REGULAR MEETING OF THE
CITY OF ALVARADO ECONOMIC DEVELOPMENT BOARD
104 W. COLLEGE AVE., ALVARADO, TEXAS 76009
COUNCIL CHAMBERS AT CITY HALL
APRIL 23, 2024
6:00 PM

AGENDA

The Alvarado Economic Development Corporation board of directors will meet at City Hall in the Council Chambers on April 23, 2024, for a Work Session at 6:00 p.m. and a board meeting immediately following.

WORK SESSION

1. Call to order.
2. Invocation
3. Discuss AEDC Meeting Schedule.
4. Discuss facade/business improvement grant program opportunities.
5. Discuss all items on tonight's agenda. No action will be taken, and each item will be considered during Regular Session.

REGULAR SESSION: IMMEDIATELY FOLLOWING THE WORK SESSION.

CALL TO ORDER

CITIZEN PARTICIPATION AND PUBLIC INPUT

BOARD MEMBER COMMENTS:

Pursuant to Local Government Code Section 551.0415, board members may make a report about items of Community interest during a meeting of the governing body without having given notice of the report. Items of community interest may include, but not necessarily limited to any of the following:

- Expressions of thanks, congratulations, or condolence;
- Information regarding holiday schedules;
- An honorary or salutary recognition of a public official, public employee, or other citizen, except that a discussion regarding a change in the status of the person's public office of public employment is not an honorary or salutary recognition for purposes of this subdivision;
- A reminder about an upcoming event organized or sponsored by the governing body;
- Information regarding a social, ceremonial, or community event organized or sponsored by an entity other than the governing body that was attended or is scheduled to be attended by a member of the governing body or an official or employee of the municipality; and
- Announcements involving an imminent threat to the public health and safety of people in the municipality that has arisen after the posting of the agenda.

NEW BUSINESS:

6. Oath of Office for the Newly Appointed Board of Directors.

7. Election of 2024 AEDC Officers (President, Vice President, Secretary and Treasurer).
8. Consideration and action to approve the minutes of the September 12, 2023, AEDC board meeting.
9. Consideration and action to approve the minutes of the March 5, 2024, AEDC board meeting.
10. Consideration and action to recommend that City Council approve the amended and restated AEDC Bylaws.
11. Consideration and action to recommend that City Council authorize the Economic Development Director to negotiate and execute a $5,000 grant for Blossoms on the Square located at 101 S. Friou St.

EXECUTIVE SESSION:

Pursuant to the Texas Open Meetings Act, Chapter 551 of the Texas Government Code, the City Council may convene in executive session to deliberate regarding the following matters:

§ 551.071. Consultation with Attorney. The AEDC board of directors may conduct a private consultation with its attorney when the board seeks advice from its attorney concerning any item on this agenda, about pending and contemplated litigation, or a settlement offer, or on a matter in which the duty of the attorney to the Board under the Texas Disciplinary Rules of Professional Conduct of the State Board of Texas clearly conflicts with Chapter 551. Tonight, any item on the agenda may be discussed.

§ 551.087. Deliberation regarding economic development negotiations. The Board may convene in Executive Session to discuss or deliberate regarding commercial or financial information that the city has received from a business prospect that the city seeks to have locate, stay, or expand in or near the city and with which the city is conducting economic development negotiations; or to deliberate the offer of a financial or other incentive to a business prospect as described above. Tonight, the Board will deliberate the terms and conditions of a potential Economic Development Incentive Program (1011 N. Cummings Dr).

§ 551.072: Deliberation regarding real property. The Board may conduct a closed meeting to deliberate the purchase, exchange, lease or value of real property. Tonight, the following properties will be discussed: a) 200 U.S. Hwy 67; b) 1100 Cummings Dr.; and c) 813, 817, and 821 S. Parkway drive and 1108 S. Sparks St.

RECONVENE INTO OPEN SESSION:

12. Consideration and action to recommend that City Council authorize the Economic Development Director to negotiate and execute an incentive agreement with business considering purchasing 1011 N. Cummings Dr. for an amount not to exceed $500,000.

ADJOURNMENT

ACCESSIBILITY STATEMENT

The Alvarado City Hall and Council Chamber are wheelchair accessible. The exit and parking ramps are located in the front of the building. Persons with disabilities who plan to attend this meeting and who may need auxiliary aids or services such as interpreters for persons who are deaf or hearing impaired, readers, or large print, are requested to contact the City Secretary's Office at 817-790-3351, FAX: 817-783-7925, e-mail: wallsb@cityofalvarado.org Please call at least two (2) working days prior to the meeting so that appropriate arrangements can be made.

NON-DISCRIMINATION STATEMENT

The City of Alvarado does not discriminate on the basis of race, color, national origin, sex, religion, or disability in the employment or the provision of services.

I, the undersigned authority, do hereby certify that the above Agenda was posted on the bulletin board in the City Hall of the City of Alvarado, Texas, a place convenient and readily accessible to the general public at all times, and said Agenda was posted on April 19, 2024, at 4:30 p.m. and remained so posted continuously for at least 72 hours preceding the scheduled time of said meeting.

Hillary Cromer
Economic Development Director

CITY OF ALVARADO
County of Johnson
State of Texas
9/12/2023
City Council Minutes.

The Alvarado Economic Development Corporation of the City of Alvarado, Texas met in Regular Called Session on Tuesday, September 12, 2023 at 6:00 p.m. The following were present for roll call:

Name	Title	Present	Absent	Excused
Tom Durrington	Placer 1		X	
Martin Douglas	Place 2, President	X		
Robert Brake	Place 3	X		
Jameye Jones	Place 4	X		
Jerry Pritchard	Place 5	X		
David Bayless	Place 6		X	
Larry Pool	Place 7	X		

Others Present:

Justin French — Community Dev. Director

President Douglas called the meeting to order at 6:00 p.m. and gave the invocation.

PLEDGE OF ALLEGIANCE

PUBLIC COMMENTS - None.

CONSENT AGENDA

AGENDA ITEMS #1

1. Consideration and action to approve the Minutes from the regular meeting held on December 12, 2022.

   Motion was made by Mr. Pool and seconded by Mr. Brake to approve the consent agenda.

   This motion supported 5 votes in approval and 0 votes opposed. Motion carried.

AGENDA ITEM #3

2. Consideration and action of 2023/2024 AEDC Budget

   Prior to going over the budget we received a report from Madison Neal with Retail Strategies about the progress of what they have been working on and findings thus far. Mr. Neal stated that there are 3 new businesses in the works currently and that there are 7 retailers actively reviewing sites & touring the market. It was determined with more questions, that we need to have more rooftops and population to get the bigger box stores we would like to have.

   It was discussed of the board that we would like to see more actual businesses being built than just someone out there marketing and not knowing our City and its strengths. The discussion with Mayor Jacob Wheat and City Manager Paul DeBuff that there is a search for the position of Economic Developer to be filled that will be someone qualified to work this and know our City and it's desires & strengths. The Salary of this new position would be funded 50% by EDC and 50% by Hotel / Motel.

   After Mr. Justin French give the state of the budget for proposed 2023-2024 Motion was made to Amend the budget to remove $40,000 for Retail Strategies and reallocate to other projects

   Motion was made by Mr. Brake and seconded by Mr. Pritchard to approve.

   This motion supported 5 votes in approval and 0 votes opposed. Motion carried.

There being no further business, President Douglas adjourned the meeting at 7:01 p.m.

Passed and approved this the _______ day of _________, 2024.

____

President Martin Douglas

Respectfully Submitted,

____

Hillary Cromer, Economic Development / Revitalization Director

ALVARADO ECONOMIC DEVELOPMENT CORPORATION
City of Alvarado
County of Johnson
State of Texas
March 5, 2024
Meeting Minutes

The Economic Development Corporation (EDC) of the City of Alvarado met in Regular Called Session on Tuesday, March 5, 2024 at 6:30 p.m. The following were present for roll call:

Name	Title	Present	Absent	Excused
Tom Durrington	Placer 1	X		
Martin Douglas	Place 2, President	X		
Robert Brake	Place 3	X		
Jameye Jones	Place 4	X		
Jerry Pritchard	Place 5	X		
David Bayless	Place 6		X	
Larry Pool	Place 7	X		

Others Present:

Hillary Cromer	Economic Development / Downtown Revitalization Director
Laura Cox	Chief Financial Officer
Donielle Suber	Administrative Services Director

President Douglas called the meeting to order at 6:30 p.m. and gave the invocation.

PLEDGE OF ALLEGIANCE

CITIZEN PARTICIPATION AND PUBLIC INPUT:
None.

INTRODUCTION OF NEW EMPLOYEES:

1. President Douglass introduced the new Economic Development / Downtown Revitalization Director, Hillary Cromer.

New Business

2. Summary of Financial Report for Q1 FY 2023/2024
   Ms. Cromer presented the financial report for quarter 1 of fiscal year 2023/2024. She informed the board that revenues totaled $121,814, and expenses totaled

$4,574. The fund balance on October 1, 2023 was $3,509,785. and at the end of the quarter, December 30, 2023 it totaled $3,627,025. The net change in the fund balance was $117,240.00.
Ms. Cromer also reported the EDC's quarter-cent sales tax revenue for Q1 (October, November, and December 2023). The total received for October was $35,967.13. The total received for November was $39,884.86, and the total for December was $29,429.54. Larry Pool asked that a three-year comparison chart of sales tax earnings be included on future reports.

3. Overview of Business Retention & Expansion Platform
   Ms. Cromer presented the City's new Business Retention and Expansion platform created by Bludot Technologies. Not only does the platform serve as a business database, but it also operates as a Customer Relationship Management (CRM) tool allowing the user to generate reports, emails blasts, and surveys. Ms. Cromer explained that Bludot staff members are in the process of importing Alvarado's data into their system, and that the system will launch in late spring to early summer.

4. Overview of the Aligning Priorities: Community Development Visioning Workshop
   Ms. Cromer informed the board of the upcoming Visioning Workshop scheduled for March 25, 2024, 6:30 to 8:30 p.m., at City Hall. She explained that the purpose of the meeting is to align priorities between the City Council, Planning and Zoning Commission, and EDC board. Topics related to the EDC include Downtown Revitalization, business retention/expansion, and business recruitment.

There being no further business, President Douglas adjourned the meeting at 6:21 p.m.

Passed and approved this the _________ day of _________, 2024.

____

President Martin Douglas

Respectfully Submitted,

____

Hillary Cromer

Economic Development / Downtown Revitalization Director

AMENDED AND RESTATED BYLAWS
ALVARADO ECONOMIC DEVELOPMENT CORPORATION

ARTICLE I
PURPOSE AND POWERS

Section 1.01. Purpose. The Alvarado Economic Development Corporation ("Corporation") is a "Type B corporation" incorporated for the purposes set forth in Article Four of its Articles of Incorporation, these purposes to be accomplished on behalf of the City of Alvarado, Texas ("City") as its duly constituted authority and instrumentality in accordance with the Development Corporation Act of 1979, Article 5190.6, Vernon's Texas Civil Statutes, including Chapters 501 and 505, of Title 12, Subtitle C1 of the Texas Local Government Code, as amended (collectively referred to as the "Act"), and other applicable laws. Pursuant to the Act, the Corporation operates under its Articles of Incorporation and any reference in these Bylaws to the "Articles of Incorporation" also means, for purposes of the Act and any other law of the State of Texas, the Corporation's "Certificate of Formation".

Section 1.02. Powers. In the fulfillment of its corporate purpose, the Corporation shall be governed by the Act and shall have all of the powers set forth and conferred in its Articles of Incorporation, in the Act, and in other applicable law.

ARTICLE II
BOARD OF DIRECTORS

Section 2.01. Number of Directors. The affairs of the Corporation shall be managed by a Board of Directors ("Board") which shall be composed of seven (7) directors who constitute the members of the Board. A director may be removed by the City Council at any time without cause. Each member of the Board shall serve until a successor is appointed as hereinafter provided, unless removed by the City Council. All seven (7) directors shall be residents of the City or Johnson County, or reside within ten (10) miles of the City's boundaries and in a county bordering Johnson County. Three (3) directors must be persons who are not employees, officers, or members of the City Council.

Section 2.02. Term of Office; Appointment; Powers. The directors appointed by the City Council shall be appointed for two-year terms of office and shall be eligible for reappointment at the end of each successive term. Places 1, 3, 5 and 7 shall be appointed in odd-numbered years, and Places 2, 4 and 6 appointed in even-numbered years. Terms begin July 15 of each year. Subject to the restrictions imposed by law, by the Articles of Incorporation, and by these Bylaws, the Board shall exercise all of the powers of the Corporation.

Section 2.03. Vacancy. In case of a vacancy on the Board for any reason, the City Council shall appoint a successor to serve the remainder of the unexpired term.

Section 2.04. Meetings of Directors. The Board shall hold regular public meetings on days determined by the Board. The directors may hold their meetings at such place or places in the City as the Board may from time to time determine, provided, however, in the absence of a determination by the Board, the meetings shall be held, at the principal office of the Corporation as specified in Article VI of these Bylaws.

Section 2.05. Notice of Meetings to Board Members.

(a) Special meetings of the Board shall be held whenever called by the president, by a majority of the directors, by the Mayor of the City, or by a majority of the City Council. Except in the case of an emergency, directors must be given at least five days' notice of a regular or special meeting, either personally or by mail, telephone, email, or other electronic means of communication. All meetings shall be held in accordance with the Open Meetings Act.

(b) Whenever any notice is required to be given to the Board, the notice shall be deemed to be sufficient if given by depositing in the United States mail with a sealed postpaid wrapper addressed to each director as their addresses appear on the books of the Corporation, and the notice shall be deemed to have been given on the day of mailing. Attendance of a director at a meeting constitutes waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. Neither the business to be transacted, nor the purpose of any regular or special meeting of the Board need be specified in the notice to directors or waiver of notice of the meeting, unless required by the Board. A waiver of notice in writing, signed by the person or persons entitled to notice, whether before or after the meeting, shall be deemed equivalent to the giving of notice.

Section 2.06. Open Meetings Act; Public Information Act. All meetings and deliberations of the Board shall be called, convened, held, and conducted, and notice shall be given to the public in accordance with the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended, and all public information that is written, produced, collected, assembled, or maintained by the Board shall be subject to the Texas Public Information Act, Chapter 552, Texas Government Code, as amended.

Section 2.07. Quorum. Four directors constitute a quorum for the conduct of the official business of the Corporation. The act of a majority of the directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board and of the Corporation, unless the act of a greater number is required by law.

Section 2.08. Conduct of Business. At the meetings of the Board, matters pertaining to the business of the Corporation shall be considered in accordance with rules of procedure as from time to time prescribed by the Board. At all meetings of the Board, the president shall preside, and in the absence of the president, the vice president shall exercise the powers of the president. The secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 2.09. Committees of the Board. The Board may designate two or more directors to constitute an official committee of the Board to exercise such authority of the Board as may be specified in the resolution. It is provided, however, that all final, official actions of the Corporation may be exercised only by the Board. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause the minutes to be recorded in books kept for that purpose in the principal office of the Corporation.

Section 2.10. Compensation of Directors. Directors shall not receive compensation for their services. However, they shall be reimbursed for their actual expenses incurred in the performance of their duties, including but not limited to the cost of travel, lodging and incidental expenses reasonably related to the corporate duties of the Board. Travel expenses incurred by directors for both regular and special meetings are not eligible for reimbursement.

ARTICLE III
OFFICERS

Section 3.01. Officers and Terms Established. The officers of the Corporation shall be a president, vice president, secretary, and treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office and the Executive Director shall be the secretary and treasurer of the Corporation. Officers shall be elected at the first meeting of the Board, and each year at the Board meeting in the month of August. Except for the first officers, whose term shall expire at the meeting in August, 2002, terms of office shall be one year with the right of an officer to be reelected.

Section 3.02. Removal. All officers elected by the Board shall be subject to removal from office at any time by a vote of a majority of the entire Board.

Section 3.03. Vacancy. A vacancy in office shall be filled by a vote of a majority of the entire Board.

Section 3.04. Powers and Duties of the President. The president shall be the chief executive officer of the Corporation, and subject to the paramount authority of the Board, shall preside at all meetings of the Board, and may sign and execute all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments in the name of the Corporation.

Section 3.05. Vice President. The vice president shall have such powers and duties as may be prescribed by the Board and shall exercise the powers of the president during that officer's absence or inability to act. Any action taken by the vice president in the performance of the duties of the president shall be conclusive evidence of the absence or inability to act of the president at the time such action was taken.

Section 3.06. Treasurer. The treasurer, or the treasurer’s designee, shall have the responsibility to see to the handling, custody, and security of all funds and securities of the Corporation in accordance with these Bylaws and as the City Manager may require. When necessary or proper, the treasurer, or the treasurer’s designee, may endorse and sign, on behalf of the Corporation, for collection or issuance, checks, notes, and other obligations in or drawn upon such bank, banks or depositories as shall be designated by the Board consistent with these Bylaws and as the City Manager may require. The treasurer, or the treasurer’s designee, shall see to the entry in the books of the Corporation full and accurate accounts of all monies received and paid out on account of the Corporation. The treasurer, or the treasurer’s designee, shall, at the expense of the Corporation, give such bond for the faithful discharge of their duties in such form and amount as the Board or the City Council may require.

Section 3.07. Secretary. The secretary, or the secretary's designee, shall keep the minutes of all meetings of the Board, shall give and serve all notices, may sign with the president in the name of the Corporation, and/or attest the signature of the president, on all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments of the Corporation. The secretary, or the secretary's designee, shall have charge of the corporate books, records, documents and instruments and such other books and papers as the Board may direct, all of which shall at reasonable times be open to public inspection upon application at the office of the Corporation during business hours, and shall in general perform all duties incident to the office of secretary subject to the control of the Board.

Section 3.08. Qualifications. The president and each vice president shall be named from among the members of the Board.

Section 3.09. Compensation. Officers who are members of the Board shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual expenses incurred in the performance of their official duties as officers.

ARTICLE. IV
FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

Section 4.01. Contracts for Service. The Corporation may, with approval of the City Council, contract with any qualified and appropriate person, association, corporation, or governmental entity to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties. However, no such contract shall ever be approved or entered into which seeks or attempts to divest the Board of its discretion and policy-making functions in discharging the duties.

Section 4.02. Annual Corporate Budget. At least 90 days prior to the commencement of each fiscal year of the Corporation, the Board shall adopt a proposed budget of expected revenues and proposed expenditures for the next ensuing fiscal year. The budget shall contain such classifications and shall be in such form as may be prescribed from time to time by the City Council. The budget shall not be effective until it has been approved by the City Council.

Section 4.03. Books, Records, and Audits.

(a) The Corporation shall keep and properly maintain, using generally accepted accounting principles, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs. The city shall at all times have access to the books and records of the Corporation.

(b) At the direction of the City Council, the books, records, accounts, and financial statements of the Corporation may be maintained for the Corporation by the accountants, staff, and personnel of the City.

(c) The Corporation, or the City if the option described in subsection (b) is selected, shall cause its books, records, accounts, and financial statements to be audited at least once each fiscal year by an outside, independent, auditing and accounting firm selected by the Corporation and approved by the City Council. The audit shall be at the expense of the Corporation.

Section 4.04. Deposit and Investment of Corporate Funds.

(a) All proceeds from loans or from the issuance of bonds, notes, or other debt instruments ("Obligations") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to their execution or issuance, and in accordance with the Act.

(b) Subject to the requirements of contracts, loan agreements, indentures or other agreements securing Obligations, all other monies of the Corporation, if any, shall be deposited, secured, and/or invested in the manner provided for the deposit, security, and/or investment of the public funds of the City. The Board shall designate the accounts and depositories to be created and designated for these purposes, and the methods of withdrawal of funds for use by and for the purposes of the Corporation upon the signature of its treasurer and such other persons as the Board shall designate. The accounts, reconciliation, and investment of funds and accounts shall be performed by the City.

Section 4.05. Expenditures of Corporate Money. The monies of the Corporation, including sales and use taxes collected pursuant to the Act, monies derived from rents received from the lease or use of property, the proceeds from the investment of funds of the Corporation, the proceeds from the sale of property, and the proceeds derived from the sale of Obligations, may be expended by the Corporation for any of the purposes authorized by the Act, subject to all of the following limitations:

(1) Expenditures from the proceeds of Obligations shall be identified and described in the orders, resolutions, indentures, or other agreements submitted to and approved by the City Council prior to the execution of loan or financing agreements or the sale and delivery of Obligations to the purchasers provided by Section 4.04 of this Article.

(2) Expenditures that may be made from a fund created with the proceeds of Obligations, and expenditures of monies derived from sources other than the proceeds of Obligations may be used for the purposes of financing or otherwise providing one or more "Projects", as defined in the Act. The specific expenditures shall be described in a resolution or order of the Board and shall be made only after approval by the City Council, in accordance with Article 5 of the Articles of Incorporation.

(3) All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by Section 4.02 of this Article or in contracts meeting the requirements of this Article, in accordance with Article 5 of the Articles of Incorporation.

(4) The Corporation may not assume a debt or make any expenditures to any principal

or interest on a debt if the debt existed before the date the City created the Corporation.

Section 4.06. Issuance of Obligations. No Obligations, including refunding Obligations, shall be authorized or sold and delivered by the Corporation unless the City Council shall approve such Obligations by action taken prior to the date of sale of the Obligations.

ARTICLE V
ETHICAL BEHAVIOR AND CONFLICTS OF INTEREST

Section 5.01. Conflicts of Interest. It is the policy of the Corporation that directors, members, and officers conduct themselves in a fair, reasonable, and business-like manner consistent with sound business and ethical practices; that the public interest always be considered in conducting corporate business; that the appearance of impropriety be avoided to ensure and maintain public confidence in the Corporation; and that no officer, employee, or member of the Board should have an interest, financial or otherwise, direct or indirect, or engage in any business, transaction, or professional activity or incur any obligation of any nature which is in conflict with the proper discharge of his or her duties, and shall not use their position for personal gain. A director, member, or officer having a conflict of interest or a conflict or responsibility on any matter involving the Corporation and any other business or person should refrain from voting on such matter. No director, member, or officer shall use his or her position as a director, member, or officer of the Corporation for his or her own direct or indirect financial gain, of which duly authorized reimbursements for actual expenses incurred in the performance of their official duties are excluded.

Section 5.02. Nondiscrimination. Directors, members, and officers of the Board shall not discriminate against any person on the basis of race, color, age, religion, national origin, sexual orientation, disability, sex, and any other category protected by state or federal law.

Section 5.03. Confidential Information. Directors, members, and officers of the Board shall not distribute, disclose, or disseminate (or permit the distribution, disclosure, or dissemination of) any "Confidential Information" as that term is used in Texas Government Code Ch. 552, including, without limitation, legal, contractual, personnel, or management matters to anyone other than its own directors, members, officers, or agents (a) who have a reasonable need to know the confidential information; (b) who are legally obligated to preserve the confidentiality of the information; and (c) have been informed of the obligations of confidentiality hereunder.

ARTICLE VI
MISCELLANEOUS PROVISIONS

Section 6.01. Principal Office. The principal office and the registered office of the Corporation shall be the registered office of the Corporation as specified in the Articles of Incorporation.

Section 6.02. Registered Agent. The Corporation shall have and shall continually designate a registered agent at its registered office, as required by the Act.

Section 6.03. Fiscal Year. The fiscal year of the Corporation shall be the same as the fiscal year of the City.

Section 6.04. Seal. The seal of the Corporation shall be as determined by the Board, and is authorized pursuant to the Act, but shall not be required.

Section 6.05. Resignations. Any director or officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time is specified, at the time of its receipt by the president or secretary. The acceptance of a resignation shall not be necessary to make it effective unless expressly so provided in the resignation.

Section 6.06. Approval or Advice and Consent of the City Council. To the extent that these Bylaws refer to any approval by the City or by the City Council, that approval shall be evidenced by a certified copy of an ordinance, resolution, order, or motion duly adopted by the City Council.

Section 6.07. Indemnification of Directors, Officers and Employees. As provided in the Act and in the Articles of Incorporation, the Corporation is, for the purposes of the Texas Tort Claims Act (Subchapter A. Chapter 101, Texas Civil Practices and Remedies Code), a governmental unit and its actions are governmental functions. The Corporation shall indemnify each and every member of the Board, its officers, and its employees, and each member of the City Council and each employee of the City, to the fullest extent permitted by law, against any and all liability or expense, including attorney's fees, incurred by any of such persons by reason of any actions or omissions that may arise out of the functions and activities of the Corporation.

ARTICLE VII
EFFECTIVE DATE, AMENDMENTS

Section 7.01. Effective Date. These Bylaws shall become effective upon the occurrence of the following events:

(1) the approval of these Bylaws by the City Council; and

(2) the adoption of these Bylaws by the Board.

Section 7.02. Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation of the Corporation and these Bylaws may be amended only in the manner provided in the Articles of Incorporation and the Act.