

RESOLUTION NO. 37-99

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS, APPROVING THE ARTICLES OF INCORPORATION OF THE CORPORATION CREATED PURSUANT TO ARTICLE 5190.6 SECTION 4B, VERNON'S ANNOTATED CIVIL STATUTES AND PROVIDING AN EFFECTIVE DATE THEREOF.

WHEREAS, a majority of the City's qualified voters has authorized a one-half cent sales and use tax pursuant to the provisions of Article 5190.6 § 4B, V.A.C.S., and

WHEREAS, the City Council of the City Of Mesquite has, in accordance with the provisions of Article 5190.6 § 4B, V.A.C.S., created a corporation known as the Mesquite Quality of Life Corporation with powers as set forth in 5190.6 § 4B, V.A.C.S., and


WHEREAS, the Mesquite City Council has determined to approve the Articles of Incorporation of the Mesquite Quality of Life Corporation.

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

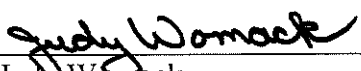
SECTION 1. That the Articles of Incorporation of the Mesquite Quality of Life Corporation, a corporation created pursuant to the provisions of Article 5190.6 § 4B, V.A.C.S, a copy of which are attached hereto as Exhibit "A" and made a part of this resolution for all purposes, are hereby approved.

SECTION 2. That this resolution shall become effective immediately from and after its passage.


DULY RESOLVED by the City Council of the City of Mesquite, Texas, on the 19th day of August, 1999.

  
 Mike Anderson  
 Mayor

ATTEST:

  
 Judy Womack  
 Assistant City Secretary

APPROVED:

  
 B.J. Smith  
 City Attorney

**ARTICLES OF INCORPORATION  
OF THE  
MESQUITE QUALITY OF LIFE CORPORATION**

a Texas Non-Profit Corporation

I, the undersigned natural person being at least 18 years of age, a representative of the City of Mesquite, Texas, a Texas municipal corporation ("the City"), acting as incorporator of a public instrumentality and non-profit industrial development corporation (the "Corporation") under the provisions of Section 4B of the Development Corporation Act of 1979, Tex. Rev. Civ. Stat. Ann. Art. 5190.6, as amended ("the Act"), with the approval of the governing body of the City, as evidenced by the Resolution attached hereto and made a part hereof for all purposes, do hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE 1. NAME**

The name of the Corporation is MESQUITE QUALITY OF LIFE CORPORATION.

**ARTICLE 2. NON-PROFIT CORPORATION**

The Corporation is a non-profit corporation specifically governed by Section 4B of the Act, as now existing or amended.

**ARTICLE 3. DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE 4. PURPOSE**

The Corporation is organized exclusively for the public purposes authorized in the Act. Specifically, the Corporation is authorized to study and fund all permissible projects prescribed in the Act, limited to the following:

- A. Transportation
- B. Public Safety; and
- C. Public Parks and Recreation

All revenues will be used for projects in the three areas described above and funds may be used for the maintenance and operation expenses for any of the above described projects.

**ARTICLE 5. POWERS**

A. The Corporation shall have and exercise all of the rights, powers, privileges, authority, and functions given by the general laws of Texas to non-profit corporations by the Texas Nonprofit Corporation Act, Tex. Rev. Civ. Stat. Ann. Art. 1396-1.01 et seq., and the additional powers as provided in the Act.

**ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1515 North Galloway Avenue, Mesquite, Texas 75149, and the mailing address of the initial registered office of the Corporation is Post Office Box 850137, Mesquite, Texas 75185-0137 and the name of the initial registered agent at such address is Ted Barron, as the City Manager of the City of Mesquite and his successors in office.

**ARTICLE 7. DIRECTORS**

The affairs of the Corporation shall be managed by a board of directors which shall be composed of seven (7) persons appointed by the City Council who are residents of the City.

No more than four (4) members shall be persons who are City employees, officers or members of the City Council. The names and street addresses of the persons who are to serve as the initial directors and the lengths of their initial terms as directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM OF DIRECTOR</u>
1. Bill Campbell	4532 Palos Verdes	2 years, expiring August 2001
2. Dennis Tarpley	712 Violet Court	2 years, expiring August 2001
3. Diane Wright	528 Robinlynn	2 years, expiring August 2001
4. Jeann Wisenbaker	1007 Royal Crest	2 years, expiring August 2001
5. Bill Richardson	2611 Bobwhite	2 years, expiring August 2001
6. Shirley Roberts	2407 Mesquite Valley	2 years, expiring August 2001
7. Gregory Noschese	1243 Rivercrest	2 years, expiring August 2001

**ARTICLE 8. MEMBERSHIP/STOCK**

The Corporation has no members and is a non-stock corporation.

**ARTICLE 9. AMENDMENTS/DISSOLUTION**

These Articles of Incorporation may from time to time be amended as provided in the Act or the law. Any such amendment shall be effected in either of the following manners: (a) The Board of Directors of the Corporation shall file with the City Council a written application specifying the amendments proposed and requesting approval. The City Council shall consider such application and, if approved, shall by resolution approve the proposed amendments, after which the Board of Directors of the Corporation may, by appropriate action, amend the Articles of Incorporation and deliver articles of amendment to the Secretary of State; or (b) The City Council may amend these Articles of Incorporation, and alter or change the structure, organization, programs or activities of the Corporation, or terminate or dissolve the Corporation (subject to the provisions of the Act and Constitution and laws of the State of Texas and the United States of America) by written resolution adopting the amendments to the Articles of Incorporation or Articles of Dissolution and deliver the same to the Secretary of State.

**ARTICLE 10. INCORPORATOR**

The name and street address of the Incorporator is Ted Barron, 1515 North Galloway Avenue, Mesquite, Texas 75149, and mailing address of Post Office Box 850137, Mesquite, Texas 75185-0137.

**ARTICLE 11. AUTHORIZATION**

By Resolution, the City has specifically authorized the creation of the Corporation to act on its behalf to further the public purposes stated in the Resolution and these Articles of Incorporation, and the City has by Resolution approved these Articles of Incorporation.

**ARTICLE 12. DIVIDENDS**

No dividends shall ever be paid by the Corporation and no part of its net earnings remaining after payment of its expenses shall be distributed to or inure to the benefit of its Directors or officers or any individual, firm,

corporation, or association. No part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and it shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office of any proposition.


ARTICLE 13. BYLAWS

The Corporation's internal affairs shall be regulated by a set of Bylaws, not inconsistent with the laws of this State or with these Articles of Incorporation, which Bylaws shall be approved by the Board of Directors and the City Council.

ARTICLE 14. DISSOLUTION

If the Corporation is dissolved, then its interest in any funds or property of any kind, real, personal, or mixed, or rights thereto shall not be transferred to private ownership, but shall be transferred and delivered to the City after satisfaction or provision for satisfaction of debts and claims.

INCORPORATOR:

  
\_\_\_\_\_  
Ted Barron, City Manager

STATE OF TEXAS       §  
                                  §  
COUNTY OF DALLAS   §

Before me, a Notary Public, on this day personally appeared Ted Barron, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 19<sup>th</sup> day of August 19, 1999.



  
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Notary Public, State of Texas

My Commission Expires:

2-15-2003