracts, and litigation of oil and gas disputes arising from lease agreements, and statutory violations.

Education

Texas Wesleyan-School of Law (Fort Worth, TX); 1999, JD, Graduated #11 in law class; Dean’s List

University of Texas-Pan American (Edinburg, TX); 1995, B.S., Dean’s List

Licenses

Texas, 2000

U.S. Southern District-Texas, 2002

New York, 2015
Professional Liability Insurance
DECLARATIONS

PROFESSIONAL LIABILITY INSURANCE POLICY. (THIS IS A CLAIMS MADE POLICY. CLAIMS EXPENSES REDUCE LIMITS OF LIABILITY. PLEASE READ POLICY CAREFULLY.)

Policy Form: Attorneys' Professional Liability Policy (Form BSC-3)
Policy Number: 84899 Membership 13360 Number of Insureds: 1

Item 1: Name of Insured: The Pruneda Law Firm, PLLC
     Address: P.O. Box 1664
              Pharr, TX 78577

Item 2: Policy Period: Effective Date: February 17, 2019 Expiration Date: February 17, 2020
       (12:01A.M. standard time at the address of the Named Insured)

Item 3: Retroactive Date: May 30, 2014
       (12:01A.M. standard time at the address of the Named Insured)

Item 4: Limits of Liability:
       Each Claim: 1,000,000
       Aggregate: 1,000,000

Item 5: Deductible:
       Aggregate: 1,000

Item 6: Expense Allowance: 0

Item 7: Premium: 3,439
       Policy Initiation Fee: 0
       Total: 3,439

Item 8: Number of Endorsements: 3

In witness whereof, Texas Lawyers' Insurance Exchange has caused this policy to be signed by its Attorney-in-Fact and countersigned by a duly authorized representative of the Association.

TEXAS LAWYERS' INSURANCE EXCHANGE

By: Michael D. Yarber, President
    Gary Maitre, Senior Vice President

February 25, 2019

FOR INFORMATION, OR TO MAKE A COMPLAINT,
CALL 1-800-252-9332
Conflict of Interest Questionnaire
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.
This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.003(b) with a local governmental entity and the vendor meets requirements under Section 176.003(c).

By law this questionnaire must be filed with the secretary administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.003(c)(1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.003, Local Government Code. An offense under this section is a misdemeanor.

1. Name of vendor who has a business relationship with local governmental entity:

The Pruneda Law Firm, PLLC

2. [☑] Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you become aware that the originally filed questionnaire was incomplete or inaccurate.

3. Name of local government officer about whom the information is being disclosed:

N/A

Name of Officer

4. Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer or a family member of the officer, receiving or likely to receive taxable income, other than investment income, from the vendor?

[☑] Yes    [   ] No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer, or a family member of the officer AND the taxable income is not received from the local governmental entity?

[   ] Yes    [☑] No

5. Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

6. [   ] Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a)(1).

7. Signature of vendor doing business with the governmental entity:

[Signature]

Date: 4-4-19
Texas HUB Certification
Texas Historically Underutilized Business (HUB) Certificate

Certificate/VID Number: 1742998771600
File/Vendor Number: 505233
Approval Date: 20-APR-2018
Scheduled Expiration Date: 20-APR-2022

The Texas Comptroller of Public Accounts (CPA), hereby certifies that

THE PRUNEDA LAW FIRM, PLLC

has successfully met the established requirements of the State of Texas Historically Underutilized Business (HUB) Program to be recognized as a HUB. This certificate printed 20-APR-2018, supersedes any registration and certificate previously issued by the HUB Program. If there are any changes regarding the information (i.e., business structure, ownership, day-to-day management, operational control, business location) provided in the submission of the business’ application for registration/certification as a HUB, you must immediately (within 30 days of such changes) notify the HUB Program in writing. The CPA reserves the right to conduct a compliance review at any time to confirm HUB eligibility. HUB certification may be suspended or revoked upon findings of ineligibility.

[Signature]

Laura Cagle-Hinojosa, Statewide HUB Program Manager
Statewide Support Services Division

Note: In order for State agencies and institutions of higher education (universities) to be credited for utilizing this business as a HUB, they must award payment under the Certificate/VID Number identified above. Agencies, universities and prime contractors are encouraged to verify the company's HUB certification prior to issuing a notice of award by accessing the Internet (https://mycpa.cpa.state.tx.us/tpasscmblsearch/index.jsp) or by contacting the HUB Program at 512-463-5872 or toll-free in Texas at 1-888-863-5881.

Rev. 06/16
April 12, 2019

VIA E-MAIL: rgarza@harlingenedc.com

Mr. Raudel Garza
Chief Executive Officer
Harlingen Economic Development Corporation
2424 Boxwood Street, Suite 125
Harlingen, Texas 78550

Re: Request for Qualifications – Professional Legal Services

Dear Mr. Garza:

The law firm of Bickerstaff Heath Delgado Acosta LLP (“BHDA” or the “Firm”) is pleased to respond to the Harlingen Economic Development Corporation (the “Harlingen EDC”) Request for Qualifications for Professional Legal Services. BHDA was established in 1980 with a focus on serving the local governments of the State of Texas. Since 1988, we have been involved in the structuring and financing of numerous significant projects across the state, including many in the Rio Grande Valley.

Our firm has a deep working knowledge of Public Improvement Districts (“PIDs”). Our public finance group has represented clients as both bond counsel and underwriter’s counsel in numerous PID projects in Texas. To our knowledge, the Harlingen EDC’s goal of creating a PID that includes the Harlingen Industrial Park would be unique. We are unaware of any examples of an economic development corporation or a similar corporation requesting a municipality or county to create a PID over the corporation’s property. Further, we are not aware of any express statutory authority for Harlingen EDC to initiate the creation of such a PID. However, if you are interested in learning more about the Harlingen EDC’s options, we are ready to immediately begin working with you in identifying and efficiently resolving any and all questions of law that might arise in connection with such a request for the authorization of a PID.

The attached Statement of Qualifications outlines our firm’s experience and commitment to furthering the economic development goals of our clients. In particular, our associate Gregory Miller has a professional background that is uniquely relevant to the goals of the Harlingen EDC. Gregory has worked as an Assistant City Attorney for the City of Austin with a focus on economic development. In his time with the City of Austin, he represented the City’s Urban Renewal Agency Board, participated in their meetings, and assisted in the revision of that agency’s by-laws. Moreover, Gregory’s background includes work with a substantial range of economic development efforts involving federal, state, and local funding sources and multi-party

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*A PID, as a matter of law, must be created by either a City or a County. Accordingly, a Harlingen EDC PID would need to be authorized by either the City of Harlingen or Cameron County. (See generally, Texas Local Government Code §§372.003, .009, .010)*
collaboration. He has a deep professional interest in strengthening communities through economic development.

Our firm includes a full team of attorneys with experience covering virtually every aspect of local government law, all of whom will be available to assist the Harlingen EDC as needed. We would be happy to continue the conversation on how we can assist you in accomplishing the Harlingen EDC’s goals.

Sincerely,

[Signature]

David Méndez
Partner
Harlingen Economic Development Corporation

Professional Legal Services related to the creation of a Public Improvement District in Harlingen Industrial Park, Phase III

Submitted by:

Bickerstaff
Heath Delgado Acosta LLP

April 12, 2019

Bickerstaff Heath Delgado Acosta LLP
Contact: Gregory Miller
3711 South MoPac Expressway
Building One, Suite 300
Austin, Texas 78746
P: (512) 472-8021
F: (512) 320-5638
(800) 749-6646
www.bickerstaff.com
gmiller@bickerstaff.com
1. **Statement Concerning Insurance Coverage**

The Firm has all of the necessary insurance coverage typically required by our governmental clients, including general liability, worker’s compensation, and professional liability insurance.

2. **Statement Concerning Conflict of Interest**

The Firm does not anticipate any conflicts of interest in representing the Harlingen EDC. We have provided a completed Conflicts of Interest Questionnaire as part of Attachment A.

3. **Statement of Qualifications**

   a) **Background on the firm’s organization**

   Bickerstaff Heath Delgado Acosta LLP is prepared to handle the Harlingen Economic Development Corporation’s full range of legal issues.

   BHDA has offices in Austin, El Paso, and Houston and is one of the largest firms in Texas devoted primarily to the practice of Texas local and state government law. The Firm is a limited liability partnership and has 27 practicing attorneys and 22 support staff.

   For the past 38 years, the Firm has placed special emphasis on the representation of governmental entities. Our experience includes both general counsel work and specialty services for municipalities, counties, schools, economic development corporations and special districts throughout Texas. Because of our extensive background in governmental service and history of representing public entities, the firm has developed an appreciation for the legal and legislative issues faced by governmental entities and the often limited resources available to address these complex issues.

   It is the goal of our firm to provide high-quality legal services that meet the needs of our clients, at competitive rates. The attorneys in our firm work together and pool their expertise to provide comprehensive services for our clients. The full resources of BHDA will be available to the Harlingen EDC. Our attorneys include some of the state’s leading experts in open records/open meetings, election law, employment law, real estate, litigation, utilities, eminent domain, public finance, water law, and environmental law.
b) **Key personnel that will be assigned to HEDC. The information for each individual must include the following: name, area(s) of expertise, years of experience, and professional license(s).**

The Harlingen EDC’s proposed team is based in the Firm’s Austin office and assisted by experienced legal assistants and other members of the firm as needed. Attorney Gregory Miller would have primary responsibility with respect to administering the Harlingen EDC’s account, including keeping regular contact with the Harlingen EDC, attending official meetings of the Harlingen EDC, and supervising the work of the firm's legal assistants. Other individuals have varying levels of responsibility, depending on the most efficient method of addressing the client’s needs. Attorneys David Méndez and Gregory Miller are available to the Harlingen EDC to prepare documents, attend meetings, and review all final orders, resolutions, official statements, certificates, and other related bond documents prepared by the bond team or other parties involved in a bond transaction.

In addition, Irving Finkel, a tax attorney and “Of Counsel” to the firm, is available to provide assistance with respect to certain tax issues. The firm’s Houston-based partner Catherine Than, is also utilized when needed for certain corporate transactions and securities matters.

The qualifications of the Firm’s public finance team are provided in the section below. In addition, full resumes are included as part of Attachment B.

**David Mendez – Partner**

David Mendez has represented a broad range of government entities in bond transactions involving both routine and complex financing mechanisms. While David has broad experience in public law, he devotes 95% of his practice to public finance matters. He has practiced in the area of public finance for over 15 years, and he has been with the firm for over 30 years.

David is Board Certified in Administrative Law by the Texas Board of Legal Specialization; a member of the National Association of Bond Lawyers; and frequent presenter on public finance topics at municipal, county, and other government-related conferences across the state. He is listed in the Bond Buyer's Municipal Marketplace (Red Book) as Bond Counsel and has represented Texas entities in advising them on property tax and exemption matters critical to obtaining voter approval and bond issuance authority.

Mr. Mendez was admitted to practice in Texas in 1980, and he is admitted to practice before the U.S. Court of Appeals for the Fifth Circuit and the U.S. District Courts for the Northern, Southern, and Western Districts of Texas. He received his J.D. from the University of Texas School of Law and his Bachelor of Business Administration from St. Mary's University in San Antonio, Texas.
**Gregory Miller – Associate**

Gregory Miller is a public finance attorney with deep experience working as a city attorney and as an attorney for the state of Texas. As bond counsel with the Firm, Gregory has worked directly with numerous clients through all aspects of their bond transactions in matters ranging from the issuance of certificates of obligation to the issuance of Public Improvement District bonds. He recently joined a panel at the Bond Buyer’s 2019 Texas Public Finance Conference to discuss disclosure issues, and will be speaking on municipal finance at the upcoming University Of Texas Land Use Conference continuing legal education program. Gregory is listed in the Bond Buyer's Municipal Marketplace (Red Book) as Bond Counsel.

Some of the experience Gregory brings to his role as bond counsel includes a prior focus as a public-sector lawyer on infrastructure financing mechanisms such as transportation improvement zones, tax increment financing, and public improvement districts, as well as experience in construction, general procurement, and alternative project delivery methods such as design-build projects and developer-participation agreements.

Gregory has worked as an Assistant City Attorney for the City of Austin with a focus on economic development. In his time with the City of Austin, he represented the City’s Urban Renewal Agency Board, participated in their meetings, and assisted in the revision of that agency’s by-laws. Moreover, Gregory’s background includes work with a substantial range of economic development efforts involving federal, state, and local funding sources and multi-party collaboration. He has a deep professional interest in strengthening communities through economic development.

Gregory received his J.D. from Temple University's Beasley School of Law and his B.A. from the University of Texas at Austin.

**Catherine Than – Partner**

Catherine Than is a seasoned business attorney with experience representing companies in commercial disputes. She advises and represents businesses with contract negotiations, contract disputes, and prosecutes and defends claims of tortuous interference with contract, breach of contract, breach of fiduciary duty, negligence and fraud. Her clients include small and large corporations in a variety of industries, including banking, financial, accounting, mortgage brokering, manufacturing, healthcare, distributorships, construction, oil and gas, and insurance. Ms. Than is often called upon to act as a virtual general counsel to advise on a full range of business issues, and also helps new and existing business owners regarding business formation and corporate organization.

Catherine received her J.D. from the University of Miami School of Law as an Iron Arrow Inductee (the highest honor available) and her B.S. from the University of Houston. She is admitted to practice law in Texas and in Florida, and her court admissions include the United States District Courts for the Eastern, Western, Southern and Northern Districts of Texas.
Irving Finkel – Of Counsel

Irving Finkel is a tax attorney who works for the firm in an of-counsel capacity. Mr. Finkel has over twenty years’ experience with IRS regulations, arbitrage laws, SEC regulations, and U.S. Treasury regulations applicable to municipal securities, including providing tax analysis and support in the field of tax-exempt financings. He has prepared a number of ruling requests and negotiated closing agreements with the IRS on tax-exempt related issues. In addition, he is a frequent panelist at the Bond Attorneys Workshop sponsored by the NABL, participates on the tax committees of NABL and the ABA Tax Section, and heads a NABL subcommittee on the preparation of guidance as to the allocation of and accounting for bond proceeds. Mr. Finkel is admitted to practice in Pennsylvania, Colorado, New York, New Jersey, and he was admitted to practice before the U.S. Tax Court and the U.S. Federal District Court. He received his LL.M. in tax law from New York University School of Law, his J.D. from Brooklyn Law School, and his Bachelor of Arts from City University of New York. While Mr. Finkel is not licensed to practice in Texas, his work is restricted to federal tax matters exclusively.

c) Present examples of the firm’s experience and expertise in providing counsel on the list of expected services detailed in Section 1.9

City of Leander, Texas
Special Assessment Revenue Bonds (Deerbrooke PID Northern Improvement Area Major Improvement Project), Series 2017 - $2,535,000 – November 1, 2017
Special Assessment Revenue Bonds (Deerbrooke PID Southern Improvement Area Project), Series 2017 - $8,650,000 – November 1, 2017
Special Assessment Revenue Bonds, (Crystal Springs Public Improvement District Project), Series 2018 - $5,475,000 – May 1, 2018

We served as bond counsel to the City of Leander in its issuance of bonds for the Deerbrooke Public Improvement District. The sale consisted of two series of bonds. The District consists of approximately 262 acres and is expected to include 762 homes upon final completion of the development. The proceeds of the bonds were used to finance public improvements including roadways, wastewater facilities, and landscaping.

This project is representative of our work as counsel for municipal issuers of Public Improvement District (PID) obligations. Our representation in these matters includes participating in meetings among the different parties to the transaction, and their counsel, which include the developer, the underwriter, the trustee, and the financial advisor. We also provide guidance and prepare the documentation required for the creation of the District. As bond counsel we draft many of the instruments that comprise the transaction. A PID transaction is a highly collaborative process in which we as bond counsel review, comment on, and provide advice to the issuer about, many of the different agreements that go into the financing of the project.
To date we have served as bond counsel in two PID projects that have issued bonds and as underwriters’ counsel in one PID bond issuance. Currently, we are serving as bond counsel in three PID projects that are expected to issue bonds in the near term and as underwriter’s counsel in another PID project that is expected to issue bonds within the next 4 months.

**d) Provide at least three references. References must include name, phone number, email address, location, legal firm’s role and responsibility, project description.**

- **City of Leander, Texas**
  
  *Public finance projects, including public improvement districts*
  
  Robert Powers, Finance Director
  
  (512) 528-2734
  
  rpowers@leandertx.gov

- **City of Manor, Texas**
  
  *Public finance projects, including public improvement districts*
  
  Paige Saenz, City Attorney
  
  (512) 323-5778
  
  paige@cityattorneytexas.com

- **City of McAllen, Texas**
  
  *Specialized outside counsel services*
  
  Kevin Pagan, City Attorney
  
  (956) 681-1090
  
  kpagan@mcallen.net

- **Law Office of Aaron I. Vela, P.C.**
  
  *Local Reference*
  
  Aaron Vela, Attorney for Edinburg Economic Development Corporation
  
  (956) 381-4440
  
  aaron@velalaw.com
ATTACHMENT A:

Conflicts of Interest Questionnaire
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session. This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-e) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code. A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

1. Name of vendor who has a business relationship with local governmental entity.

Bickerstaff Heath Delgado Acosta LLP

2. Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3. Name of local government officer about whom the information is being disclosed.

None.

Name of Officer

4. Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

None.

A. Is the local government officer or a family member of the officer receiving or likely to receive taxable income, other than investment income, from the vendor?

☐ Yes ☒ No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer or a family member of the officer AND the taxable income is not received from the local governmental entity?

☐ Yes ☒ No

5. Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

None.

6. Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7. ____________________________ 04/11/2019
Sydney W. Falk

Date
ATTACHMENT B:

Team Member Resumes
Attorney Overview

Public Finance: David counsels and represents governmental issuers in public finance transactions with an emphasis on election and campaign finance aspects of these projects.

Local Government Law: David counsels local governmental clients on every aspect of local government law. He acts as bond, issuer’s and underwriter’s counsel in public finance transactions and assists communities with economic development matters, including tax abatements, tax increment financing, and other incentive programs. Mr. Méndez focuses on the legal landscape faced by cities, counties and other governmental entities, including federal and state constitutional requirements and prohibitions, state laws, local ordinances, and the interplay and effect of these layers of governmental laws and rules, whether they result from litigation, legislation, or legal transactions. He has represented local government entities, including counties and municipalities in Texas for over 30 years.

Public Law: David counsels and represents governmental clients in matters involving finance, state and local taxation, elections, and open government. He represents clients before the Texas Legislature and Texas State Agencies on public policy matters and in administrative proceedings.

Elections: David counsels public and private clients on election procedures and campaign finance requirements. He represents state and local governmental entities in redistricting and voting rights matters with special expertise in advising governmental entities on holding local option elections and analyzing the need for bond elections. He also represents public officials and candidates in election contests and recounts.

Career Highlights

- Former Assistant Attorney General, Taxation Division, Office of the Attorney General of Texas
- Board Certified - Administrative Law, Texas Board of Legal Specialization
- Former President, Mexican American Bar Association of Texas
- Former President, Texas Association of Community College Attorneys

Practice Areas

- Public Finance
- Elections
- Voting Rights & Redistricting
- State & Local Tax Law
- Special Districts
- River Authorities & Water Districts
- Legislative
- Higher Education
- Schools

Education

- University of Texas, J.D.
- St. Mary’s University, B.B.A.

Admissions

- Supreme Court of Texas, 1980
- United States Court of Appeals for the Fifth Circuit
- United States District Courts for the Northern, Southern, and Western Districts of Texas
Representative Experience

**Bond Counsel Experience:** David is listed in the Red Book as Bond Counsel, and has represented a number of governmental entities as bond counsel. In obtaining voter approval and bond issuance authority, he regularly advises Districts on property tax and exemption matters.

**Public School Finance Litigation:** As the head of the firm’s School Law Group, David was a member of the legal team representing the school district clients in the *Edgewood* litigation which ultimately resulted in the existing school finance system. He has advised clients concerning implementation of Chapter 41 options and on related issues including ad valorem tax issues related to such status.

**School District Ad Valorem Tax Representation:** As general and special counsel David regularly assists public school district clients in establishing Maintenance & Operation as well as Interest and Sinking Fund tax rates. He also counsels and assists clients in the establishment of exemptions applicable to Districts.

**Related Ad Valorem Tax Representation for Other Political Subdivisions:** The firm represents many types of political subdivisions in Texas including schools, colleges, cities and counties. In representing these entities, David has advised and represented clients on branch campus maintenance tax rates, tax abatement agreements, tax increment financing, annexations, as well as advised clients concerning recovery and other remedies on contractual arrangements with taxpayers.

**Notable Publications and Presentations**

Gregory Miller
ASSOCIATE

Attorney Overview
Mr. Miller practices in the areas of public finance, planning and development, and construction law. His broad experience includes a focus on infrastructure financing mechanisms such as Transportation Improvement Zones, Tax Increment Financing, and Public Improvement Districts, as well as experience in construction, general procurement, and alternative project delivery methods such as Design-Build Projects and Developer Participation Agreements. Gregory's prior government experience includes time as an Assistant City Attorney for the City of Austin's Municipal Operations Division, Right of Way Attorney and Associate General Counsel at the Texas Department of Transportation, and Assistant Attorney General of Texas.

Career Highlights
- Assistant City Attorney, Municipal Operations Division, City of Austin (2013-2016)
- Associate General Counsel & Right of Way Attorney, Texas Department of Transportation (2011-2013)
- Assistant Attorney General, Transportation Division, Office of the Attorney General of Texas (2006-2008)

Organizations & Involvement
- National Association of Bond Lawyers - Member

Practice Areas
- Public Finance
- Contracts and Procurement
- Cities

Education
- Temple University, Beasley School of Law, J.D., 2003
- University of Texas at Austin, B.A., 1998

Admissions
- Supreme Court of Texas, 2004
Attorney Overview

Catherine Than is a seasoned business attorney with experience representing companies in commercial disputes. She advises and represents businesses with contract negotiations, contract disputes, and prosecutes and defends claims of tortious interference with contract, breach of contract, breach of fiduciary duty, negligence and fraud. Her clients include small and large corporations in a variety of industries, including banking, financial, accounting, mortgage broking, manufacturing, healthcare, distributorships, construction, oil and gas, and insurance. Ms. Than is often called upon to act as a virtual general counsel to advise on a full range of business issues, and also helps new and existing business owners regarding business formation and corporate organization.

Representative Experience

- Represented foreign entities in the purchase of multi-million dollar notes and assets from financial institution
- Represented an international petroleum company in the review of crude oil sales, exchange and terminating agreements
- Successfully assisted a multinational oil company in avoiding sizable amount of litigation in multi-district toxic tort litigation
- Represented subsidiary of multinational oil company in breach of contract dispute involving gas purchase agreement and obtained favorable resolution
- Represented subsidiary of multinational oil company in breach of contract dispute involving gas purchase agreement and obtained favorable resolution
- Represented start-up companies in formation, organization and corporate matters

Practice Areas

- Civil Litigation
- Corporate

Education

- The University of Miami School of Law, J.D., cum laude, 2000—Iron Arrow Inductee, highest honor attainable
- The University of Houston, B.S, 1996

Admissions

- Supreme Court of Texas
- Supreme Court of Florida
- United States District Courts for the Northern, Eastern, Southern, and Western Districts of Texas
Defended supplement/food company in suit alleging anti-trust, breach of contract, and fraud claims and obtained favorable resolution of case
Defended restaurant against non-competition, fraud, misappropriation of trade secrets, and breach of contract claims and obtained non-suit of all claims in less than a month
Defended a national bank against DTPA, wrongful dishonor, negligence, and breach of contract claims in a three-day AAA arbitration and obtaining a take-nothing verdict and award of fees and costs
Defended an electric company in jury trial and obtaining a take-nothing verdict against twenty individual condominium owner plaintiffs
Defended a national loan servicer against DTPA, fraud, negligence, and breach of contract claims; obtained dismissal of all claims with prejudice
Prosecuted a staffing company’s claims for unpaid services against engineering firm; obtained judgment and award of attorneys’ fees
Represented a lender that recovered most of its collateral from debtor’s reorganization in bankruptcy
Represented a lender and obtained a sizable distribution in Chapter 7 liquidation
Represented engineering company for trademark matters
Represented a plaintiff minority shareholder in a breach of fiduciary duty, fraud and shareholder oppression litigation

Organizations and Involvement
National Asian Pacific American Bar Association’s Best Lawyers Under 40 Award (designation given to only 20-25 attorneys in the country each year)
National Conference of Vietnamese American Attorneys; President, 2015; Board of Governors, 2012-Present; National Conference Co-Chair, 2012
Asian American Bar Foundation of Houston, Inc.; Co-Founder, Chair, Vice Chair, and Member, Board of Trustees, 2005-2017
Asian American Bar of Houston: Board of Directors, 2009-2012; President, 2008; President-Elect, 2007; Corporate Counsel Committee Co-Chair, 2006; Vice President of Membership & Mentorship, 2005; Gala and Silent Auction Co-Chair, 2004
Miami Alumni Group, Houston Chapter; Recruiting and Scholarship Chair, 2007, 2006
Mayor’s International Affairs and Development Council/Asia-Australia, Member 2008
State Bar of Texas, Appointed Member, Standing Committee on Local Bar Services, 2012 – present
State Bar of Texas, Appointed Member, Standing Committee on Women in the Profession, 2008-2012
Fellow of the American Bar Foundation
Fellow of the Texas Bar Foundation
IRVING G. FINKEL

675 South Highland Avenue
Merion Station, PA 19066
(610) 747-0141
(856) 985-4028
email: mail@irvfinkel.com

PRACTICE CONCENTRATION
As a tax attorney, I participate in planning and structuring a wide variety of tax-exempt financing transactions. I prepare tax related documents and provide detailed tax analysis and research. My experience in the tax-exempt financing area includes; governmental bonds, qualified 501(c)(3) bonds for housing, education and healthcare facilities, exempt facility obligations, TRAN's, lease financing, conduit financing, current and advance refundings, issued by states, municipalities, on behalf of issuers, authorities and special districts. In addition to participating in a traditional law firm practice I am a contract attorney for small (under 10 attorneys) to large (over 200 attorneys) law firms. In addition to my tax-exempt financing practice, I also am involved in federal tax controversy matters relating to tax-exempt financing.

EXPERIENCE - LEGAL

IRVING G. FINKEL, Merion Station, PA 3/91 to Present
Tax consultant to law firms in Colorado, Florida, Mississippi, New Jersey, New York, Pennsylvania and Texas acting in the capacity of bond counsel in tax-exempt financing transactions, practice includes sophisticated tax analysis, structuring of proposed financings and preparation and review of tax related documentation for governmental, qualified 501(c)(3) and private activity bonds (including mortgage revenue bonds and multifamily housing bonds); Internal Revenue Service ruling letters, audits and appeals and U. S. Tax Court petitions.

PARKER, McCAY & CRISCUOLO, Marlton, NJ 4/91 to Present
Tax associate in a 70-attorney law firm with a five attorney municipal finance department. Prepare tax related documentation and determine compliance with federal tax laws for practice consisting of: municipal, school district and authority financings of governmental, 501(c)(3) and exempt facilities and representation of clients before the IRS.

BLANK, ROME, COMISKY & McCAULEY, Philadelphia, PA 11/88 to 3/91
Tax associate in a 200-attorney law firm with 15 member tax department and a very sophisticated regional bond practice staffed by four full time bond attorneys. Determined compliance with federal tax requirements and drafted the tax related documents for a large variety of tax-exempt financing transactions, including refundings and new money issues, short and long term obligations and governmental, 501(c)(3), and private activity bonds; represented clients before the I.R.S. and prepared cases for Tax Court litigation involving equipment leasing and other tax shelters; provided tax advice to individuals, business enterprises and tax-exempt organizations; represented clients on state and local tax matters including franchise, sales and use and property tax; and assisted other tax attorneys in connection with major projects. Practice entailed sophisticated tax planning and structuring; in depth tax research; document preparation; negotiation with opposing counsel; maintenance of contact with clients, corporate officers, government officials, attorneys and accountants.

SCHATZ & SCHATZ, RIBICOFF & KOTKIN, Hartford, CT 8/84 to 11/88
Senior tax attorney of an 80-attorney law firm. Structured transactions, prepared tax related documents, and maintained overall responsibility for a large variety of corporate, commercial, tax-exempt financing and real estate transactions, including tax advantaged syndications, prepared all documentation and responsible for closing general obligation notes and bonds, represented clients before the I.R.S. and the State Department of Revenue on franchise tax and sales and use tax controversies and secured favorable rulings from the I.R.S. in the areas of tax-exempt financing and corporate reorganizations.
SPURGEON, HANEY & HOWBERT, Colorado Springs, CO  5/82 to 7/84
Tax associate in a three member tax department of a 20-attorney law firm. Major areas of tax practice; tax-
exempt financing, syndications, real estate development, tax-exempt organizations, IRS controversies,
closely-held businesses and state and local tax. Developed client base of closely held businesses.

DEMUTH & KEMP, Denver, CO  3/79 to 5/82
Sole tax attorney for 16 attorney firm with five attorney bond department. Major areas of tax practice; tax-
exempt financing, real estate, tax-exempt organizations and closely-held business.

EXPERIENCE - TEACHING

METROPOLITAN STATE COLLEGE OF DENVER, Denver, CO  9/78 to 8/82
Assistant Professor of Taxation (Accounting Department)

UNIVERSITY OF BRIDGEPORT, Bridgeport, CT  8/77 to 6/78
Assistant Professor of Law and Taxation.

BAR ADMISSIONS
Federal District Court, 1975.

NATIONAL PROFESSIONAL ORGANIZATIONS
National Association of Bond Lawyers (NABL)

ABA, Section on Taxation, Committee on Tax-Exempt Financing

PROFESSIONAL SEMINARS AND ARTICLES

BOND ATTORNEYS ANNUAL WORKSHOP, NABL

PANELIST, BOND ATTORNEYS ANNUAL WORKSHOP, NABL

The Tax Lawyer, Tax Exempt Financing, Important Developments editor, Summer 2001, Summer, 2002,

"NABL Comments to Exempt Organizations Regarding Treasury Notice 93-1 and Manual Supplement to


EDUCATION

NEW YORK UNIVERSITY SCHOOL OF LAW, Graduate Division, New York, NY
Degree: Master of Laws in Taxation, June, 1977
Honors: Harry Katz Annual Taxation Scholarship

BROOKLYN LAW SCHOOL, Brooklyn, NY
Degree: Juris Doctor, June, 1975
Class Standing: 49 of 405
Honors: Student Bar Association Services Award

CITY UNIVERSITY OF NEW YORK, Brooklyn, NY
Degree: B.A. in Economics (accounting specialization), June, 1968
Honors: New York State Regents Scholarship
Elizabeth Myers*
Legal Assistant

★ Bond Experience

Assist attorney with preparation and proofing of bond documents for submission and approval by Attorney General and bond closing; review official statements; preparation of IRS Form 8038-G, transcripts, Department of Justice submissions for bond elections; and interaction with clients, financial institutions, Attorney General’s Office and Office of the Comptroller of Public Accounts.

★ Commercial Real Estate

Review of earnest money contracts; preparation of contract summaries including calendaring deadlines; review of title commitments and surveys; draft initial closing documents; preparation of closing binders; title and UCC searches; interaction with clients, title companies and surveyors.

Education:

- San Antonio Junior College - 6 semesters
- Southwest Texas State University - 1 semester
- University of Texas at San Antonio - 1 semester (no degree received)

Work Experience:

- Bickerstaff Heath Delgado Acosta LLP
  Austin, Texas (9/83-present)
- Legal Assistant (8/91-present)
- Legal Secretary (9/83-8/91)

* Ms. Myers is not licensed to practice law.
Esther Moreno*
Legal Assistant

★ Bond Experience

Assist attorneys with preparation of financing documents for bond offerings, including drafting bond orders, ordinances, resolutions, bond purchase contracts, paying agent agreements, escrow agreements, closing certificates, legal opinions and related documentation. Review and assist attorneys with preparation of disclosure documents, including official statements and limited offering memoranda. Research and review Federal and Texas laws pertaining to the issuance of public securities. Participate in group meetings and discussions with bond issuers and their staff, financial advisors, underwriters and other professionals. Attend conferences and seminars related to municipal bond law.

★ Corporate Experience

Assist attorneys with the formation, dissolution and foreign qualification of various business entities, to include drafting certificates of formation, bylaws, company agreements, organizational minutes, and partnership agreements. Assist with trademark registrations. Participate in all phases of closings related to mergers and acquisitions, stock purchases and loans, including preparation of closing certificates, agreements and closing transcripts. Assist with due diligence investigations and draft memoranda related thereto.

Education:

- Bachelor of Science with Honors, Criminal Justice, University of Texas at El Paso, 1994.

Work experience:

- Legal Assistant, Bickerstaff Heath Delgado Acosta LLP, September 2008 to Present
- Legal Assistant, Fulbright & Jaworski L.L.P., June 2007 to August 2008
- Legal Assistant, Delgado, Acosta, Braden & Jones, P.C., June 1999 to June 2007

Professional development:

- National Association of Bond Lawyers Member
- State of Texas Notary Public
- Fluent in Spanish, written and spoken
Denise Anderson*
Legal Assistant

★ Bond Experience
Assist attorneys with preparation and proofing of bond documents for submission and approval by Attorney General and for bond closings; preparation of transcripts of proceeding; interaction with clients, financial institutions, Attorney General’s Office and Office of the Comptroller of Public Accounts; attend conferences related to municipal bond law.

★ Elections Experience
Assist school districts, colleges, cities, counties and special districts with special and general elections; ensure that documents and processes required by Texas Election Code are followed; draft and review documents; communications with elections officials; attend election law seminars.

★ Redistricting Experience
Assisted local government entities with 2010 redistricting cycle through preclearance; requested and collected required materials for Department of Justice submissions; worked closely with the legal team and GIS specialists; ensured deadlines were met.

Assist attorneys with other projects as needed, including condemnations, real estate transactions, audit letter inquiries, and proofing/editing documents.

Education:

- Bachelor of Arts, Political Science and Public Administration, Augustana College (Illinois).
- Paralegal certification, American Institute of Paralegal Studies (Illinois).

Work Experience:


* Ms. Anderson is not licensed to practice law.