

A RESOLUTION 04182019

AUTHORIZING SUBMISSION OF AN APPLICATION TO THE CITY COUNCIL REQUESTING PERMISSION TO AMEND THE BYLAWS AND ARTICLES OF INCORPORATION; SPECIFYING THE PROPOSED AMENDMENT, APPROVING THE FORM AND CONTENT OF PROPOSED AMENDMENT TO THE BYLAWS AND ARTICLES OF INCORPORATION; AND SETTING AN EFFECTIVE DATE.

* * * * *

WHEREAS, the City of San Antonio, Texas (the "City") is a duly created political subdivision of the State of Texas operating as a home-rule municipality pursuant to the Constitution and laws of the State of Texas and its City Charter; and

WHEREAS, on November 2, 2006, the City Council (the "City Council") of the City authorized and approved the creation of the City of San Antonio Westside Development Corporation (the "Corporation") under authority of Chapter 431, Subchapter D, of the Texas Transportation Code as amended (the "Act"), to aid and act on behalf of the City to accomplish various governmental purposes of the City; and

WHEREAS, the Board of the Corporation adopted Resolution 02262014 in February 2014, which proposed an amendment to the Corporation's Bylaws and Article of Incorporation to amend the Bylaws by amending the categories of Board appointments by allowing the Presidents of the University of Texas at San Antonio, Our Lady of the Lake University, St. Mary's University to nominate Executive staff to sit in their place on the WDC Board of Directors; and

WHEREAS, Resolution 02262014 in February 2014 also proposed an amendment to the Corporation's Bylaws and Article of Incorporation to amend the Bylaws by amending the categories of Board appointments by allowing the Superintendent of San Antonio Independent School District and Edgewood Independent School District to nominate Executive staff to sit in their place on the WDC Board of Directors as well as eliminating the Faith Based Category and creating a Community at Large appointment; and

WHEREAS, the Board of the Corporation now desires to propose an additional amendment to the Corporation's Bylaws to amend the composition of the Board of Directors (Board) by amending the various categories of membership to the Board; and

WHEREAS, it is hereby officially found and determined that the making of such amendment necessary, and advisable; and

WHEREAS, it is hereby further officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO WESTSIDE DEVELOPMENT CORPORATION:

[SIGNATURE PAGE TO CERTIFICATE FOR WDC RESOLUTION APPROVING APPLICATION]

SECTION 1. APPROVAL OF APPLICATION REQUESTING PERMISSION TO AMEND BYLAWS AND ARTICLES OF INCORPORATION. The Board of Directors of the CITY OF SAN ANTONIO WESTSIDE DEVELOPMENT CORPORATION (the "Corporation") does hereby approve the form and content of a written APPLICATION OF THE BOARD OF DIRECTORS OF CITY OF SAN ANTONIO WESTSIDE DEVELOPMENT CORPORATION REQUESTING PERMISSION TO AMEND THE BYLAWS AND ARTICLES OF INCORPORATION (the "Application Requesting Amendment"), a true and correct copy is attached hereto in substantially final form as Exhibit A, for the purposes described herein.

SECTION 2. APPROVAL OF BYLAWS AMENDMENT. The Board of Directors hereby approves the form and content of (i) the amendment to Article II of the Bylaws, (a copy of each of which is attached to this Resolution as Exhibit B and made a part hereof for all purposes) and hereby grants authority for the Chairman and Secretary of the Board to file the Application Requesting Amendment with the City Council for its consideration.

SECTION 3. INCORPORATION OF RECITALS. The statements set forth in the recitals of this Resolution are true and correct, and incorporated as a part of this Resolution.


SECTION 4. SEVERABILITY. If any provision of this Resolution or the application of any provision of this Resolution to any circumstance shall be held to be invalid, the remainder of this Resolution and the application of the remainder of this Resolution to other circumstances shall nevertheless be valid, and it is declared that this Resolution would have been enacted without such invalid provision.

SECTION 5. EFFECTIVE DATE. This Resolution shall become effective immediately upon its passage, adoption and approval by the affirmative vote of a majority of the members of the Board of Directors.

PASSED, ADOPTED AND APPROVED THIS 18th DAY OF APRIL 2019.

CITY OF SAN ANTONIO WESTSIDE DEVELOPMENT CORPORATION

ATTEST:



Theresa De La Haya
Secretary, Board of Directors



Joseph Carrcon
Chairman, Board of Directors