WEW [02/27/03]
Item No. 5A.

RESOLUTION STDC-2003-01

APPROVING THE BYLAWS OF THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION; ELECTING AND APPOINTING CORPORATE OFFICERS AND AGENTS; AND APPROVING OTHER ADMINISTRATIVE PROCEDURES OF THE CORPORATION.

WHEREAS, the City of San Antonio, Texas, Starbright Industrial Development Corporation (the "Corporation") has been legally incorporated under the provisions of the Development Corporation Act of 1979, Texas Revised Civil Statutes Annotated, Article 5190.6, as amended; and

WHEREAS, Resolution 2003-07-06, passed and approved by the City Council of the City of San Antonio on February 20, 2003, authorized the creation of the Corporation to assist and act on behalf of the City of San Antonio (the "City") in the performance of the City's governmental and proprietary functions with respect to commercial and industrial development; and

WHEREAS, the City approved the Bylaws of the Corporation (the "Bylaws");

WHEREAS, the Board of Directors of the Corporation (the "Board") desires to approve the Bylaws and establish other administrative procedures of the Corporation; and

WHEREAS, pursuant to the Bylaws certain designated officers of the City shall be appointed by the Board of Directors as officers of the Corporation so long as they continue to hold such designated office with the City; and

WHEREAS, the members of the Corporation wish to appoint such officers; **NOW, THEREFORE,**

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION:

SECTION 1. Preamble. The findings contained in the preamble of this Resolution are declared to be true and correct and are hereby adopted as part of this Resolution.

SECTION 2. Approval of Bylaws. The Bylaws of the Corporation are hereby approved by the Board.

SECTION 3. President. The Board hereby appoints Ed Garza, Mayor of the City, to serve as President of the Board of Directors of the Corporation, so long as he continues to serve as Mayor of the City.

SECTION 4. Vice President. The Board hereby appoints Bonnie Conner, Mayor pro tem of the City, to serve as Vice President of the Board, so long as he continues to serve as Mayor pro tem of the City.

SECTION 5. **Secretary.** The Board hereby appoints Yolanda Ledesma, acting City Clerk of the City, to serve as Secretary of the Board, so long as she continues to serve as acting City Clerk of the City.

SECTION 6. **Treasurer.** The Board hereby appoints Milo Nitschke, Director of Finance of the City, to serve as Treasurer of the Board, so long as he continues to serve as Director of Finance of the City.

SECTION 7. **Executive Director**. The Board hereby appoints Christopher Brady, as designee of the City Manager of the City, to serve as Executive Director of the Corporation, so long as he continues as the designee of the City Manager of the City.

SECTION 8. **General Counsel.** The Board hereby appoints Andrew Martin, City Attorney, to serve as the corporation's General Counsel, so long as he continues as the City Attorney of the City of San Antonio

SECTION 9. **Authorization to Prepare Administrative Procedures**. The Board hereby authorizes the Executive Director of the Corporation to prepare administrative procedures of the Corporation, including the regular meeting date and time of the Board of Directors of the Corporation and posting place of any notice to the public of any meeting of the Board of Directors of the Corporation. Upon completion of such administrative procedures, the Executive Director shall submit it to the Board of Directors of the Corporation for approval. However, until such administrative procedures have been approved by the Board, the Board hereby adopts the City's regular meeting date, time and place of posting.

SECTION 10. **Corporate Seal.** The official corporate seal of the Corporation shall be circular and shall have inscribed in the outer circle "City of San Antonio, Texas, Starbright Industrial Development Corporation.

PASSED, APPROVED, AND ADOPTED this 27th day of February, 2003.

President, Board of Directors

ATTEST:

Yolanda L. Ledesma
Secretary, Board of Directors

03-08

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
§
COUNTY OF BEXAR §

I, the undersigned officer of the Board of Directors of the City of San Antonio, Texas, Starbright Industrial Development Corporation (the "Corporation") do hereby certify as follows:

1. The Board of Directors of the Corporation convened in organizational session on the 27th day of February, 2003, at the regular meeting place thereof within the State of Texas; and the roll was called of the duly constituted officers and members of said Board, to-wit:

Ed Garza
Bobby Perez
John H. Sanders
Antoinette Moorhouse
Enrique Martin
Nora X. Herrera
Enrique M. Barrera
Julian Castro
Bonnie Conner
Carroll Schubert
David Carpenter

and all of said persons were present, except Director(s) Bonnie Conner, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

RESOLUTION APPROVING THE BYLAWS OF THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION; ELECTING AND APPOINTING CORPORATE OFFICERS AND AGENTS; AND APPROVING OTHER ADMINISTRATIVE PROCEDURES OF THE CORPORATION

was introduced for the consideration of the Board. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, the motion, carrying with it the adoption of the Resolution, prevailed and carried unanimously.

2. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Vernon's Texas Codes Annotated, Chapter 551, Government Code, as amended.

SIGNED this _____ day of _____, 2003.

_____

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	ALAMODOME
	ASSET MANAGEMENT
	AVIATION
	CITY ATTORNEY
	MUNICIPAL COURT
	REAL ESTATE (FASSNIDGE)
	REAL ESTATE (WOOD)
	RISK MANAGEMENT
	CITY MANAGER
	SPECIAL PROJECTS
	CITY PUBLIC SERVICE – GENERAL MANAGER
	CITY PUBLIC SERVICE – MAPS AND RECORDS
	CODE COMPLIANCE
	COMMERCIAL RECORDER
	COMMUNITY INITIATIVES
	CONVENTION AND VISITORS BUREAU
	CONVENTION CENTER EXPANSION OFFICE
	CONVENTION FACILITIES
	COUNCIL OFFICES
	CULTURAL AFFAIRS
	CUSTOMER SERVICE/311 SYSTEM
	DEVELOPMENT SERVICES
	HOUSE NUMBERING
	LAND DEVELOPMENT SERVICES
	TRAFFIC & DRAINAGE PLAN REVIEW
	ECONOMIC DEVELOPMENT
	ENVIRONMENTAL SERVICES
	SOLID WASTE
	EXTERNAL RELATIONS
	PUBLIC INFORMATION OFFICE
	FINANCE - DIRECTOR
	FINANCE – ASSESSOR
	FINANCE – CONTROLLER
	FINANCE – GRANTS
	FINANCE – PUBLIC UTILITIES SUPERVISOR
	FINANCE- TREASURY
	FIRE DEPARTMENT
	HOUSING AND COMMUNITY DEVELOPMENT
	HUMAN RESOURCES (PERSONNEL)
	INFORMATION SERVICES
	INTERNAL REVIEW
	INTERNATIONAL AFFAIRS
	LIBRARY
	MANAGEMENT & BUDGET (OFFICE OF) OMB
	MAYOR'S OFFICE
	METROPOLITAN HEALTH DISTRICT
	MUNICIPAL CODE CORPORATION
	MUNICIPAL COURT
	NEIGHBORHOOD ACTION
	PARKS AND RECREATION
	MARKET SQUARE
	YOUTH INITIATIVES
	PLANNING DEPARTMENT –NEIGHBORHOOD PLNG; URBAN DESIGN/HISTORIC PRESERVATION
	DISABILITY ACCESS OFFICE
	POLICE DEPARTMENT
	GROUND TRANSPORTATION
	PUBLIC WORKS DIRECTOR
	CAPITAL PROJECTS
	CENTRAL MAPPING
	ENGINEERING
	PARKING DIVISION
	REAL ESTATE DIVISION
	TRAFFIC ENGINEERING
	PURCHASING AND GENERAL SERVICES
	SAN ANTONIO WATER SYSTEMS (SAWS)
	VIA

MEETING OF THE CITY COUNCIL

AGENDA ITEM NUMBER: 5 A.

DATE: FEB 27 2003

MOTION: Moorhouse / Perez

ORDINANCE NUMBER:

RESOLUTION NUMBER: SIDC-2003-01

ZONING CASE NUMBER:

TRAVEL AUTHORIZATION:

NAME	ROLL	AYE	NAY
BOBBY PEREZ District 1		✓	
JOHN H. SANDERS District 2		✓	
ANTONIETTE "TONI" MOORHOUSE District 3		✓	
ENRIQUE "KIKE" MARTIN District 4		✓	
NORA X. HERRERA District 5		✓	
ENRIQUE M. BARRERA District 6		✓	
JULIAN CASTRO District 7		✓	
BONNIE CONNER District 8	absent		
CARROLL SCHUBERT District 9		✓	
DAVID CARPENTER District 10		✓	
EDWARD D. GARZA Mayor		✓	

FILE } Starbright Industrial Development Corp.

03-08

BYLAWS OF
CITY OF SAN ANTONIO, TEXAS, STARBRIGHT
INDUSTRIAL DEVELOPMENT CORPORATION

ARTICLE I

POWERS AND PURPOSES

Section 1.1. Financing of Projects. In order to implement the purposes for which the Corporation was formed as set forth in the Articles of Incorporation, the Corporation shall issue obligations to finance all or part of the cost of one or more "projects" as defined in the Development Corporation Act of 1979, Article 5190.6, Texas Civil Statutes, as amended (the "Act"), including but not limited to the acquisition of land; provided, however, that such "projects" must be related to the fulfillment of the City's obligations under the Project Starbright Agreement. In connection with its public purposes, the Corporation may charge fees and hold funds.

Section 1.2. Conditions Precedent to Issuance of Obligations. The Corporation shall not issue any obligations unless:

1) The City Council (the "Governing Body") of the City of San Antonio, Texas (the "Unit") has approved by resolution, adopted, to the extent required by the Act, no more than sixty (60) days prior to the date of delivery of the obligations, the resolution of the Corporation providing for the issuance of the obligations;

2) The Texas Department of Economic Development or its successor agency, or the executive director thereof, has approved the contents of any lease, sale or loan agreement made by the Corporation under the Act in connection with the issuance of obligations; and

3) The Attorney General of the State of Texas has approved the obligations to the extent required by Chapter 1202, Texas Government Code, as amended.

Section 1.3. Books and Records; Approval of Programs and Financial Statements. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors (the "Board of Directors") and committees having any of the authority of the Board of Directors. All books and records of the Corporation shall be kept at the principal office of the Corporation where they shall be available to the public in accordance with Chapter 552, Texas Government Code, as amended. The Unit shall be entitled to approve all programs and expenditures of the Corporation and annually review any financial statements of the Corporation.

Section 1.4. Nonprofit Corporation. The Corporation shall be a nonprofit corporation, and no part of its net earnings remaining after payment of its expenses shall inure to the benefit

of any individual, firm or corporation, except that in the event the Board of Directors shall determine that sufficient provision has been made for the full payment of the expenses, bonds and other obligations of the Corporation issued to finance all or part of the cost of a project, then any net earnings of the Corporation thereafter accruing with respect to said project shall be paid to the Unit.

ARTICLE II

BOARD OF DIRECTORS

Section 2.1. Powers, Number and Term of Office. The property and affairs of the Corporation shall be managed and controlled by the Board of Directors and, subject to the restrictions imposed by law, the Articles of Incorporation and these Bylaws, the Board of Directors shall exercise all of the powers of the Corporation.

Section 2.2. Board of Directors. The Board of Directors shall consist of eleven (11) directors, which shall be composed in its entirety of persons who are members of the City Council of the Unit, and whose terms of office shall be fixed by and run coterminous with their respective terms of office of such City Council of the Unit.

Section 2.3. Meetings of Directors. The directors may hold their meetings within the Unit as the Board of Directors may from time to time determine; provided, however, in the absence of any such determination by the Board of Directors, the meetings shall be held at the meeting place of the City Council of the Unit, located within the State of Texas. Every regular or special meeting of the Board of Directors shall be open to the public, except as otherwise permitted by the Constitution of the State of Texas or Chapter 551, Texas Government Code, as amended.

Section 2.4. Regular Meetings. Regular meetings of the Board of Directors shall be held at such times and places as shall be designated, from time to time, by resolution of the Board of Directors and with such notice as may be required from time to time by law.

Section 2.5. Special Meetings. Special meetings of the Board of Directors shall be held whenever called by the president, by the secretary, by a majority of the directors for the time being in office or upon advice of or request by the Governing Body of the Unit and with such notice as may be required from time to time by law.

Section 2.6. Public Notice. Written notice of the date, hour, place and subject of each meeting of the Board of Directors shall be posted at such times and in such places as notice of each meeting of the Governing Body of the Unit is posted, all as prescribed by Chapter 551, Texas Government Code, as amended.

Section 2.7. Quorum. A majority of the directors fixed by the Articles of Incorporation shall constitute a quorum for the consideration of matters pertaining to the purposes 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 of Directors, unless the act of a greater number is required by law.

Section 2.8. Conduct of Business. At the meetings of the Board of Directors, matters pertaining to the purposes of the Corporation shall be considered in such order as from time to time the Board of Directors may determine.

At all meetings of the Board of Directors, 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 of Directors, but in the absence of the Secretary, an Assistant Secretary shall act as secretary of the meeting.

Section 2.9. Public Hearings. Public hearings required under Section 147(f) of the Internal Revenue Code of 1986, as amended, may be called and conducted by any officer or director of the Corporation or the Manager of the Unit, and such person may establish the date, place and time of the hearing and may give notice of the hearing.

Section 2.10. Executive Committee. The Board of Directors, by resolution passed by a majority of the directors in office, may designate two or more directors to constitute an executive committee, which committee, to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors in the management of the Corporation, except where action of the Board of Directors is specified by law. The executive committee shall act in the manner provided in such resolution. The executive committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the office of the Corporation, and shall report the same to the Board of Directors from time to time.

Section 2.11. Compensation of Directors. Directors as such 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 duties hereunder.

Section 2.12. Indemnification. The Corporation shall have the power to indemnify any director, officer or former director or officer, or agent thereof, of the Corporation for expenses and costs (including attorneys' fees) actually and necessarily incurred by such director, officer or agent in connection with any claim asserted against such director, officer or agent by action in court or otherwise by reason of such director's or officer's being or having been a director, officer or agent, except in relation to matters as to which such director, officer or agent shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought. If the Corporation has not fully indemnified such director, officer or agent, the court in the proceeding in which any claim against such director, officer or agent has been asserted or any court having the requisite jurisdiction of an action instituted by such director, officer or agent on such director's, officer's or agent's claim for indemnity may assess indemnity against the Corporation, its receiver, or trustee for the amount paid by such director, officer or agent (including attorneys' fees) in satisfaction of any judgment or in compromise of any such claim

(exclusive in either case of any amount paid to the Corporation), actually and necessarily incurred by such director, officer or agent in connection therewith to the extent that the court shall deem reasonable and equitable; provided, nevertheless, that indemnity may be assessed under this Section 11 only if the court finds that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

ARTICLE III

OFFICERS

Section 3.1. Titles and Term of Office. The officers of the Corporation shall be a President, a Vice President, an Executive Director, a Treasurer, a Secretary and one or more Assistant Secretary, and such other officers as the Board of Directors may from time to time elect or appoint. One person may hold more than one office, except that the president shall not hold the office of secretary. Terms of office for the officers shall be fixed by and run coterminous with their respective terms of office with the Unit.

Section 3.2. Executive Director. The City Manager of the Unit, or the designee of the City Manager, shall serve as Executive Director of the Corporation and shall exercise such powers and duties as shall be determined from time to time by the board.

Section 3.3. Powers and Duties of the President. The President shall be the Mayor of the Unit; shall preside at all meetings of the Board of Directors; and in furtherance of the purposes of this Corporation, may sign and execute all contracts, conveyances, franchises, bonds, indentures, agreements, deeds, assignments, mortgages, notes and other instruments in the name of the Corporation.

Section 3.4. Vice President. The Vice President shall be the Mayor pro tem of the Unit; shall have such powers and duties as may be assigned by the Board of Directors; 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 3.5. Secretary. The Secretary shall be the City Clerk of the Unit, or the designee of the City Clerk; shall keep the minutes of all meetings of the Board of Directors in books provided for that purpose; shall attend to the giving and serving of all notices; in furtherance of the purposes of this Corporation, may sign with the president in the name of the Corporation, and/or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation; shall have charge of the corporate books, records, documents and instruments, except the books of account and financial records and securities of which the treasurer shall have custody and charge, and such other books and papers as the Board of Directors may direct, all of which shall at all reasonable times be open to 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 of Directors.

Section 3.6. Treasurer. The Treasurer shall be the Director of Finance of the Unit, or the designee of the Director of Finance. To the extent not otherwise provided by the Board, by rules or regulation, in resolutions relating to the issuance of bonds, or in any financing documents relating to such issuance, the Treasurer shall also have custody of all the funds and securities of the Corporation which come into such treasurer's hands. When necessary or proper, the Treasurer may endorse, on behalf of the Corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board of Directors; may sign all receipts and vouchers for payment made to the Corporation, either alone or jointly with such other officer as is designated by the Board of Directors; whenever required by the Board of Directors, shall render a statement of the cash account; shall enter or cause to be entered regularly in the books of the Corporation to be kept by the treasurer for that purpose full and accurate accounts of all monies received and paid out on account of the Corporation; shall perform all acts incident to the position of treasurer subject to the control of the Board of Directors; and shall, if required by the Board of Directors, give such bond for the faithful discharge of his or her duties in such form as the Board of Directors may require.

Section 3.7. Assistant Secretary. The Secretary may appoint one or more Assistant City Clerks to serve as Assistant Secretary. Any Assistant Secretary shall have such powers and duties as may be assigned by the Board of Directors and shall exercise the powers of the Secretary during that officer's absence or inability to act. Any action taken by any assistant Secretary in the performance of the duties of the Secretary shall be conclusive evidence of the absence or inability to act of the secretary at the time such action was taken.

Section 3.8. Compensation of Officers. Officers as such 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 duties hereunder.

Section 3.9. Management of Corporation by Unit. To the extent consistent with the Act, the Corporation may contract with the Unit to provide any and all administrative support with regard to the duties of the officers of the Corporation.

ARTICLE IV

PROVISIONS REGARDING ARTICLES OF INCORPORATION AND BYLAWS

Section 4.1. Effective Date. These Bylaws shall become effective only upon the occurrence of the following events:

1) the approval of these Bylaws by the Governing Body of the Unit; and

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

Section 4.2. Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation may at any time and from time to time be amended, provided that the Board of Directors files with the Governing Body of the Unit a written application requesting that the Governing Body of the Unit approve such amendment to the Articles of Incorporation, specifying in such application the amendment or amendments proposed to be made. If the Governing Body of the Unit by appropriate resolution finds and determines that it is advisable that the proposed amendment be made, authorizes the same to be made and approves the form of the proposed amendment, the Board of Directors shall proceed to amend the Articles as provided in the Act.

The Articles of Incorporation may also be amended at any time by the Governing Body of the Unit at its sole discretion by adopting an amendment to the Articles of Incorporation of the Corporation by resolution of the Governing Body of the Unit and delivering the Articles of Amendment to the Secretary of State as provided in the Act.

These Bylaws may be amended by majority vote of the Board of Directors.

Section 4.3. Interpretation of Bylaws. These Bylaws and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein. If any word, phrase, clause, sentence, paragraph, section or other part of these Bylaws, or the application thereof to any person or circumstance, shall ever be held to be invalid or unconstitutional by any court of competent jurisdiction, the remainder of these Bylaws and the application of such word, phrase, clause, sentence, paragraph, section or other part of these Bylaws to any other person or circumstance shall not be affected thereby.

ARTICLE V

GENERAL PROVISIONS

Section 5.1. Principal Office. The principal office of the Corporation shall be located at Office of the City Attorney, 3rd Floor, City Hall, 100 So. Flores Street, San Antonio, Texas 78283.

The Corporation shall have and continuously maintain in the State of Texas (the "State") a registered office, and a registered agent whose business office is identical with such registered office, as required by the Act. The registered office may be, but need not be, identical with the principal office in the State, and the address of the registered office may be changed from time to time by the Board of Directors, pursuant to the requirements of the Act.

Section 5.2. Fiscal Year. The fiscal year of the Corporation shall be the same as the fiscal year of the Unit.

Section 5.3. Seal. The seal of the Corporation shall be as determined by the Board of Directors. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed

or reproduced or otherwise; however, the impression, affixation or reproduction of such seal shall not be required for the validity of any instrument of the Corporation.

Section 5.4. Notice to Board of Directors and Waiver of Notice. Whenever any notice whatsoever is required to be given to a director under the provisions of the Act, the Articles of Incorporation or these Bylaws, said notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his post office address or by sending a facsimile to such person, each at the address as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing or facsimile transmission. Attendance of a director at a meeting shall constitute a waiver of notice of such 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 at nor the purpose of any Regular or Special Meeting of the Board of Directors need be specified in the notice given to a director or waiver of notice of such meeting, unless required by the Board of Directors. A waiver of notice in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Section 5.5. Resignations and Vacancies. Any director or officer may resign or a vacancy may occur in a manner consistent with the Charter and Code of the Unit.

Section 5.6. Approval or Advice and Consent of the Governing Body. To the extent that these Bylaws refer to any approval by the Unit or refer to advice and consent by the Unit, such advice and consent shall be evidenced by a certified copy of a resolution, ordinance or motion duly adopted by the Governing Body of the Unit.

Section 5.7. Organizational Control. The Unit may, at its sole discretion, and at any time, alter or change the structure, organization, programs or activities of the Corporation (including the power to terminate the Corporation), subject to any limitation on the impairment of contracts entered into by such Corporation.

Section 5.8. Dissolution of the Corporation. Upon dissolution of the Corporation, title to or other interests in any real or personal property owned by the Corporation at such time shall vest in the Unit.

AGENDA ITEM NO. 5A

CITY OF SAN ANTONIO, TEXAS
STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION

TO: **BOARD OF DIRECTORS**

FROM: Ramiro Cavazos, Director, Economic Development

THROUGH: Terry M. Brechtel, City Manager

COPIES: Christopher J. Brady, Andrew Martin, Milo Nitschke, Trey Jacobson, Manuel Longoria Jr., Louis Lendman, file

SUBJECT: Approval of corporate bylaws of the Starbright Industrial Development Corporation, including the appointment of corporate officers and agents; and approval of other administrative procedures of the Corporation.

DATE: February 27, 2003

SUMMARY AND RECOMMENDATIONS

This corporate resolution would approve the bylaws of the Starbright Industrial Development Corporation. This would also provide for, at the time of approval, appointment of corporate officers and agents to act on behalf of the corporation. Finally, this resolution would approve administrative procedures of the corporation, not addressed in the bylaws.

Staff recommends approval of this Resolution.

BACKGROUND INFORMATION

State, County, City, and other municipal officials have been working in a collaborative effort to attract Toyota Motors to locate its sixth automobile manufacturing plant near San Antonio. Official announcements of this decision by Toyota were made on Monday, February 10, 2003. The terms, responsibilities, and obligations of the public entities offering some form of incentive or infrastructure investment to Toyota are outlined in the "Project Starbright Agreement," which is presently being finalized in negotiations.

On February 20, 2003, the City Council authorized creation of the Starbright Industrial Development Corporation for the purpose of undertaking authorized economic development activities to fulfill obligations under the Agreement. Such activities include, but are not limited to, the issuance of debt, acquisition and conveyance of real and/or personal property, and other related actions necessary to meet the anticipated terms of the City's commitments to Toyota Motor Manufacturing.

POLICY ANALYSIS

This action would approve corporate bylaws (see attached as Exhibit A), as well as other administrative procedures (see attached as Exhibit B). By approving the bylaws, the Board of Directors also appoints corporate officers to act on the Corporation's behalf. The City Council serves as the Board of Directors for the corporation. Those officers include:

- Mayor of San Antonio will serve as President;
- Mayor Pro Tem will serve as Vice President;
- City's Finance Director will serve as the Treasurer, and
- City Clerk will serve as Secretary.
- City Manager, or her appointed stead, will serve as the Executive Director.

FISCAL IMPACT

There is no significant fiscal impact to this action.

COORDINATION

This item was coordinated with the City Manager's Office, Finance Department, City Attorney's Office, and outside counsel.

SIGNATURES

Ramiro Cavazos, Director
Economic Development

Christopher J. Brady
Assistant City Manager

Approved:

Terry M. Brechtel
City Manager