

CITY OF ROLLINGWOOD, TEXAS

RESOLUTION NO. 2012-12-13

A RESOLUTION OF THE CITY OF ROLLINGWOOD, TEXAS, ADOPTING AND APPROVING AMENDMENTS TO THE ROLLINGWOOD COMMUNITY DEVELOPMENT CORPORATION'S ARTICLES OF INCORPORATION

WHEREAS, the governing body of the City is authorized, pursuant to Texas Local Government Code Section 501.302, to amend the Articles of Incorporation ("**Articles**") or Certificate of Formation of the Rollingwood Community Development Corporation ("**Corporation**"); and

WHEREAS, the City Council desires to amend the provisions of the Corporation's Articles to alter the terms of office of directors and officers of the Corporation,

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ROLLINGWOOD, TEXAS:

Section 1. Sub-articles (a) and (d) of Article X of the Corporation's Articles of Incorporation are amended to be replaced, respectively, with the following amended sub-articles:


(a) The affairs of the Corporation will be managed by a board of directors (the "Board"), which will be comprised of seven persons appointed by the City Council of the City for a two-year term of office each. Places 1, 3, 5, and 7 will be appointed in even numbered years, and Places 2, 4, and 6 appointed in odd-numbered years. Each term shall begin on January 1st and extend for two years or until a successor is appointed.

(d) The directors will serve without compensation but, they will be reimbursed for their actual expenses incurred in the performance of their duties as directors. Any vacancy occurring on the Board will be filled by appointment by the City Council of a person who will hold such position until the expiration of the term of that position of the Board. A director who is a member of the City Council will cease to be a director upon ceasing to be a member of the City Council. The directors will elect a president, vice president, secretary, and treasurer of the Corporation, as more specifically provided in the Corporation's bylaws and the Act. The term of office for each officer will be for a period of one year, expiring December 31st or when a successor is elected.

Section 2. The Mayor and City Secretary are directed and authorized to execute three originals of the Certificate of Amendment to which this Resolution is attached as Exhibit "A" and file same with the Texas Secretary of State.

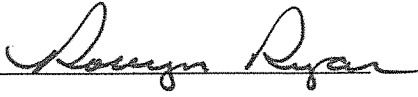
Section 3. This Resolution shall be effective immediately upon adoption.

PASSED AND APPROVED BY THE CITY COUNCIL OF ROLLINGWOOD, TEXAS,
on the 13th day of December, 2012.



Barry Bone, Mayor

ATTEST:



Robyn Ryan, City Secretary

