

**RESOLUTION NO. 015-21**

**A RESOLUTION OF THE CITY OF DE LEON CITY COUNCIL APPROVING THE CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF THE DE LEON INDUSTRIAL DEVELOPMENT CORPORATION.**

**WHEREAS**, pursuant to Section 501.302, the De Leon City Council may, as the authorizing unit of the De Leon Industrial Development Corporation (the "DIDC"), a Type A economic development corporation, amend the certificate of formation of the DIDC in its sole discretion, by approving the certificate of amendment by resolution and delivering the amendment to the secretary of state; and

**WHEREAS**, the De Leon City Council hereby desires to amend provisions of Article Seven, as currently stated in the Articles of Incorporation, filed on July 7, 2003; and

**WHEREAS**, the De Leon City Council finds that the attached Certificate of Amendment is in the best interests of the City of De Leon and is made in accordance with Section 501.304 of the Local Government Code; and

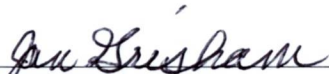
**NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF DE LEON CITY COUNCIL:**

**Section 1.** That the findings and premises contained in the preamble above are hereby deemed to be true and correct.

**Section 2.** That the City Council hereby adopts the Certificate of Amendment dated July 6, 2021, attached hereto and incorporated herein as though set out in full.

**Section 3.** That this Resolution is enacted without the benefit of two readings because it was enacted by an affirmative vote of all members of the City Council in accordance with Article VII, Section 10 of the City Charter.

PASSED AND ADOPTED, on the 12 day of July, 2021.

  
\_\_\_\_\_  
JAN GRISHAM, Mayor

**ATTEST:**

  
\_\_\_\_\_  
MELEND K. HARBOUR, City Secretary

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
DE LEON INDUSTRIAL DEVELOPMENT CORPORATION**

This Certificate of Amendment is submitted for filing pursuant to the applicable provisions of the Development Corporation Act, including Sections 501.302 et. seq., and the Texas Business Organizations Code.

**ARTICLE I - ENTITY NAME AND TYPE**

The name of the entity currently shown in the records of the Secretary of State and the type of filing entity are: De Leon Industrial Development Corporation, a Texas nonprofit corporation (hereinafter the "Corporation"). The Corporation's date of filing of the Articles of Incorporation was July 7, 2003, and its assigned file number is 800222024.

**ARTICLE II – AMENDMENTS TO ARTICLES OF INCORPORATION**

This Certificate of Amendment amends the Articles of Incorporation of the Corporation. Article Seven, is amended in its entirety to read as follows:

**“ARTICLE SEVEN**

The business and affairs of the Corporation and all corporate powers shall be exercised by or under authority of the Board of Directors (the "Board" or the "Board of Directors"), appointed by the City Council of the City of De Leon, and subject to applicable limitations imposed by the Act, the Code, the Certificate of Formation, or these Bylaws. The Board may, by contract, resolution, or otherwise, give general or limited or special power and authority to the officers and employees of the Corporation to transact the general business or any special business of the Corporation, and may give powers of attorney to agents of the Corporation to transact any special business requiring such authorization.

The number of Directors of the Corporation shall be seven (7). The City Council shall appoint the Directors of the Corporation. Each of the Directors shall meet at least one (1) of the following qualifications:

- (a) shall possess experience in management or in an executive capacity of a company; or
- (b) shall have experience in the evaluation of financial and business records and projections;  
or
- (c) serve, or have served, in a professional capacity; or
- (d) serve, or have served, in a leadership position in the Chamber of Commerce, De Leon Industrial Development Corporation, De Leon Type B Economic Development Corporation, or other similar civic or community service organization; or
- (e) have experience equivalent to any of the above qualifications.

In addition, each Director must be: (i) a resident of the City of De Leon; or (ii) a resident of Comanche County; or (iii) reside within 10 miles of the City of De Leon's boundaries and in a county bordering Comanche County. At least three (3) Directors must be persons who are not employees, officers, or members of the City Council of the City of De Leon. The City Council shall consider an individual's

experience, accomplishments, and educational background in appointing members to the Board to ensure that the interests and concerns of all segments of the community are considered.”

**ARTICLE III – APPROVAL OF AMENDMENTS**

This Certificate of Amendment to the Articles of Incorporation of the Corporation was approved and adopted by the City Council of the City of De Leon, Texas on July 12<sup>th</sup>, 2021 pursuant to Section 501.302 of the Local Government Code, after determining that the amendments to the Articles of Incorporation were advisable to adopt and authorizing the adoption of the amendments by resolution.

**ARTICLE IV – EFFECTIVE DATE OF FILING**

This Certificate of Amendment becomes effective when the document is filed by the Secretary of State.

**ARTICLE V - EXECUTION**

Dated: July 12, 2021

**CITY OF DE LEON**

BY: Jan Grisham  
JAN GRISHAM, Mayor

**ATTEST:**

BY: Melenda Harbour  
MELENDA HARBOUR, City Secretary

COUNTY OF COMANCHE §

STATE OF TEXAS §

BEFORE ME, the undersigned authority, on this day personally appeared Jan Grisham, Mayor of the City of De Leon, who is the presiding officer of the governing body’s authorizing unit, 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 this office on this 12 day of July, 2021.

Roelynn Wenzel  
Notary Public in and for the State of Texas