



City of Denton

City Hall
215 E. McKinney Street
Denton, Texas
www.cityofdenton.com

AGENDA INFORMATION SHEET

DEPARTMENT: Materials Management

CM: Todd Hileman

DATE: October 24, 2017

SUBJECT

Consider adoption of an ordinance of the City of Denton accepting a competitive proposal and awarding a contract for the management of the City's Stoke Denton Entrepreneur Center (RFP 6571); authorizing the City Manager, or designee to execute the form of contract; and providing for an effective date.

FILE INFORMATION

This item is for management services for the City of Denton's Stoke Denton Entrepreneur Center. These services include managing the day-to-day operations, marketing, and programming/events.

During a work session on August 22, 2017, Council opted not to renew the Dallas Entrepreneur Center's management contract for the Stoke Denton Entrepreneur Center. Council directed City staff to take over operations of Stoke beginning on October 1, 2017, and to issue a Request for Proposals (RFP) for management services of Stoke.

On September 12, 2017, an RFP was sent to four (4) prospective suppliers of management services for Stoke. In addition, specifications were placed on the Materials Management website for prospective suppliers to download and advertised in the local newspaper. A pre-solicitation meeting was held by Materials Management on September 21; it was attended by four potential respondents. One (1) proposal was received and evaluated by the Evaluation Committee based upon the published criteria. Hickory & Rail Ventures, LLC, was the sole respondent; one other potential respondent that attended the pre-solicitation meeting opted to support Hickory & Rail Ventures' proposal instead of submitting its own proposal.

Members of the RFP Evaluation Committee were:

- Todd Hileman, City Manager
- Bryan Langley, Deputy City Manager
- Aaron Leal, Interim City Attorney
- Melissa Kraft, Chief Technology Officer
- Tony Puente, Assistant Director of Finance
- Karen Smith, Purchasing Manager
- Caroline Booth, Director of Economic Development

PROPOSAL DETAILS

Hickory & Rail Ventures, LLC, is a single-member limited liability company based in Denton. Marshall Culpepper is its sole managing member. While the company is new, Culpepper has deep roots in the Denton

startup community. He is a software engineer with 20 years of experience in building open-source software and high-growth tech companies. He is CEO and cofounder of Denton-based Kubos, a satellite software company. Culpepper created TechMill, Denton's first co-working space, and has organized several Denton tech community events over the past 10 years, including Bootstrap Denton, LittleDOCC, and OpenHack. Hickory & Rail Ventures plans to hire Heather Gregory, who served as Stoke director from January-September 2017, as the executive director.

According to its proposal, Hickory & Rail Ventures' vision for Denton is a thriving startup community where entrepreneurs have access to talent, education, capital, and a community of other entrepreneurs they can look to for support. As non-startup, non-tech members cycle out of Stoke, Hickory & Rail Ventures will focus on recruiting the following types of members:

- Startups and entrepreneurs with highly impactful business models
- For-profit, vision-driven organizations with the mix of high business and social impact (B-corps)
- Tech/tech enabled small businesses that support an average salary over \$50,000 per year
- Remote workers of startups or tech/tech enabled companies
- Accelerators, incubators, investors, mentors, and others vital to supporting the startup ecosystem

Hickory & Rail Ventures' proposal states that "the management company behind Stoke should lead by example," meaning that a business teaching others how to start and grow a business should itself be a growing, sustainable business. Its proposal focuses on three areas:

- Decreasing the City's obligations by paying for staff directly from revenue generated from the space
- Increasing the value that Stoke provides to its members, resulting in increasing revenue
- Being ready to sign a new commercial lease to fully take over the space at the end of the City's commercial lease in February 2021 and continue Stoke's operations independently

Hickory & Rail Ventures proposes to provide all day-to-day operations, marketing, and programming and events for Stoke. It will be directly responsible for making the space sustainable through membership, event, and sponsorship revenue, which will entail a more aggressive marketing and staffing model than used by the previous management provider. They plan to immediately begin paying the executive director's salary from membership revenue. Starting in Year 2, Hickory & Rail Ventures will pay \$1,000/month back to the City, and in Year 3 that amount will increase to \$2,000/month. This will decrease the City's costs, while still allowing Hickory & Rail Ventures the revenue needed to ramp up marketing, expand staffing, make capital re-investments in the space, and build savings in order to be ready to sign a new lease in 2021.

As part of its proposal, Hickory & Rail Ventures is bringing exclusive partnerships with four Denton organizations that will incubate, fund, and support Denton startups:

- University of North Texas: Instead of submitting its own proposal for Stoke management services, UNT instead decided to support and partner with Hickory & Rail Ventures to offer extended-learning entrepreneurship and digital design curriculum and certificates inside of Stoke.
- TechMill: The original force for startup and tech community organizing in Denton has emerged as a crucial component of Stoke. TechMill is committed to organizing more programming and events at Stoke under Hickory & Rail Ventures' management.
- Brand Accelerant: An incubator, advisor network, and funding network for entrepreneurs, Brand Accelerant will have a membership at Stoke and offer its resources to all Stoke members.
- Denton Angels: A new angel investor network focused on investing in early-stage Denton area startups with investments ranging from \$25,000-\$150,000. Denton Angels' executive director will have a Stoke membership and the group will hold its monthly "Forum" event, where entrepreneurs meet with investors from the network, at Stoke.

PERFORMANCE MEASURES

The following metrics and deliverables will be included in the contract with Hickory & Rail Ventures, should Council choose to award it:

A. Members

a. Metrics

- i. Number of active memberships
- ii. Percentage of tech or tech-enabled members
- iii. Member satisfaction

b. Deliverables

- i. Monthly report provided to the City's Director of Economic Development detailing the number, type, and company name of active memberships, the percentage of tech or tech-enabled members, and the results of the monthly member satisfaction survey

B. Marketing

a. Metrics

- i. Number of regional startup and tech event sponsorships
- ii. Number of blog posts/content creation regarding Denton's startup community
- iii. Active daily use of Stoke social media

b. Deliverables

- i. Comprehensive annual marketing plan provided to the City's Director of Economic Development by January 1, 2018, detailing how the Contractor will actively market Stoke to entrepreneurs, startups, tech companies, and remote workers within a 50-mile radius.
- ii. Monthly report provided to the City's Director of Economic Development detailing the number of event sponsorships, number of blog posts, and pages views, reach, post engagements, impressions, or other appropriate data of social media activity

C. Programming/Events

a. Metrics

- i. Number of educational events/programs held at Stoke per month
- ii. Number of startup/tech events held at Stoke per month
- iii. Number of mentor session available/used per month

b. Deliverables

- i. Monthly report provided to the City's Director of Economic Development detailing the number of educational events/program, number of startup/tech events, and number of mentor session available/used

D. Partnerships

a. Metrics

- i. Number of active partnerships with entities in Denton's startup, business, education, nonprofit, and governmental communities

b. Deliverables

- i. Monthly report provided to the City's Director of Economic Development detailing Stoke partnership activities with University of North Texas, TechMill, Brand Accelerant, Denton Angels, and other relevant entities

Monthly financial information: The Contractor will provide to the City's Director of Economic Development monthly profit and loss statements for Stoke operations.

Comprehensive annual report: The Contractor will provide to the City's Director of Economic Development no later than November 1, 2018, an annual comprehensive outputs and outcomes report summarizing metrics in categories A-D above, along with information such as Stoke member company

financial or employment growth, capital funding success, exits, and other relevant indicators of member business health and growth.

RECOMMENDATION

Award a contract for management of the Stoke Denton Entrepreneur Center to Hickory and Rail Ventures, LLC, for a one-year term with the option to renew for an additional two (2) one-year periods or through February 28, 2021 (facility lease expiration).

PRINCIPAL PLACE OF BUSINESS

Hickory and Rail Ventures, LLC
Denton, TX

ESTIMATED SCHEDULE OF PROJECT

This is an initial one (1) year contract with the option to renew for an additional two (2) one-year periods or through February 28, 2021 (facility lease expiration), with terms and conditions subject to change.

FISCAL INFORMATION

This contract does not involve payments from the City to the Contractor. Exhibit 2 is a financial comparison prepared by the Finance Department. The “Current City” scenario is based on current assumptions/budget for the City to run the facility itself. The Personnel Services line reflects one FTE equivalent to a program manager, as an FTE will have to be hired if the City continues management. (There currently are multiple staff members from different departments assisting with Stoke management.) The remainder of the budget is what was included in the FY2017-18 adopted budget. Please note that it may be somewhat elevated due to not fully knowing what it will take for the City to run the facility for a full year.

OPTIONS

1. Award management contract to Hickory & Rail Ventures, LLC
2. Continue with City management of Stoke, adding an FTE to handle operations

PRIOR ACTION/REVIEW (Council, Boards, Commissions)

September 12, 2017 – Work session presentation regarding the transition plan for Stoke Denton.

August 22, 2017 – Work session presentation on the Stoke Denton management contract with the DEC; Council’s direction is to not renew the contract with the Dallas Entrepreneur Center after Sept. 30, 2017, and for City staff to manage Stoke’s operations in the interim while a Request for Proposals is issued for new management.

STRATEGIC PLAN RELATIONSHIP

The City of Denton’s Strategic Plan is an action-oriented road map that will help the City achieve its vision. The foundation for the plan is the five long-term Key Focus Areas (KFA): Organizational Excellence; Public Infrastructure; Economic Development; Safe, Livable, and Family-Friendly Community; and Sustainability and Environmental Stewardship. While individual items may support multiple KFAs, this specific City Council agenda item contributes most directly to the following KFA and goal:

Related Key Focus Area: Economic Development

Related Goal:

3.3 Promote a business-friendly environment

EXHIBITS

Exhibit 1: Agenda Information Sheet

Exhibit 2: Financial Comparison

Exhibit 3: Ordinance

Exhibit 4: Contract

Exhibit 5: Presentation

Respectfully submitted:

Karen Smith, 349-8436

Purchasing Manager

Information concerning this acquisition, contact: Caroline Booth at 940-349-7751.