



REGULAR MEETING AGENDA

The City of Helotes Economic Development Corporation (EDC) Board of Directors will meet for a Regular Meeting on Wednesday, January 19, 2022 at 7:00 p.m. in the City Hall Council Chambers, 12951 Bandera Road, Helotes, Texas 78023. This is an open meeting, subject to the open meeting laws of the State of Texas.

1. Call to order.

OPEN SESSION:

2. Citizens to be heard.
The EDC cannot discuss any presented issue, nor may any action be taken on any issue at this time (Attorney General Opinion JC-0169). Comments are limited to three (3) minutes, and this time is not transferable. Discussion by the EDC of any item not on the Agenda shall be limited to statements of specific factual information given in response to any inquiry, a recitation of existing policy in response to any inquiry, and / or a proposal to place the item on a future EDC Agenda.

CONSENT AGENDA (ITEM NOS. 3 – 4):

All Consent Agenda items listed below are considered routine by EDC Staff and are intended to be enacted by one motion. There will be no separate discussion of these items, unless a Director requests it, in which event the item will be removed from the Consent Agenda and considered in its normal sequence on the Agenda.

3. Approval of the minutes of the Regular Meeting dated December 15, 2021. (Staff)
4. Approval of the EDC Fiscal Year Ending (FYE) 2021 Revenue and Expense Report dated January 13, 2022. (Staff)

ITEMS FOR INDIVIDUAL CONSIDERATION:

5. Discussion of and action on a Resolution of the City of Helotes Economic Development Corporation authorizing the creation of a Retailer and Commercial Tenant Improvement Incentive Program. (Staff)
6. Discussion of and action on a Resolution of the City of Helotes Economic Development Corporation authorizing the Community Arts Grant Program. (Staff)
7. Discussion of and action on sponsoring the Helotes Festival Association Cornyval Festival and PCRA Rodeo being held April 28-May 1, 2022. (Staff)

8. Discussion of and action on sponsoring the Helotes Area Chamber of Commerce Business Awards Dinner being held March 26, 2022. (Staff)
9. Discussion of and action on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation (HEDC) Bylaws by revising Article Three Officers and Corporate Officials, adding a new Section 3.6 Ex Officio Representative of the Board and Section 3.7 Executive Director, removing the City Administrator as Executive Director. (Staff)
10. Discussion of and action on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation Article of Incorporation Article Ten Board of Directors Section (d) removing the language appointing the City Administrator as Executive Director. (Staff)

CLOSED SESSION:

11. Closed Session in accordance with Texas Government Code § 551.072 *Deliberation Regarding Real Property* and § 551.074 *Personnel Matters* . In addition to the matters listed below, any matter scheduled for Open Session may be discussed in Closed Session, as appropriate and authorized by law:
 - §551.072 *Deliberation Regarding Real Property* – To consider the purchase of a real property interest for future development purposes.
 - § 551.074 *Personnel Matters* – To discuss the qualifications of candidate for the position of Executive Director.

Adjourn.

The EDC Board of Directors reserves the right to adjourn into Closed Session at any time during the course of this meeting to discuss any of the exceptions to the requirement that a meeting be open to the public, in accordance with Texas Government Code, Chapter 551 *Open Meetings*, Subchapter D *Exceptions to Requirement that Meetings be Open*. No action may be taken in Closed Session.

A quorum of the City Council and/or other City Boards, Committees, or Commissions may be present at this meeting. The City Council and/or other City Boards, Committees, or Commissions may not take action regarding public business or policy.

I certify that this Agenda was posted on January 14, 2022 at 5:00 p.m.

Attest:



Glenn Goolsby
Assistant Director



Marian Mendoza
Executive Director



REGULAR MEETING MINUTES

The City of Helotes Economic Development Corporation (EDC) Board of Directors met for a Regular Meeting on Wednesday, December 15, 2021 at 7:00 p.m., in the City Hall Council Chambers, 12951 Bandera Road, Helotes, Texas 78023. This was an open meeting, subject to the open meeting laws of the State of Texas.

Present:

<i>Board Members:</i>	John Kodosky, Vice-President	Melody Cooper, Secretary
	Greg Hayden	Melissa Benavides
	Joel Lutz	Jeff Felty

Staff: Marian Mendoza, Executive Director
 Glenn Goolsby, Assistant Director

Absent: Blaine Lopez, President

1. Call to Order.

Secretary Kodosky called the meeting to order at 7:07 p.m.

OPEN SESSION:

2. Citizens to be heard.

The HEDC cannot discuss any presented issue, nor may any action be taken on any issue at this time (Attorney General Opinion JC-0169). Comments are limited to three (3) minutes, and this time is not transferable. Discussion by the HEDC of any item not on the Agenda shall be limited to statements of specific factual information given in response to any inquiry, a recitation of existing policy in response to any inquiry, and / or a proposal to place the item on a future HEDC Agenda.

No one signed up to speak on this item.

CONSENT AGENDA (ITEM NOS. 3 – 4):

All items marked with an asterisk (*) on the consent agenda were voted on as a group. Motion was made by Melody Cooper, second by Greg Hayden to approve Items 3 and 4 as written. Motion carried unanimously.

3. *Approval of the minutes of the Regular Meeting dated September 15, 2021 and Workshop Meeting dated October 20, 2021 (Staff)

4. ***Approval of the EDC Fiscal Year Ending (FYE) 2021 Revenue and Expense Report dated December 10, 2021. (Staff)**

ITEMS FOR INDIVIDUAL CONSIDERATION:

5. **Presentation and discussion of Placer.ai Analytic Software (Mike Elrod, Placer Staff)**

Mike Elrod with Placer.ai presented who his firms' location-based analytics can be utilized for recruitment, retention, and municipal efforts.

6. **Discussion of and action on contracting with Placer.ai for local intelligence and traffic data. (Staff)**

Motion made by Joel Lutz, second by Melissa Benavides to contract with Placer.ai. Motion carried unanimously.

7. **Discussion of and action on sponsoring the Helotes Area Chamber of Commerce Gift Card Give Back in 2022. (Staff)**

Motion was made by Greg Hayden, second by Melissa Benavides to discuss and take action. Motion carried 5-ayes, 1-abstain; Joel Lutz.

Lydia McCloskey Vice-President of the Helotes Chamber was grateful to the HEDC Board for considering sponsorship of the gift card program. She stated with the success from last year the Chamber Board is able to match up to \$10,000 in funding. General consensus from the HEDC Board was to allocate \$10,000 to be allocated to businesses located within the City of Helotes.

8. **Discussion of and action on contracting with 360 Zone to provide Google 360 Virtual Tours to businesses located within the City of Helotes. (Staff)**

Motion was made by Jeff Felty, second by Joel Lutz to discuss and take action. Motion carried unanimously.

Glenn Goolsby discussed prior program implementation and success. He recommended the allocation of \$8,000.00 for FYE 2022 program.

9. **Discussion and direction on creating a Tenant Improvement Grant. (Staff)**

Motion was made by Melissa Benavides, second by Greg Hayden to discuss. Motion carried unanimously.

Glenn Goolsby presented a draft incentive program for tenant improvements that would incentive new or expanding businesses types identified in the Strategic Work Plan as a priority.

10. **Discussion and direction on creating a Community Arts Grant Program. (Staff)**

Motion was made by Joel Lutz, second by Melody Cooper to discuss. Motion carried unanimously.

Glenn Goolsby presented a draft inventive program to create an arts grant that could help develop a diverse public arts display across Helotes to include murals, sculptures, and other projects.

11. Discussion of and direction on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation (HEDC) Bylaws by revising Article Three Officers and Corporate Officials, adding a new Section 3.6 Ex Officio Representative of the Board and Section 3.7 Executive Director, removing the City Administrator as Executive Director. (Staff)
12. Discussion of and direction on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation Article of Incorporation Article Ten Board of Directors Section (d) removing the City Administrator as Executive Director. (Staff)

Motion was made by Jeff Felty, second by Greg Hayden to discuss items 11 and 12. Motion carried unanimously.

Marian Mendoza presented the proposed amendments that would remove the City Administrator as the Executive Director and all the HEDC Board to hire another Executive Director. Mayor Whitehead spoke in favor of the proposed changes and encourages collaboration between the City and HEDC. City Attorney Frank Garza spoke on his firms' experience with several Cities and Economic Development Corporations and stated the proposed changes are best practice. Mr. Garza also suggested adding both a hiring and firing clause, along with job performance reviews to the Bylaw amendment.

Vice-President Kodosky after reading the following section, adjourned into closed session at 9:22 p.m.

CLOSED SESSION:

13. Closed Session in accordance with Texas Government Code § 551.072 *Deliberation Regarding Real Property*. In addition to the matters listed below, any matter scheduled for Open Session may be discussed in Closed Session, as appropriate and authorized by law:
 - §551.072 *Deliberation Regarding Real Property* – To consider the purchase of a real property interest for future development purposes.

Vice-President Kodosky reconvened the meeting at 9:51 p.m. and announced that no action had been taken during the closed session.

Adjourn the regular meeting of the EDC Board of Directors.

Vice-President Kodosky adjourned the meeting at 9:52 p.m.

Marian Mendoza Executive Director

CITY OF HELOTES
 REVENUE & EXPENSE REPORT - UNAUDITED
 AS OF: JANUARY 13TH, 2022

05 -ECONOMIC DEVELOPMENT CORP
 FINANCIAL SUMMARY

Item 4

	CURRENT BUDGET	CURRENT PERIOD	YEAR TO DATE ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>REVENUE SUMMARY</u>					
NON-PROPERTY TAXES	888,182.00	0.00	312,743.49	575,438.51	35.21
MISCELLANEOUS REVENUE	<u>12,000.00</u>	<u>0.00</u>	<u>192.53</u>	<u>11,807.47</u>	<u>1.60</u>
TOTAL REVENUES	900,182.00	0.00	312,936.02	587,245.98	34.76
	=====	=====	=====	=====	=====
<u>EXPENDITURE SUMMARY</u>					
ADMINISTRATION	<u>1,182,112.39</u>	<u>7,657.81</u>	<u>758,928.40</u>	<u>423,183.99</u>	<u>64.20</u>
TOTAL EXPENDITURES	1,182,112.39	7,657.81	758,928.40	423,183.99	64.20
	=====	=====	=====	=====	=====
REVENUES OVER/(UNDER) EXPENDITURES	(281,930.39)	(7,657.81)	(445,992.38)	164,061.99	158.19

CITY OF HELOTES
 REVENUE & EXPENSE REPORT - UNAUDITED
 AS OF: JANUARY 13TH, 2022

05 -ECONOMIC DEVELOPMENT CORP
 REVENUES

	CURRENT BUDGET	CURRENT PERIOD	YEAR TO DATE ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>NON-PROPERTY TAXES</u>					
401-3140 SALES TAX	874,767.00	0.00	308,893.81	565,873.19	35.31
401-3150 MIXED BEVERAGE	9,815.00	0.00	2,799.68	7,015.32	28.52
401-3160 SUBLEASE HELOTES CHAMBER	<u>3,600.00</u>	<u>0.00</u>	<u>1,050.00</u>	<u>2,550.00</u>	<u>29.17</u>
TOTAL NON-PROPERTY TAXES	888,182.00	0.00	312,743.49	575,438.51	35.21
<u>MISCELLANEOUS REVENUE</u>					
406-1010 INTEREST	<u>12,000.00</u>	<u>0.00</u>	<u>192.53</u>	<u>11,807.47</u>	<u>1.60</u>
TOTAL MISCELLANEOUS REVENUE	12,000.00	0.00	192.53	11,807.47	1.60
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TOTAL REVENUES	900,182.00	0.00	312,936.02	587,245.98	34.76
	=====	=====	=====	=====	=====

CITY OF HELOTES
REVENUE & EXPENSE REPORT - UNAUDITED
AS OF: JANUARY 13TH, 2022

05 -ECONOMIC DEVELOPMENT CORP
ADMINISTRATION
EXPENDITURES

	CURRENT BUDGET	CURRENT PERIOD	YEAR TO DATE ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>PERSONNEL</u>					
510-5101 SALARIES	74,721.35	2,887.46	23,029.26	51,692.09	30.82
510-5111 LONGEVITY	1,460.00	0.00	1,460.00	0.00	100.00
510-5113 BENEFITS	<u>19,360.04</u>	<u>427.17</u>	<u>5,129.36</u>	<u>14,230.68</u>	<u>26.49</u>
TOTAL PERSONNEL	95,541.39	3,314.63	29,618.62	65,922.77	31.00
<u>CONTRACTUAL SERVICES</u>					
510-5201 MEMBERSHIPS, DUES & LICENSES	15,000.00	0.00	11,200.00	3,800.00	74.67
510-5202 AUDIT FEES	3,400.00	0.00	1,750.00	1,650.00	51.47
510-5203 SCHOOLS, SEMINARS, CONFERENCES	3,200.00	0.00	248.03	2,951.97	7.75
510-5204 INTL. CONF. SHOPPING CENTERS	3,200.00	0.00	0.00	3,200.00	0.00
510-5205 BANK FEES	750.00	0.00	0.00	750.00	0.00
510-5206 LEGAL FEES / MDD CREATION	3,000.00	0.00	0.00	3,000.00	0.00
510-5208 CONC. DESIGN & LAND USE PLANS	15,000.00	0.00	0.00	15,000.00	0.00
510-5210 WORKSHOPS & PROMOTIONS	3,000.00	0.00	100.00	2,900.00	3.33
510-5211 MARKETING / TOURISM	30,000.00	1,000.00	11,894.45	18,105.55	39.65
510-5212 WEBSITE DEV. & MAINTENANCE	12,000.00	500.00	2,000.00	10,000.00	16.67
510-5214 MANAGED SVCS. AGREEMENT	36,000.00	0.00	36,000.00	0.00	100.00
510-5215 DEBT SERVICE	321,669.00	0.00	322,112.00 (443.00)	100.14
510-5216 SBLAP GRANTS & ADMINISTRATION	450,850.00	0.00	0.00	450,850.00	0.00
510-5217 LAND ACQUISITION/DUE DILIGENCE	0.00	0.00	285,000.00 (285,000.00)	0.00
510-5224 OFFICE RENTAL	12,000.00	0.00	3,100.00	8,900.00	25.83
510-5225 OTHSD PARKING LOT LEASE	5,520.00	22.34	1,440.68	4,079.32	26.10
510-5228 VISITOR CENTER	42,000.00	0.00	0.00	42,000.00	0.00
510-5230 MARKETING/CITY EVENTS	110,000.00	0.00	50,000.00	60,000.00	45.45
510-5231 CAPITAL IMPROVEMENTS	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
TOTAL CONTRACTUAL SERVICES	1,066,589.00	1,522.34	724,845.16	341,743.84	67.96
<u>COMMODITIES</u>					
510-5301 OFFICE SUPPLIES	2,000.00	0.00	0.00	2,000.00	0.00
510-5302 OPERATIONAL EXPENSES	16,500.00	2,820.84	4,386.81	12,113.19	26.59
510-5305 COMMUNICATION EQUIPMENT	1,232.00	0.00	77.81	1,154.19	6.32
510-5326 EXPENSE REIMBURSEMENT	250.00	0.00	0.00	250.00	0.00
510-5333 380 AGREEMENT REIMBURSEMENTS	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
TOTAL COMMODITIES	19,982.00	2,820.84	4,464.62	15,517.38	22.34
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TOTAL ADMINISTRATION	1,182,112.39	7,657.81	758,928.40	423,183.99	64.20
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TOTAL EXPENDITURES	1,182,112.39	7,657.81	758,928.40	423,183.99	64.20
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REVENUES OVER/(UNDER) EXPENDITURES	(281,930.39)	(7,657.81)	(445,992.38)	164,061.99	158.19
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**City of Helotes EDC
AGENDA ITEM REQUEST FORM
DATE: January 19, 2022**

- AGENDA PLACEMENT:**
- PUBLIC HEARING**
 - RECOGNITION**
 - UNFINISHED BUSINESS**
 - CONSENT**
 - INDIVIDUAL**
 - CLOSED**

CAPTION:

Discussion and direction on creating a Tenant Improvement Grant. (Staff)

EXECUTIVE SUMMARY:

During the Regular Meeting on December 15, 2021 staff presented a draft program guidelines for a Tenant Improvement Grant. With direction from the HEDC Board staff has amended the program as discussed. Below are some key aspects of the program.

Proposed Program Details:

Eligible Businesses: Restaurants, Bars, Retailers, Office, Hotel, and Grocery

Eligible Improvements: Structural walls, attached fixtures, roofing, mechanical equipment, electrical, plumbing, signage, cabinetry, exterior doors and windows, painting, ADA compliance, etc.

Funding: 50% matching funds up to a maximum of \$20,000 per business

ATTACHMENTS:

Attachment A: Draft Retailer and Commercial Tenant Improvement Program

PREPARED BY: Glenn Goolsby, Assistant Director

CITY OF HELOTES

*Retailer and Commercial
Tenant Improvement Program
Guidelines and Application Form*

Fiscal Year Ending 2022 Grant Cycle



ADMINISTERED BY:
The City of Helotes
Economic Development Corporation
12682 FM 1560 W, Suite 105
Helotes, Texas 78023
(210) 695-5910 (direct)

CITY OF HELOTES
Retailer and Commercial Tenant Improvement Program

Program Overview

The City of Helotes Economic Development Corporation (HEDC), in its continuing effort to support the development and redevelopment of the community, has created a Retailer and Commercial Tenant Improvement Program for business owners and building owners within the corporate City limits of Helotes.

The HEDC is committed to helping grow the retail and commercial businesses within the City of Helotes. This program recognizes the importance of incentives to provide certain funds to eligible business tenants to defray a portion of the costs incurred in starting new and expanding existing businesses.

This is a reimbursement grant program. The HEDC acquires no ownership, control, or property interest otherwise in the design, construction, and final product of the improvements.

Program Intent

1. To attract new businesses that provide needed/desired services or products within Helotes to address demand of residents, employees, and visitors, as well as increase foot traffic and create a viable commercial core.
2. To stimulate private investment in retail and office developments, or expansion.
3. To reduce the number of vacant storefronts throughout Helotes.
4. To contribute to the overall value of Helotes by encouraging diversified developments.

Grantee Eligibility

To secure a compelling mix of businesses, the HEDC has identified certain business/tenant types that are eligible for this program to include retail, restaurant, office, and craft niche businesses. In order to protect the public investment, any business tenant interested in applying must have a lease agreement of three (3) or more years at the property where improvements will be made. The following table identifies the types of businesses that were identified as desired uses.

Eligible Business Types	Non-Eligible Business Types
Restaurants and Bars	Automotive Oriented Businesses
Retail (Apparel, Footwear, Home Furnishings, Electronics, Sporting Goods, Crafting, etc.)	Personal Services (Nail or Beauty Salon, Massage)
Office (Single or Multi-Tenant Professional Offices)	Dollar or Thrift Stores
Hotel	
Specialty/Gourmet Grocery	

The HEDC retains discretion to consider stores that fall outside the above-mentioned business types, but serve to fill a limited or underserved sector.

Eligible Improvements

The following improvements are eligible to receive funding through the Program. An individual undertaking an improvement project that includes a portion of the eligible improvements below may apply for a matching grant, but only the improvements identified below will be eligible for funding:

Retailer and Commercial Tenant Improvement Program

Structural walls, subfloor, or ceiling	Attached fixtures	Roofing (arising from structural or integrity concerns)
Exterior door/window replacement	Mechanical equipment	Security or fire protection systems
Exterior painting	Electrical or plumbing repair, installation, or upgrade	Interior cabinetry or woodwork
Exterior brick veneers or treatments	Signage (new, repair or replacement)	Interior drywall or feature walls
Interior/exterior demolition	Original exterior architectural feature repair or replacement	Improvements for ADA accessibility compliance

Ineligible Projects

The Program will not provide funds for any construction, service, or activity not explicitly identified under Eligible Improvements above.

Funding Details

- Grants for new businesses will not exceed \$20,000 or \$25.00 per square foot.
- Grants for existing businesses will not exceed \$10,000 or \$15.00 per square foot.
- Grants may cover up to 50% of the total cost of eligible improvements.
- Applicants who apply for funding after commencing improvements are ineligible.
- Grant recipients may re-file a subsequent grant application with the HEDC no sooner than five (5) years from the original grant approval date.

Evaluation Process

- Applications for grant funding will be accepted on a first-come, first-serve basis. Only completed applications that include all required submittal documents and information will be forwarded to the HEDC Board of Directors for review within thirty (30) business days or the next regularly scheduled meeting.
- In order to receive a Tenant Improvement Grant, an application must be determined to have a minimum of 3 points from the following list. The number of points that an application receives will correspond to the amount of money per square foot that it will be eligible to receive. The HEDC reserves the right to approve or disapprove each application for any reason.

- 3 points = Up to \$10 per square foot
- 4 points = Up to \$15 per square foot
- 5 points = Up to \$20 per square foot
- 6 or more points = Up to \$25 per square foot

	Key Consideration	Points
1.	Does the project target businesses sought by the HEDC? <ul style="list-style-type: none"> • Retail, Restaurant, Bar, Hotel (2 points) • Office (1 point) 	
2.	Building/space that has been vacant for more than 6 months (1 point)	
3.	How many anticipated jobs will be created? <ul style="list-style-type: none"> • 1-5 FTE employees (1 point) • 6-10 FTE employees (2 points) • 11 or more FTE employees (3 points) 	
4.	Does the project generate sales tax in Helotes? <ul style="list-style-type: none"> • Sales tax from \$1,000 to \$4,999 (1 point) • Sales tax from \$5,000 to \$9,999 (2 points) • Sales tax above \$10,000 (3 points) 	
5.	Applications with fully executed lease that are: <ul style="list-style-type: none"> • 3 years in length from the date of application (1 point) • 5 years in length from the date of application (2 points) • Building owner and applicant (2 points) 	
	Total Points (projects with less than 3 points will not be considered for funding.)	

Construction Timeline

Once the grant is awarded, the grantee has six (6) months to begin construction and nine (9) months to complete the project and open for business. If one or both of these criteria are not met, the grantee will be notified in writing that the grant is terminated. Grantee can request an extension if nearing the construction lapse date. One extension may be granted at the discretion of the HEDC staff.

Pre-Construction, Construction, and Reimbursement

- Approved applicants will enter into an agreement with the HEDC; work may begin only after the agreement is fully executed.
- The applicant must obtain all required permits prior to construction.
- The HEDC staff may perform site visits through the construction process to ensure compliance with grant approval.
- Once completed the project must be inspected and approved by the City’s Building Inspector.
- Reimbursement is made only when project is finalized and upon receipt of proof of payment to the HEDC. This should be in the form of an invoice or receipt, which includes the final cost of the project, the work which was done or products purchased, and signed by the contractor or vendor acknowledging that the project was paid for in full.

- Matching grant funds will be released to the applicant within thirty (30) business days from the time of passing inspection and receipt of proof of payment.

Application Components

The applicant must provide the following:

- Completed Scope of Work
 - Narrative description of the project scope
 - Construction schedule
 - Contractor scope of work with cost estimates
 - Renderings and/or architecture plans
 - Photos of current condition
- Project Budget
 - Provide a budget for the project with cost estimates and indicate assumptions for all estimated costs.
- Additional Documents
 - Copy of lease or lease extension
 - Copy of Texas Sales Tax Permit or a Detailed Confidentiality Report from the State Comptroller's Office, if applicable.

Questions

A grant application and submittal requirements are included with this packet. If you have further questions regarding the Program, contact Glenn Goolsby, Economic Development Specialist at:

Glenn Goolsby
City of Helotes
Economic Development Corporation
12682 FM 1560 W, Suite 105(Physical)
P.O. Box 507 (Mailing)
Helotes, TX 78023
Phone: (210) 695-5910
E-mail: ggoalsby@helotes-tx.gov,

CITY OF HELOTES

Retailer and Commercial Tenant Improvement Program Grant Application

Please fill out the application completely and return it to the HEDC with the items listed in the checklist on page 5.

Applicant Information	Name	Phone
	Mailing Address	Fax
	Email	Federal Tax ID#

Property Information	Building Address for which Grant is Sought:	
	Property Legal Description	Phone

Check one:

<input type="checkbox"/>	New business occupying new or existing retail space or redeveloping existing commercial property.
<input type="checkbox"/>	Existing businesses making improvements to their existing space, occupying new space of equal or greater size, or redeveloping commercial property.

Proposed Improvement(s) - Check all that apply

Structural walls, subfloor, or ceiling	Attached fixtures	Roofing (arising from structural or integrity concerns)
Exterior door/window replacement	Mechanical equipment	Security or fire protection systems
Exterior painting	Electrical or plumbing repair, installation, or upgrade	Interior cabinetry or woodwork
Exterior brick veneers or treatments	Signage (new, repair or replacement)	Interior drywall or feature walls
Interior/exterior demolition	Original exterior architectural feature repair or replacement	Improvements for ADA accessibility compliance

Continued on next page.

Retailer and Commercial Tenant Improvement Affidavit

I agree to comply with all standards of the Program, including those requirements set by the HEDC Board of Directors. I understand that this is a voluntary Program, under which the HEDC has the right to approve or deny any project or proposal or portions thereof.

I understand grant funds are on a first-come first-served basis and must meet the minimum eligibility requirements to be considered for funding. I understand the HEDC has the right to deny funding for any reasons.

By accepting grant funds, Applicant authorizes the City and HEDC to promote the project and property including, but not limited to, displaying a sign at the site during and after construction indicating participation in the Program, and using photographs and description of the project and property in the City's and HEDC's printed promotional materials, press releases, and websites.

I understand that I am solely responsible for obtaining the proper permits or variances for my project and the cost associated with the same are not eligible costs.

I certify that the Business is not part to any bankruptcy proceedings or law suits currently pending or contemplated, and Business has not been informed of any potential law suits. If Business is part of any bankruptcy proceedings or law suits, please provide an explanation on a separate sheet of paper.

Applicant(s) Signature _____ Date _____

Building Owner's Signature _____ Date _____
(if different from applicant)

RESOLUTION NO. 22-_____

A RESOLUTION OF THE HELOTES ECONOMIC DEVELOPMENT CORPORATON (HEDC) OF THE CITY OF HELOTES, TEXAS, AUTHORIZING THE RETAILER AND COMMERCIAL TENANT IMPROVEMENT INCENTIVE PROGRAM THAT WILL OFFER MATCHING GRANTS TO QUALIFYING BUSINESSES; AUTHORIZING THE HEDC EXECUTIVE DIRECTOR TO TAKE ALL NECESSARY STEPS TO IMPLEMENT THE PROVISIONS OF THIS RESOLUTION; INCORPORATING RECITALS; PROVIDING FOR SEVERABILITY; REPEALING ANY OTHER CODE PROVISIONS, RESOLUTIONS, OR PARTS OF RESOLUTIONS, AND OTHER PROVISIONS IN CONFLICT HEREWITH; AND SETTING AN EFFECTIVE DATE.

WHEREAS, pursuant to the Development Corporation Act, Article 5190.6 Tex. Rev. Civ. Stat. (“Act”), the City has created the HEDC to implement programs for promoting economic development; and

WHEREAS, the HEDC’s mission is to promote, encourage, and enhance the creation of jobs, the expansion of the local tax base, and the quality of life for Helotes residents through projects that assist in their retention and expansion of existing employers and which attract new employers and aid in their economic development and growth; and

WHEREAS, Chapter 505 of the Texas Local Government Code allows Economic Development Corporations to establish incentive programs to provide land, building, equipment, facilities, expenditures, target infrastructure, and improvements found by the board of directors to promote new or expanded business development; and

WHEREAS, the HEDC Board of Directors approved “projects” to include Tenant Improvement Grants after notice had been published on August 3, 2021 and holding public hearings on August 18, 2021 and September 15, 2021; and

WHEREAS, on September 15, 2021, the HEDC Board of Directors approved the FYE 2022 Budget and later City Council approved the same on September 23, 2021; and

WHEREAS, HEDC recognizes the need to support new and expanding businesses in Helotes and desires to assist those business through a Retailer and Commercial Tenant Improvement Incentive Program to promote new and expanded business development.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1: Approval. The HEDC approves the Retailer and Commercial Tenant Improvement Incentive Program to establish, operate, and promote new and expanded business development located within the City of Helotes. The HEDC shall utilize up to \$150,000.00 approved in the FYE 2022 Budget.

SECTION 2. Authorization. The EDC Executive Director is authorized to take any and all

other actions they deem necessary to administer the program consistent with the program requirements set forth herein.

SECTION 3. Recitals. The HEDC finds all of the above recitals to be true and correct and incorporates the same in this Resolution as findings of fact.

SECTION 4. Severability. If any section, subsection, sentence, clause or phrase of this Resolution be declared unconstitutional and/or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Resolution shall remain in full force and effect. The HEDC hereby declares that it would have passed this Resolution, and each section, subsection, clause and phrase thereof regardless of whether any one or more sections, subsections, sentences, clauses or phrases may be declared unconstitutional and/or invalid.

SECTION 5. Effective Date. This Resolution shall take effect immediately upon its adoption.
PASSED AND APPROVED THIS 19TH DAY OF JANUARY, 2022.

HELOTES ECONOMIC DEVELOPMENT CORPORATION:

Marian Mendoza, Executive Director

ATTEST:

Glenn Goolsby, Assistant Director



**City of Helotes EDC
AGENDA ITEM REQUEST FORM
DATE: January 19, 2022**

AGENDA PLACEMENT:

- PUBLIC HEARING
- RECOGNITION
- UNFINISHED BUSINESS
- CONSENT
- INDIVIDUAL
- CLOSED

CAPTION:

Discussion and direction on creating a Community Arts Grant Program. (Staff)

EXECUTIVE SUMMARY:

During the Regular Meeting on December 15, 2021 staff presented a draft program for Community Arts Grant. With direction from the HEDC Board staff has amended the program as discussed. Below are some key aspects of the program.

Proposed Program Details:

Priorities: Murals, Small Arts, Major Arts

Eligibility: Non-profits and Individual Artist

Funding Details: 1:1 match

Approval Process: Create a Community Arts Grant Committee to review and approve each applicant.

ATTACHMENTS:

Attachment A: Draft Community Arts Grant Program

PREPARED BY: Glenn Goolsby, Assistant Director

CITY OF HELOTES
Community Arts Grant Program
Guidelines and Application Form

Fiscal Year Ending 2022 Grant Cycle



ADMINISTERED BY:
The City of Helotes
Economic Development Corporation
12682 FM 1560 W, Suite 105
Helotes, Texas 78023
(210) 695-5910 (direct)

BACKGROUND

The Community Arts Grant Program is funded by the City of Helotes Economic Development Corporation and managed by the Community Arts Grant Committee. The Community Arts Grant Program provides funding to Helotes-based arts and cultural organizations as well as individual artists of public art displays.

This document outlines the requirements to be eligible to apply for a grant. The application can be found at www.helotesedc.com/communityartsgrant.

Applications will be accepted on a first-come, first-served basis until funding is exhausted or no later than July 29, 2022.

Official notification of grant status (approved or declined) will be sent out by early September 2022.

Grant funds are to be expended for activities occurring between October 1, 2021 and September 30, 2022. A final project or organizational report must be submitted to the Community Arts Grant Committee within ninety (90) days of the project completion date or by September 30, 2022, whichever date is earlier. The post-project report must delineate expenditure of funds and describe the success and challenges of the project or, in the case of general operating support, for activities occurring between October 1, 2021 and September 30, 2022.

Whenever possible, organizations receiving a Community Arts Grant are expected to acknowledge this support in programs, press releases, and advertisements with the following language: “The Helotes Economic Development Corporation provided grants funds for this project.”

ELIGIBILITY & PRIORITIES

Helotes Arts welcomes proposals addressing a broad range of initiatives and opportunities to serve the Helotes community:

❖ Mural Arts Grants (up to \$1,000)

- Non-profit, tax-exempt organizations must be a registered 501(c)(3) non-profit
- Individual Artist Projects
- Projects must be clearly visibly/accessible to the public
- Applicant must show examples of previous work

❖ Small Arts Grants (up to \$2,500)

- Non-profit, tax-exempt organizations must be a registered 501(c)(3) non-profit
- Individual Artist Projects
- Projects must be clearly visibly/accessible to the public
- Applicant must show examples of previous work

❖ Major Arts Grants (over \$2,500)

- Non-profit, tax-exempt organizations must be a registered 501(c)(3) non-profit
- Individual Artist Projects
- Project must be located on City owned property
- Applicants must show examples of previous work.

Helotes Arts will not consider requests for:

- For-profit entities not sponsored by a non-profit organization;
- Projects outside of the City of Helotes;
- Projects on private single-family residences/property;
- Multi-year commitments;
- Building projects, construction, or renovation;

FUNDING CRITERIA

The number of public art projects awarded funding is dependent on the funds available and the number of applicants submitting each year. Because of limited available funds it is rare to receive all of the requested public funding. Applicants/artists may be funded one time only between October 1, 2021 and September 30, 2022. (note: to achieve diversity in artists and styles, artists may only receive approval and/or funding once every two years.)

Matching Funds

Individual artist applicants are not required to provide a 1:1 match (cash, volunteer time and in-kind contributions: grant amount requested). Business/organization applicants are required to provide a 1:1 match with the amount of requested funding.

1. Funds will be awarded based on the Community Arts Grant Committee's evaluation of the eligible proposal using review criteria described below.
2. Eligible expenses may include artist fees, assistant fees, supplies and materials, rental equipment, liability insurance, space rental, transportation, installation costs and promotional materials related to a dedication event.
3. Items not eligible for funding through this program include operating costs for organizations; purchase of equipment; and administrative costs of sponsoring organization unrelated to the project.

REVIEW CRITERIA

- Concept, scale and execution:** original concept and excellence in execution; scale is appropriate to the building and wall on which it will be painted/attached (* we highly encourage applicants to use images and compositions that will bring innovation to our Community Arts Program collection.)
- Context, design:** creatively responds to site and neighborhood; demonstrates ethical use of references to specific cultural origins; design clearly depicts ideas expressed in project description
- Support:** written evidence of support from property owner, building and business owner(s), neighborhood association or adjacent neighbors.
- Feasibility:** ability to complete the proposed project, a realistic budget, agreement between property owner and artist regarding responsibility for wall preparation for painting, and use of acceptable graffiti/UV coating, as needed.
- For community partner projects:** images associated with concepts mean the same for artist and community (i.e., shared meaning beyond individual perspective and experience).

PROJECT BUDGET

As part of the application you must submit a budget and indicate donated time and materials and cash expenditures. Adding those two items together will equal your total project expenses.

How to Pay an Artist:

Artists may either ask for a flat fee or charge by the square foot (sf) which typically includes labor, supplies and materials. This artist fee is dependent on several factors:

1. Experience. An emerging artist and an established artist demand different fee structures
2. Scope of work. Consider the physical size of the project and/or special skills artist is employing (e.g., mosaic work)
3. Other demands. Activities like leading workshops or participating in community engagement events associated with project require additional time from the artist.

REQUIRED APPLICATION MATERIALS

- Letter of intention (required for the community-related projects)
- Completed on-line application. If there is trouble accessing a personal computer, please contact CAGC to use a computer to submit online application.
- Digital images:
 - One color image of proposed concept
 - One color image of the overall area the project will be located
 - Up to 6 images of past work from each artist contributing to the project design and an image list that includes location, budget, year completed, and description of artist's role (e.g., lead, collaborator, assistant) OR a link to websites/social media accounts that feature artworks
- Résumé or bio for each artist involved in the design of the project.
- If attaching panels to a wall, a materials list, drawing and attachment plan must be submitted.
- Letter from property owner that states commitment to sign the Art Easement Form.
- Letter(s) of support from community partners.

AFTER FUNDING APPROVAL

The following requirements apply to all applicants whose project is approved through this program:

1. If the approved project is located in neighborhood zoned as residential, the applicant will be required to notify nearby residents with plans/images of proposed project as provided by CAGC.
2. The applicant must have liability insurance for the duration of the project and provide a Certificate of Insurance at the time a contract is issued that lists the City of Helotes, the Helotes Economic Development Corporation and CAGC and their officers, agents and employees as additional insureds. Contact CAGC for available resources for insurance.
3. CAGC issues a Personal Services Contract outlining the terms of the project and the payment schedule. Once CAGC receives the signed agreement, processing of payments begins. The awarded amount of funding is typically divided into two or three payments. The final payment is made following receipt of the final report and documentation.
4. The project must begin within one year of being awarded funding. If the project is unable to meet that deadline, approval will be rescinded and another application must be submitted for approval.
5. As part of the contract, the artist agrees to waiver of any rights covered in the federal Visual Artist Rights Act that would interfere with the performance of all rights under the Art Easement agreement. For more information on VARA, go to HelotesEDC.com/public-arts-program
6. CAGC sends the Art Easement to the property owner with instructions.
7. Applicant notifies CAGC public art staff of completion of the project.
8. Applicant acknowledges CAGC support on the project and in all printed materials related to the project. CAGC will work with the artist to provide appropriate acknowledgement.
9. Applicant submits a final report within 45 days of completion of the project summarizing the completed project and detailing the use of Community Arts Grant funds. Copies of invoices, receipts and checks are required documentation for the final report.

APPLICATION FORM

Project Name	
Name of Organization	
Mailing Address	
Contact Name	
Contact Title	
Contact Email	
Contact Phone	

CHECKLIST:

- Completed Application
- Project Budget
- Current IRS letter identifying 501(c)3 status or evidence that the applicant is an agency/department of local government.
- Board of Directors/Trustees Roster for current fiscal year.
- Supplemental materials (letters of commitment from partner organizations, schools or promotional brochures, etc.)
- Signed MOU or letter of agreement between applicant organization and fiscal agent (if applicable), specifying the fiscal responsibilities of both parties.

Project Information	
Total Project Cost:	
Grant Funds Requested:	
Project Date(s):	
Project Location:	
Brief Project Description: (limit to space provided below)	

Only an authorized representative of the organization may submit an application. The undersigned representative must be duly approved by the governing board to act on its behalf.

Name (typed/printed) _____

Title _____

Signature _____

Date _____

**** The above must be submitted by 11:59 pm local time on Friday, July 29th, 2022
(Applications received after this time will not be considered)**

RESOLUTION NO. 22-_____

A RESOLUTION OF THE HELOTES ECONOMIC DEVELOPMENT CORPORATON (HEDC) OF THE CITY OF HELOTES, TEXAS, AUTHORIZING THE COMMUNITY ARTS GRANT PROGRAM THAT WILL OFFER MATCHING GRANTS TO QUALIFYING CULTURAL ORGANIZATIONS OR INDIVIDUAL ARTIST FOR PUBLIC ART DISPLAYS; AUTHORIZING THE HEDC EXECUTIVE DIRECTOR TO TAKE ALL NECESSARY STEPS TO IMPLEMENT THE PROVISIONS OF THIS RESOLUTION; INCORPORATING RECITALS; PROVIDING FOR SEVERABILITY; REPEALING ANY OTHER CODE PROVISIONS, RESOLUTIONS, OR PARTS OF RESOLUTIONS, AND OTHER PROVISIONS IN CONFLICT HEREWITH; AND SETTING AN EFFECTIVE DATE.

WHEREAS, pursuant to the Development Corporation Act, Article 5190.6 Tex. Rev. Civ. Stat. (“Act”), the City has created the HEDC to implement programs for promoting economic development; and

WHEREAS, the HEDC’s mission is to promote, encourage, and enhance the creation of jobs, the expansion of the local tax base, and the quality of life for Helotes residents through projects that assist in their retention and expansion of existing employers and which attract new employers and aid in their economic development and growth; and

WHEREAS, Chapter 505 of the Texas Local Government Code allows Economic Development Corporations to expend monies for promotional purposes not to exceed 10% of current year’s revenues and unexpended revenues specifically set aside for promotional purposes in past years; and

WHEREAS, the HEDC Board of Directors approved “projects” to include marketing after notice had been published on August 3, 2021 and holding public hearings on August 18, 2021 and September 15, 2021; and

WHEREAS, on September 15, 2021, the HEDC Board of Directors approved the FYE 2022 Budget and later City Council approved the same on September 23, 2021; and

WHEREAS, HEDC Board of Directors believe this program will promote the City of Helotes and support the efforts to attract and retain new and expanding business development.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1: Approval. The HEDC approves the Community Arts Grant Program to establish, operate, and promote new displays of public art within the City of Helotes. The HEDC shall utilize up to \$15,000.00 approved in the FYE 2022 Budget.

SECTION 2. Authorization. The EDC Executive Director is authorized to take any and all other actions they deem necessary to administer the program consistent with the program requirements set forth herein.

SECTION 3. Recitals. The HEDC finds all of the above recitals to be true and correct and incorporates the same in this Resolution as findings of fact.

SECTION 4. Severability. If any section, subsection, sentence, clause or phrase of this Resolution be declared unconstitutional and/or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Resolution shall remain in full force and effect. The HEDC hereby declares that it would have passed this Resolution, and each section, subsection, clause and phrase thereof regardless of whether any one or more sections, subsections, sentences, clauses or phrases may be declared unconstitutional and/or invalid.

SECTION 5. Effective Date. This Resolution shall take effect immediately upon its adoption.
PASSED AND APPROVED THIS 19TH DAY OF JANUARY, 2022.

HELOTES ECONOMIC DEVELOPMENT CORPORATION:

Marian Mendoza, Executive Director

ATTEST:

Glenn Goolsby, Assistant Director



**City of Helotes EDC
AGENDA ITEM REQUEST FORM
DATE: January 19, 2022**

AGENDA PLACEMENT:

- PUBLIC HEARING**
- RECOGNITION**
- UNFINISHED BUSINESS**
- CONSENT**
- INDIVIDUAL**
- CLOSED**

CAPTION:

Discussion of and action on sponsoring the Helotes Festival Association Cornyval Festival and PCRA Rodeo being held April 28-May 1, 2022. (Staff)

EXECUTIVE SUMMARY:

The HEDC Board previously supported the Cornyval Festival and PCRA Rodeo in 2021 by sponsoring \$1,500.00. This year the Festival Association has asked if the Board would consider a higher level sponsorship package and is willing to create a unique package of benefits to meet our needs.

ATTACHMENTS:

Attachement A: Sponsorship Flyer

PREPARED BY: Glenn Goolsby, Assistant Director



April 28- MAY 1, 2022 57th Annual Helotes Cornyval and PRCA Rodeo

Live music, fun and games, food, crafts and other
entertainment. Award winning Rodeo

4 Days of Events with 100K+ Visitors

TICKET INFO WWW.CORNIVAL.ORG

CONTACT

David Gray

PHONE:
210-373-0012

WEBSITE:
www.cornival.org

EMAIL:
Dngray.hfapres@att.net

THE HELOTES FESTIVAL ASSOCIATION PROMOTES COMMUNITY GOODWILL AND PRESERVES THE HERITAGE OF THE HELOTES AREA THROUGH EDUCATIONAL GRANTS TO STUDENTS, GRANTS TO NON-PROFIT CHARITABLE ORGANIZATIONS, YOUTH ORGANIZATIONS, EDUCATION ORGANIZATIONS, RELIGIOUS ORGANIZATIONS, REPRESENTATION OF THE HELOTES AREA IN NEIGHBORING COMMUNITY EVENTS AND PROVIDING FACILITIES FOR EVENTS THAT PROMOTE THEIR EXEMPT FUNCTIONS.

Gold Sponsorship \$8000 Can be Modified to meet your needs

- Logo branded on all print, billboard, banners, and radio advertisement for the four days of event.
- 30 second commercial spaces on main jumbo screen score board in rodeo arena. Commercial to run a minimum 2X each night.
- Ability to offer a 5 minute promotion in rodeo arena during performances. (example trip give away)
- 12X12 space in festival area for promotions during event
- Voice recognition throughout rodeo performances
- Space for five 3X6 banners in rodeo arena and festival grounds (banners not provided)
- 6 tickets for each day of event

Silver Sponsorship \$6000 Can be Modified to meet your needs

- Logo branded on all print, billboard, banners, and radio advertisement for the four days of event.
- Ability to offer a 5-minute promotion in rodeo arena during performances. (example trip give away)
- 12X12 space in festival area for promotions during event
- Voice recognition throughout rodeo performances
- Space for three 3X6 banners in rodeo arena and festival grounds (banners not provided)
- 6 tickets for each day of event

Rodeo: Barrel Racing, Announcer sponsors \$1,350.00

- Receive Voice recognition and sponsor flag run.

Individual Marketing Opportunities

3 Night, 30 second commercial spots, minimum two times each night.
\$3000

2X4 Main Stage Signage
\$500

2X4 Rodeo Arena Signage
\$450

2X4 Fairgrounds Area Signage
\$500 to \$700

Box & Reserved Seating
Please contact David Gray for availability

Park Bench ads viewed all year. Over 300,000 views
\$500.00

Custom Advertising Packages

Please contact David Gray for availability
210-373-0012



**City of Helotes EDC
AGENDA ITEM REQUEST FORM
DATE: January 19, 2022**

AGENDA PLACEMENT:

- PUBLIC HEARING**
- RECOGNITION**
- UNFINISHED BUSINESS**
- CONSENT**
- INDIVIDUAL**
- CLOSED**

CAPTION:

Discussion of and action on sponsoring the Helotes Area Chamber of Commerce Business Awards Dinner being held March 26, 2022. (Staff)

EXECUTIVE SUMMARY:

The HEDC Board supported the Chamber's Business Awards Dinner since 2015 at various levels ranging from \$750.00 to \$1,000.00. This year the event is scheduled for March 26, 2022 at Pedrotti's Ranch.

ATTACHMENTS:

Attachement A: Sponsorship Flyer

PREPARED BY: Glenn Goolsby, Assistant Director



2022 Sponsorship Form

The Helotes Area Chamber of Commerce is hosting our 7th Annual Circle of Excellence Awards Dinner & Casino Night. We will be recognizing local businesses for their hard work and contributions to the community. We are excited to offer you an opportunity to be a part of this tradition as an event sponsor. All sponsorship levels will receive recognition during the event.

<input type="checkbox"/> Casino Table - \$250 (Only 10 Available) <ul style="list-style-type: none"> Two event tickets Name listed in program, emails, and social media Your logo displayed on one casino table and a reserved seat 	<input type="checkbox"/> Golden Nugget - \$750 <ul style="list-style-type: none"> One reserved table of 8 Company name mentioned at least 3 time during the event 8 Extra drink tickets Logo on invite, program, emails, social media, and table tent
<input type="checkbox"/> Weekend Gambler - \$400 <ul style="list-style-type: none"> Four reserved tickets Name listed in program, emails, and social media 4 Extra drink tickets 	<input type="checkbox"/> High Roller - \$1,000 <ul style="list-style-type: none"> One reserved table of 8 Company name mentioned throughout the event Two bottles of wine 8 Extra drink tickets Logo on invite, program, emails, social media, and table tent \$1,000.00 – Extra Casino Chips per person

In-Kind and other sponsorship opportunities available, please contact Lisa at 210-931-0683

DEADLINE FOR SPONSORSHIPS IS MARCH 6, 2022

Please complete this form and return it to: Helotes Area Chamber of Commerce, P.O. Box 76, Helotes, TX 78023 or go to www.heloteschamber.com to pay by credit card.

Business Name: _____

Contact Person: _____

Telephone: _____ **Email:** _____

Checks can be made payable to:
 Helotes Area Chamber of Commerce
 P.O. 76
 Helotes, TX 78023





**City of Helotes EDC
AGENDA ITEM REQUEST FORM
DATE: January 19, 2022**

AGENDA PLACEMENT:

- PUBLIC HEARING**
- RECOGNITION**
- UNFINISHED BUSINESS**
- CONSENT**
- INDIVIDUAL**
- CLOSED**

CAPTION:

Discussion of and direction on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation (HEDC) Bylaws by revising Article Three Officers and Corporate Officials, adding a new Section 3.6 Ex Officio Representative of the Board and Section 3.7 Executive Director, removing the City Administrator as Executive Director.

Discussion of and direction on a Resolution of the City of Helotes Economic Development Corporation, amending the City of Helotes Economic Development Corporation Article of Incorporation Article Ten Board of Directors Section (d) removing the City Administrator as Executive Director.

EXECUTIVE SUMMARY:

During the Regular Meeting on December 15, 2021 the HEDC Board discussed amending the HEDC Bylaws to remove the City Administrator from being the Executive Director and appoint the City Administrator as an Ex Officio member of the Board of Directors. With the guidance of legal counsel staff has amended Section 3.6 and 3.6.1 of the bylaws and Article Ten (d) to incorporate those changes.

Under this scenario, the City Council would appoint the EDC Board of Directors and the EDC Board of Directors would appoint and/or terminate the Executive Director with the approval of City Council. The Board of Directors, as a whole, would provide policy directives to the Executive Director who, in turn, would provide project / administrative to future EDS Staff members, and/or City Staff. The Mayor would assist to oversee the job performance and evaluation of the Executive Director.

This format would shift the Chief Executive Officer role and his/her authority from the City Administrator/EDC Executive Director to a separate EDC Executive Director. All other duties of the EDC Executive Director would stay the same as currently listed in the bylaws.



ATTACHMENTS:

Attachment A: Draft EDC Bylaws Amendment 3

Attachment B: Draft HEDC Articles of Incorporation

PREPARED BY: Glenn Goolsby, Assistant Director and Marian Mendoza, Executive Director

AMENDMENT NO. 32

BYLAWS OF THE CITY OF HELOTES
ECONOMIC DEVELOPMENT CORPORATION

ARTICLE ONE
PURPOSE AND POWERS

Section 1.1 Purpose. The Corporation is incorporated for the purposes set forth in Article Four of its Articles of Incorporation, as amended, the same to be accomplished on behalf of the City of Helotes, Texas (the *City*) as its duly constituted authority and instrumentality in accordance with the Development Corporation Act of 1979, as amended, Texas Revised Civil Statutes Annotated Article 5190.6 (the *Act*), and other applicable laws.

Section 1.2 Powers. In the fulfillment of its corporate purposes, the Corporation shall be governed by Section 4B of the Act and a special election held in the City on February 1, 2003 (the *Election*), and it shall have all the powers set forth and conferred in its Articles of Incorporation, as amended, in the Act, and in other applicable law, subject to the limitations prescribed therein and herein and to the provisions thereof and hereof.

ARTICLE TWO
BOARD OF DIRECTORS

Section 2.1 Powers, Number, and Terms of Office.

(a) The property and affairs of the Corporation shall be managed and controlled by a Board of Directors (the *Board*) which shall exercise all the powers of the Corporation. The Board shall perform its duties and obligations under the guidance and direction of the City Council of the City (the *Council*), acting through the Executive Director, and subject to the restrictions imposed by federal and state law, by the Articles of Incorporation, as amended, and by these Bylaws, as amended.

(b) The Board shall consist of seven (7) Directors designated Place 1 through Place 7, each of whom shall be appointed by the Council.

(c) Vacancies of the Board, term expirations, and replacements shall be filled by nominations of candidates submitted to Council from the Corporation. Any vacancy or replacement filled by Council shall be for the remainder of the term. For the purposes of Corporation's bylaws, the following definitions apply.

1. *Vacancy(ies)*. Vacancy(ies) are created when a Director(s) submit a written resignation or upon death of a Director.
2. *Term Expiration(s)*. Term Expiration(s) are created when a Director's appointment term reaches their respective end date.

3. *Replacement(s)*. Replacement(s) is/are needed when a Director is removed by Council.

(d) The Corporation and the City Secretary shall be responsible for public solicitation of candidates, candidate applications in-take, candidate interviews, and presentation of candidate(s) to Council. The City Secretary is the designated official for accepting the Corporation's board member applications.

(e) The Corporation may provide up to two nominees for each vacancy, term expiration, or replacement. The Corporation may submit a letter(s) of recommendation within sixty (60) calendar days, prior to the Term Expiration of any Director.

(f) Candidate nominations are required to be placed on a Council Agenda within thirty (30) calendar days of the Council's action(s) creating such vacancy, or thirty (30) calendar days prior to the Director's term expiration.

(g) The Directors constituting the first Board shall be those Directors named in the Articles of Incorporation. Successor Directors shall have the qualifications and be appointed to the terms set forth in the Articles of Incorporation, as amended.

(h) Any Director may be removed from office by the Council at will.

Section 2.2 Meetings of Directors.

(a) The Directors shall hold their meetings, as specified in Article Nine *Address* of the Corporation's Articles of Incorporation, as amended. Regular meetings of the Board shall be held the third (3rd) Wednesday of each month at 7 p.m. C.S.T. Special meetings of the Board shall be held whenever called by the President, by the Executive Director, by a majority of the Directors, by the Mayor of the City, or by a majority of the Council.

(b) Corporation Staff, on behalf of the Secretary, shall give notice to each Director of each meeting in person or by mail, telephone, or email at least seventy-two (72) hours before the meeting. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a meeting. At any meeting at which a quorum of Directors shall be present, any matter pertaining to the purpose of the Corporation may be considered and acted upon consistent with applicable law.

(c) Attendance at Corporation meetings by members of the Board of Directors is critical for the Board to operate effectively and to be sure the requirements for a quorum can be met so that business can be conducted.

If a Director fails, for any reason, to attend more than three (3) regular meetings within any fiscal year period, that Director shall automatically be considered for replacement. The Executive Director shall inform the City Secretary of the situation, and the City Secretary shall place the item on the subsequent City Council agenda for action. A meeting cancelled for lack of a quorum is considered a meeting for purposes of recording attendance. Due to quorum requirements, when

an absence is anticipated, the Director shall notify the Executive Director in advance, and the absence shall be counted against the Director's attendance record.

Section 2.3 Open Meetings 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, as amended, Chapter 551, Texas Government Code.

Section 2.4 Quorum. A majority of the entire membership of the Board shall constitute a quorum to conduct 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 an official act of the Board and of the Corporation, unless the act of a greater number is required by law.

Section 2.5 Conduct of Business.

(a) At the meetings of the Board, matters pertaining to the business of the Corporation shall be considered in accordance with Roberts Rules of Order, latest edition, and rules of procedure, as from time to time prescribed by the Board.

(b) At all meetings of the Board, the President shall preside. In the absence of the President, the Vice President shall preside. In the absence of the Vice President, the Secretary shall preside.

(c) The Presiding Officer shall not be a voting member of the Board, unless his/her vote is required to break a tie. The Presiding Officer shall not make a motion or second a motion made by another Director for any agenda item.

(d) The Secretary of the Corporation, acting through Corporation Staff, shall act as the secretary of all meetings of the Board. In the absence of the Secretary, the Presiding Officer may appoint any person to act as the secretary of the meeting.

Section 2.6 Committees of the Board.

The Board may designate three (3) or more Directors to constitute an ad hoc committee of the Board to exercise such authority, as approved by resolution of the Board. It is provided, however, that all final, official actions of the Corporation may be exercised only by a majority vote of the Board. Each 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 principal office of the Corporation, and any such meetings must be conducted in accordance with the provisions of the Texas Open Meetings Act, as amended, Chapter 551, Texas Government Code, if applicable.

Section 2.7 Compensation of Directors. Directors shall not receive any salary or compensation for their services as Directors. However, Directors shall be reimbursed for their actual expenses incurred in the performance of their official duties as Directors.

**ARTICLE THREE
OFFICERS AND CORPORATE OFFICIALS**

Section 3.1 Titles and Terms of Office.

(a) The officers of the Corporation shall be a President, Vice President, and Secretary. The President, Vice President, and Secretary shall be named from among the members of the Board. No person may hold more than one office. Initial officers shall serve the terms disclosed in the Articles of Incorporation. Thereafter, terms of office shall be for one (1) year with the terms of office expiring on September 30 of each year. Upon the expiration of the terms, each officer shall have the right to be reappointed or reelected by a majority vote of the Board of Directors.

(b) All officers shall be subject to removal from office at any time by a vote of a majority of the Council or Board of Directors.

(c) A vacancy in the office of any officer shall be filled by a majority vote of the Board of Directors.

Section 3.2 Powers and Duties of the President. The President shall have such powers and duties as may be prescribed by the Board and shall be the Presiding Officer over the meetings of the Corporation.

Section 3.3 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 3.4 Treasurer. The City Treasurer shall be a Corporate Official and shall be responsible for coordinating all of the financial matters of the Corporation, including arranging for and oversight of the annual audit. The Treasurer may be an employee or independent contractor of the City. To the extent that the Treasurer is an employee or independent contractor of the City, he/she shall not be a member of the Board.

Section 3.5 Secretary. The Secretary, acting through Corporation Staff, may keep the minutes of all meetings of the Board and books provided for that purpose; may give and serve all notices; shall sign with the Executive Director 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; may have charge of the corporate books, records, documents, and instruments, except the books of account and financial records and securities, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to public inspection upon application at the principal office of the Corporation during business hours; and may, in general, perform all duties incident to the office of the Secretary and subject to the control of the Board, all as required by law.

Section 3.6 Ex Officio Representative of the Board. The City Administrator shall

serve as an ex officio representative of the Board and shall have the right to take part in any discussion of the Board, or committees thereof, including attendance of executive sessions, but shall not have the power to vote in any meetings.

~~Section 3.66.1- Executive Director. The City Administrator, or his/her designee, The Board of Directors may employ an Executive Director, who shall be a Corporate Official and shall serve as the Executive Director of the Corporation and receive policy direction, as established by a majority vote of the Board of Directors. The Executive Director of the Corporation shall be appointed and/or terminated by the Board of Directors with approval by the City Council, but shall not be a member of the Board of Directors.~~ -The President shall be the point of contact between the Executive Director and the Board of Directors regarding official Corporate business. -The Executive Director is the Chief Executive Officer of the Corporation and, subject to the authority of the Board of Directors and Council, the Executive Director is in general charge of the affairs of the Corporation, including the execution of contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments in the name of the Corporation. -The Executive Director, subject to the Corporation's annual budget approved by the Board of Directors and Council, shall exercise direct supervision, including hiring and firing authority, over subordinate Corporation staff. The Executive Director shall compile and submit to the Board of Directors and City Council regular reports and recommendations regarding the programs, policies, and business affairs of the Corporation. The Mayor will assist to oversee the job performance and evaluation of the Executive Director. The Executive Director shall retain legal counsel and financial advisors for the Corporation, subject to the approval of the majority of the Board. -The Executive Director shall not be a member of the Board, and, unless excused by the President, the Executive Director shall attend all meetings of the Board of Directors. -A majority vote of the Board of Directors may appeal an action taken by the Executive Director to the City Council, who shall have the authority to sustain, modify, or reverse said action by the Executive Director.

Section 3.7 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 the actual expenses incurred in the performance of their duties as officers.

Section 3.8 Conflict of Interest. In the event that a Director is aware that he or she has a conflict of interest or potential conflict of interest, as defined by State Law and/or Chapter Two *Administration*, Article IV. *Ethics* of the City Code of Ordinances, with regard to any particular matter or vote before the Board, the Director shall bring the same to the attention of the Board and shall abstain from discussion and voting thereof. If any Director believes that any other Director may have a conflict of interest on a matter before the Board, he/she is obligated to inform the Director of that opinion. It is then the responsibility of the Director with the possible conflict to resolve the situation. Any questions of possible ethics violations shall be referred to the Corporation's legal counsel.

ARTICLE FOUR FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

Section 4.1 City of Helotes Economic Development Corporation Plan.

(a) It shall be the duty and obligation of the Board to finance and implement the City of Helotes Economic Development Corporation Plan, subject to approval or disapproval by Council.

(b) In carrying out its obligations under subsection (a), the Corporation shall be authorized to exercise all rights and powers granted under the Act, including, but not limited to Section 4B.

(c) The Board shall submit reports to the Council as to the status of its activities in carrying out its obligations under this Section. Reports shall be submitted, at a minimum, on a quarterly fiscal year basis.

(d) Any and all agreements with a cumulative value at or above Ten Thousand Dollars (\$10,000.00) made between the Corporation and other parties shall be individually approved by the City Council, and any and all agreements made between the Corporation and other parties shall be authorized, executed, approved, and delivered in accordance with applicable law.

(e) An administrative services contract may be executed annually as a part of the budget process between the Corporation and the City for the services provided by the Executive Director, Treasurer, City Attorney, and other City services / functions. Subject to the authority of the City Administrator, the Corporation may have the right to utilize City services, employees, and, if applicable, independent contractors provided (i) that the City Administrator approves the utilization of such services; (ii) that the Corporation may pay, as stipulated within the administrative services contract and approved by the City Administrator, reasonable compensation to the City for such services; and (iii) the performance of such services does not materially interfere or conflict with the other duties of such personnel of the City. Utilization of the aforesaid City services, employees, and independent contractors may be solely by an administrative services contract approved by the City Council.

Section 4.2 Annual Corporate Budget. Prior to the commencement of each fiscal year of the Corporation, the Board shall adopt a proposed budget of expected revenues from sources set out in Section 4.5 of this Article 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 Council. The budget shall not be effective until the same has been approved by the Council.

Section 4.3 Books, Records, Audits.

(a) The Corporation shall keep and properly maintain, in accordance with generally accepted accounting principles, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.

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

(c) The Corporation shall cause its books, records, accounts, and financial statements to be audited at least once each fiscal year by the same outside, independent auditing and accounting firm selected by the Council for the City. Such audit shall be at the expense of the Corporation.

Section 4.4 Deposit and Investment of Corporation Funds.

(a) All proceeds from loans or from the issuance of bonds, notes, or other debt instruments (the *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.

(b) Subject to the requirements of contracts, loan agreements, indentures or other agreements securing Obligations, all other money of the Corporation, if any, shall be deposited, secured, and/or invested in the manner provided by the Corporation's Investment Policy for the deposit, security, and/or investment of the public funds. The Board, with Council approval, shall designate the accounts and depositories to be created and designated for such purposes, and it shall designate the methods of withdrawal of funds therefrom for use by and for the purposes of the Corporation upon the signature of its Investment Officer(s) and such other persons as the Board designates, all in accordance with the Corporation's Investment Policy. The accounts, reconciliation, and investment of such funds and accounts shall be performed by the Corporation's Investment Officer(s).

Section 4.5 Expenditure of Corporate Money. The sales and use taxes collected pursuant to Section 4B of the Act, the proceeds from the investment of funds of the Corporation, the proceeds from the sale of property, revenues generated by any Projects, as defined in Section 4B of the Act, proceeds derived from the sale of Obligations, or any other source of revenues that are payable to the Corporation may be expended by the Corporation for any purposes authorized by the Act and the Election, subject to the following limitations:

(a) Expenditures that may be made from a fund created with the proceeds of Obligations and expenditures of money derived from sources other than the proceeds of Obligations may be used for the purpose of financing or otherwise providing for one or more Projects, as defined in Section 4B of the Act, and in accordance with the Election;

(b) All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by Section 4.2 or in contracts meeting the requirements of Section 4.1 (d) and (e) of this Article.

Section 4.6 Issuance of Obligations. No Obligations, including refunding obligations, shall be authorized, sold, and/or delivered by the Corporation unless the Council approves such Obligations by action taken prior to the date of the initial delivery of the Obligations to the initial purchasers thereof.

ARTICLE FIVE MISCELLANEOUS PROVISIONS

Section 5.1 Principle Office.

(a) The principal office and the registered agent of the Corporation shall be the principal office and registered agent specified in the Articles of Incorporation, as amended.

(b) The Corporation shall have and shall continually designate a registered agent at its office, as required by the Act.

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

Section 5.3 Seal. The seal of the Corporation shall be as follows:



Section 5.4 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 resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5.5 Approval or Advice and Consent of the Council. To the extent that these Bylaws refer to any approval by the City or refer to advice and consent by the Council, such advice and consent shall be evidenced by a certified copy of a resolution, ordinance, or motion duly adopted by the Council.

Section 5.6 Services of City Staff and Officers. The Corporation may utilize the services and staff employees of the City in accordance with an administrative services contract and Section 4.1 hereof. All requests for staff time or inquiries of staff will be requested through the City Administrator's Office and approved by the Mayor.

Section 5.7 Indemnification of Directors, Officers, and Employees.

(a) As provided in the Act, 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.

(b) The Corporation shall indemnify each and every member of the Board, its officers, its employees, each member of the 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 sanctions and activities of the Corporation. The legal counsel for the Corporation is authorized to provide a defense for each and every member of the Board, its officers, its employees, each member of the Council, and each employee of the City.

**ARTICLE SIX
EFFECTIVE DATE, AMENDMENTS**

Section 6.1 Effective Date. These Bylaws shall become effective upon the approval of these Bylaws by the Council.

Section 6.2 Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation, as amended, of the Corporation and these Bylaws may be amended only in the manner provided in the Articles of Incorporation, as amended, and the Act.

DRAFT

RESTATED AND AMENDED
ARTICLES OF INCORPORATION

OF THE

CITY OF HELOTES
ECONOMIC DEVELOPMENT CORPORATION

THE STATE OF TEXAS	§
	§
COUNTY OF BEXAR	§
	§
CITY OF HELOTES ECONOMIC	§
DEVELOPMENT CORPORATION	§

WE, THE UNDERSIGNED natural persons, not less than three in number, each of whom is at least 18 years of age and a qualified elector of the City of Helotes, Texas, a duly established Type A General Law Municipality under the Texas Constitution and the laws of the State of Texas, acting as incorporators of a public instrumentality and Non-profit Development Corporation (the *Corporation*) under the Development Corporation Act of 1979, as amended, with the approval of the City Council (the *Council*) of the City of Helotes, Texas (the *City*), as evidenced by the Resolution attached as Attachment A and made a part of these Articles for all purposes, do hereby adopt the following Restated and Amended Articles of Incorporation for the Corporation:

ARTICLE ONE
NAME

The name of the Corporation is the City of Helotes Economic Development Corporation.

ARTICLE TWO
AUTHORIZATION

The Corporation is a Non-profit Corporation and is an Industrial Development Corporation under the Development Corporation Act of 1979, Texas Revised Civil Statutes Annotated Article 5190.6, as amended (the *Act*), and it shall be governed by Section 4B of said Act, as now existing or as may be amended, and as approved at a special election held in the City on February 1, 2003.

ARTICLE THREE
DURATION

Subject to the provisions of Article Fourteen hereof, the period of duration of the Corporation is perpetual.

ARTICLE FOUR PURPOSE AND LIMITATIONS

(a) The Corporation is organized exclusively for the purpose of benefitting and accomplishing the public purposes of, and to act on behalf of, the City, and the specific purposes for which the Corporation is organized. The Corporation may issue bonds, notes, and other forms of debt instruments, and it may acquire, maintain, lease, and sell property, and interests therein, on behalf of the City, as authorized by Section 4B of the Act, to promote economic development within the City and the State of Texas in order to eliminate unemployment and underemployment and to promote and encourage employment and the public welfare of, for, and on behalf of the City. The Corporation may finance and undertake any such project, subject to the regulations and limitations set forth in Section 4B of the Act and a special election held in the City on February 1, 2003. The Corporation is authorized to issue bonds, as permitted by the Act; provided, however, no bonds may be issued by the Corporation and no project may be financed with bond proceeds or other revenues of the Corporation unless such bonds or projects are first approved by the Council. The Corporation is a constituted authority and a public instrumentality within the meaning of the Act, the regulations of the United States Treasury Department, and the rulings of the Internal Revenue Service, prescribed and promulgated pursuant to Sections 103 and 141 of the Internal Revenue Code of 1986, as amended, and the Corporation is authorized to act on behalf of the City, as provided in the Act and these Articles of Incorporation.

(b) In the fulfillment of its corporate purpose, the Corporation shall have and may exercise the powers described in paragraph (a) of this Article, together with all of the other powers granted to the corporations that are incorporated under the Act and that are governed by Section 4B thereof, and, to the extent not in conflict with the Act, the Corporation shall additionally have and may exercise all of the rights, powers, privileges, authorities, and functions given by the general laws of the State of Texas to non-profit corporations under the Texas Non-Profit Corporation Act, as amended, Texas Revised Civil Statutes Annotated Article 1396-101, et seq.

(c) The Corporation shall have the purposes and powers permitted by the Act, pursuant to the authority granted in Article III, Section 52-a of the Texas Constitution, but the Corporation does not have and shall not exercise the powers of sovereignty of the City, including the power to tax, except for the power to receive and use the sales and use taxes specified in Section 4B of the Act, and the police power, except that the Corporation shall have and may exercise the power of eminent domain when the exercise thereof is approved by the Council and to the extent allowed by the City Charter, if applicable, and State Law. For the purposes of the Texas Tort Claims Act, as amended under Subchapter A, Chapter 101, Texas Civil Practice and Remedies Code, the Corporation is a governmental unit and its actions are governmental functions.

(d) No bonds, notes, other debt instruments, other obligations, contracts, or agreements of the Corporation are or shall ever be deemed to be or constitute the contracts, agreements, bonds, notes, other debt instruments, other obligations, the lending of credit, or a grant of the public money or things of value, of, belonging to, or by the State of Texas, the City, or any other political corporation, subdivision, or agency of the State of Texas, or a pledge of the faith and credit of any of them. Any and all of such contracts, agreements, bonds, notes, other debt instruments, other obligations, contracts, and agreements shall be payable solely and exclusively from the revenues and funds received by the Corporation from the sources authorized by Section 4B of the Act and

from such other sources as may be otherwise lawfully available and belonging to the Corporation from time to time.

ARTICLE FIVE FINANCING

(a) Before the consummation of the initial delivery of any bonds, notes, or other forms of debt instruments, the Corporation shall obtain approval by the Council.

(b) In the exercise of the powers of the Corporation, the Corporation may enter into loan, lease, trust, or other agreements, as authorized by the Act, that are necessary and appropriate to the fulfillment of the public purpose of the Corporation, all of which agreements, the specific uses, and the methods of withdrawal and expenditure of the proceeds of the bonds, notes, or other debt instruments must be included as a part of the approval process of the Council required by paragraph (a) above.

(c) In the exercise of the powers of the Corporation, the Corporation may not enter into any loan, lease, trust, or other agreement the effect of which would grant, convey, transfer, mortgage, encumber, pledge, or assign a security interest or any other interest in any property owned by the City. Any agreement entered into by the Corporation shall contain language substantially to the effect that any grant, conveyance, transfer, mortgage, encumbrance, pledge, or assignment of property owned by the City is prohibited.

ARTICLE SIX MEMBERS

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

ARTICLE SEVEN SALES TAX

Upon receipt from the City of the proceeds of the sales and use tax imposed under Section 4B of the Act, the Corporation may use the proceeds as permitted by the Act, as now existing or as may be amended, and these Articles of Incorporation.

ARTICLE EIGHT AMENDMENT

The Articles of Incorporation and Bylaws may be amended at any time, as provided in the Act, to make any changes and add any provisions which might have been included or not included in the documents in the first instance or as may be permitted by subsequent changes in the law. Any amendment may be accomplished in either of the following manners:

(a) The members of the Board of Directors of the Corporation shall file with the Council a written application requesting approval of the amendments to the Articles of Incorporation and/or Bylaws, specifying in such application the amendments proposed to be made. The Council shall consider such application and, if it shall by resolution, duly find and determine that it is advisable

that the proposed amendments be made, it shall approve the form of the proposed amendments. The Board of Directors of the Corporation may then amend the Articles of Incorporation and/or Bylaws by adopting such amendments at a meeting of the Board of Directors and delivering such amendments to the Secretary of State; or

(b) The Council may, at its sole discretion and at any time, amend the Articles of Incorporation and/or Bylaws and alter or change the structure, organization, programs, activities of the Corporation, or terminate or dissolve the Corporation, subject to the provisions of the Act and subject to any limitation provided by applicable constitutions and laws of the impairment of contracts entered into by the Corporation, by resolution adopting the amendment to the Articles of Incorporation, Bylaws, and/or Articles of Dissolution at a meeting of the Council and delivering such amendments to the Secretary of State, as provided in the Act. Restated Articles of Incorporation and/or Bylaws may be filed with the Secretary of State, as provided in the Act, without the consent of the Council.

ARTICLE NINE ADDRESS

The street address of the registered office of the Corporation is 12951 Bandera Road, Helotes, Texas 78023, and the registered agent at that address is Rick Schroder, City Administrator. The mailing address for the Corporation is Post Office Box 507, Helotes, Texas 78023.

From time to time and with Council approval, the Board of Directors and/or City Council may elect to move the Corporation's principal office to other commercially-available office space within the corporate City limits or change its mailing address.

Regular and special meetings of the Corporation's Board of Directors shall take place at City Hall, 12951 Bandera Road, Helotes, Texas 78023. Workshops requiring site visits may take place at other locations, as directed by the Corporation's President or the Executive Director.

ARTICLE TEN BOARD OF DIRECTORS

(a) The affairs of the Corporation shall be managed by a Board of Directors, which shall be composed of seven persons appointed by the Council. The terms of the initial Board of Directors shall be as follows:

Three (3) of the Directors shall be appointed to terms expiring September 30, 2003 and four (4) of the Directors shall be appointed to terms expiring September 30, 2004. Thereafter, the terms of Directors shall be two (2) years, expiring on September 30 of odd numbered and even numbered years, respectively.

Each Director must be a registered voter in and a resident of Bexar County, Texas, with preference given to residents of the City of Helotes, its Extraterritorial Jurisdiction, and/or Northwest Bexar County; however, at least five (5) Directors must be residents of the City of Helotes or current business owners within the City of Helotes. A Director shall not be a City Official, City Staff Member, and/or a City Council Member. A majority of the entire membership

of the Board, including any vacancies, is a quorum. The Board shall conduct all meetings in accordance with Articles Nine, Ten, and Eleven of these Articles.

If a Director fails, for any reason, to attend more than three (3) regular meetings within any fiscal year period, that member shall automatically be considered for replacement. The Executive Director shall inform the City Secretary of the situation, and the City Secretary shall place the item on the subsequent City Council agenda for action. A meeting cancelled for lack of a quorum is considered a meeting for purposes of recording attendance. Due to quorum requirements, when an absence is anticipated, the Director shall notify the Executive Director in advance, and the absence shall be counted against the Director's attendance record.

(b) The names and street addresses of the persons who served as the initial Directors and the dates of expiration of their initial terms as Directors, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>EXPIRATION OF TERM</u>
James McKinney, Place 1	12951 Bandera Road Helotes, Texas 78023	September 30, 2005
Lad Herold, Place 2	12951 Bandera Road Helotes, Texas 78023	September 30, 2004
Bill Wheeler, Place 3	12951 Bandera Road Helotes, Texas 78023	September 30, 2005
Fred Burns, Place 4	12951 Bandera Road Helotes, Texas 78023	September 30, 2004
Ardith Garner, Place 5	12951 Bandera Road Helotes, Texas 78023	September 30, 2005
Gene Skillrud, Place 6	12951 Bandera Road Helotes, Texas 78023	September 30, 2004
Kenneth E. Willmann, Place 7	12951 Bandera Road Helotes, Texas 78023	September 30, 2005

Each Director, including the initial Directors, shall be eligible for reappointment. Each Director shall serve until a successor is appointed. Directors are removable by the Council at any time with or without cause.

(c) The Directors shall serve without compensation, but they shall be reimbursed for their actual expenses incurred in the performance of their duties as Directors. Any vacancy occurring on the Board of Directors, by reason of death, resignation, or otherwise, shall be filled by appointment by the Council of a person who shall hold office until the expiration of the term.

(d) The Board of Directors shall elect a President, Vice president, Secretary and any other officers that the Corporation considers necessary to serve as executive officers of the Corporation, as more specifically provided in the Corporation's Bylaws. The term of each officer's office shall expire on September 30 of each year. ~~The City Administrator, or his/her designee Executive Director of the Corporation who shall be appointed reviewed by the Board of Directors and approved by the City Council, shall serve as the Executive Director of the Corporation, but the Executive Director but shall not be a member of the Board of Directors.~~

(e) Meetings of the Board of Directors are subject to the Texas Open Meetings Act, as

amended, Texas Government Code, Chapter 551, and the Corporation is subject to the Texas Open Records Act, as amended, Texas Government Code, Chapter 552.

ARTICLE ELEVEN BYLAWS

The initial Bylaws of the Corporation have been approved by the Council and shall be adopted by the Corporation's Board of Directors and shall, together with these Articles of Incorporation, govern the initial affairs of the Corporation until and unless amended in accordance with the provisions of the Act and these Articles of Incorporation.

ARTICLE TWELVE INCORPORATORS

The name and street address of each incorporator are:

1. Fritz Bohne 12951 Bandera Road, Helotes, Texas 78023
2. Eva Juarez 12951 Bandera Road, Helotes, Texas 78023
3. Morton Ault 12951 Bandera Road, Helotes, Texas 78023

Each incorporator was a qualified elector of the City at the time of original incorporation.

ARTICLE THIRTEEN COUNCIL APPROVAL

The City has specifically authorized the Corporation by Ordinance to act on its behalf to further the public purposes stated in said Ordinance and these Articles of Incorporation, and the City has by said Resolution, dated June 25, 2015, approved these Restated and Amended Articles of Incorporation. A copy of such Resolution is on file among the permanent public records of the City and the Corporation.

ARTICLE FOURTEEN DISSOLUTION

(a) The Corporation shall not be dissolved, and its business shall not be terminated, by act of the Council or otherwise so long as the Corporation shall be obligated to pay any bonds, notes, or other obligations and unless the collection of the sales and use tax authorized by Section 4B of the Act is eligible for termination in accordance with the provisions of Section 4B(i) of the Act.

(b) No action shall be taken, pursuant to paragraph (a) of this Article or pursuant to paragraph (b) of Article Sixteen of these Articles, in any manner or at any time that would impair any contract, lease, right, or other obligation theretofore executed, granted, or incurred by the Corporation.

**ARTICLE FIFTEEN
NOT A PRIVATE FOUNDATION**

If the Corporation is ever determined to be a private foundation within the meaning of Section 509(a) of the Internal Revenue Code of 1986, as amended (the *Code*), the Corporation:

- (a) Shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code;
- (b) Shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code;
- (c) Shall not retain any excess business holdings, as defined in Section 4943 (c) of the Code;
- (d) Shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and
- (e) Shall not make any taxable expenditures, as defined in Section 4945(d) of the Code.

**ARTICLE SIXTEEN
MISCELLANEOUS**

(a) No dividends shall ever be paid by the Corporation and no part of its net earnings remaining after payment of its expenses and other obligations shall be distributed to or inure to benefit of its Directors or Officers, or any individual, private firm, or private corporation or association, except in reasonable amounts for services rendered.

(b) If, after the close of any fiscal year, the Board of Directors shall determine that sufficient provision has been made for the full payment of all current expenses, together with all amounts payable on the contracts, agreements, bonds, notes, and other obligations of the Corporation, and that all of the terms, provisions, and covenants therein have been met, then any net earnings derived from sources other than the sales and use taxes collected for the account of the Corporation, pursuant to Section 4B of the Act, thereafter accruing in connection with projects financed, pursuant to Section 4B of the Act, and lease payments received in connection with projects financed, pursuant to Section 4B of the Act, shall be used solely for the purposes permitted by Section 4B of the Act and Article 4(a) of these Articles.

(c) If the Corporation ever should be dissolved when it has, or is entitled to, any interest in any funds or property of any kind, real, personal, or mixed, such funds or property or rights thereto shall not be transferred to private ownership, but shall be transferred and delivered to the City after satisfaction of debts and claims.

(d) No part of the Corporation's activities shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in any political campaign for or in opposition to any candidate for public office.

RESOLUTION NO. 22-___

A RESOLUTION OF THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION APPROVING AMENDMENT NO. 3 TO THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION BYLAWS BY REVISING ARTICLE THREE OFFICERS AND CORPORATE OFFICIALS, ADDING A NEW SECTION 3.6 EX OFFICIO REPRESENTATIVE OF THE BOARD AND SECTION 3.7 EXECUTIVE DIRECTOR, REMOVING THE CITY ADMINISTRATOR AS EXECUTIVE DIRECTOR; AUTHORIZING THE CITY ADMINISTRATOR TO TAKE ALL NECESSARY STEPS TO IMPLEMENT THE PROVISIONS OF THIS RESOLUTION; INCORPORATING RECITALS; PROVIDING FOR SEVERABILITY; AND ADOPTING AN EFFECTIVE DATE.

WHEREAS, on October 24, 2002, City Council ordered a special election to be held on February 1, 2003, for the purpose of creating the City of Helotes Economic Development Corporation (the “HEDC”), a Type B Economic Development Corporation; and

WHEREAS, on February 6, 2003, City Council canvassed the election returns and the votes were in favor of creating the HEDC; and

WHEREAS, on February 13, 2003, City Council approved Articles of Incorporation and Bylaws, which together govern the affairs of the HEDC; and

WHEREAS, on November 9, 2021, City Council approved Resolution No. 21-032, establishing Amended Bylaws for the HEDC; and

WHEREAS, the HEDC has determined that it is in the best interest of the Corporation and the City to implement these changes and desires to amend the HEDC Bylaws.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION THAT:

Section One. Approval. The HEDC hereby approves Amendment No. 3 to the City of Helotes Economic Development Corporation Bylaws, Article Three Officers and Corporate Officials, adding a new Section 3.6 Ex Officio Representative of the Board and Section 3.7 Executive Director, removing the City Administrator as Executive Director. The amended bylaws are attached hereto as Exhibit “A”.

Section Two. Repealer. Resolution No. 21-032 is hereby repealed in its entirety and replaced with this Resolution.

Section Three. Authorization. The HEDC is hereby authorized to take all necessary steps to implement the provisions of this Resolution.

Section Four. Recitals. The HEDC finds all of the above recitals to be true and correct and incorporates the same in this Resolution as findings of fact.

Section Five. Severability. If any section, subsection, sentence, clause, or phrase of this Resolution is for any reason held to be unconstitutional or illegal, such decision shall not affect the validity of the remaining sections of this Resolution. The HEDC hereby declares that it would have passed this Resolution, and each section, subsection, clause, or phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses, or phrases be declared void.

Section Six. Effective Date. This Resolution shall take effect immediately upon its adoption.

PASSED, ADOPTED, AND APPROVED by the HEDC Board of Directors this the 19th day of January, 2022.

**CITY OF HELOTES ECONOMIC
DEVELOPMENT CORPORATION:**

Marian Mendoza, City Administrator

ATTEST:

Glenn Goolsby, Assistant Director

RESOLUTION NO.22-_____

A RESOLUTION OF THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION TO AMEND ITS ARTICLES OF INCORPORATION; AUTHORIZING THE PRESIDENT AND SECRETARY TO TAKE ALL NECESSARY STEPS TO IMPLEMENT THE PROVISIONS OF THIS RESOLUTION; INCORPORATING RECITALS; PROVIDING FOR SEVERABILITY; AND ADOPTING AN EFFECTIVE DATE.

WHEREAS, the City of Helotes, Texas (hereinafter referred to as the "City") authorized the creation of the City of Helotes Economic Development Corporation (the "EDC"), pursuant to the provisions of Texas Revised Civil Statutes Annotated Article 5190.6, as amended (the "Act"); and

WHEREAS, the EDC has determined it is necessary and proper to make certain amendments to its Articles of Incorporation and to update them to conform to the Texas Business Organizations Code and that it is in the best interests of the EDC to do so; and

WHEREAS, the City has determined that it is in the best interests of the EDC and the City to amend the EDC's Articles of Incorporation.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF HELOTES ECONOMIC DEVELOPMENT CORPORATION THAT:

Section One. Approval. The Restated Certificate of Formation (With New Amendments) for the City of Helotes Economic Development Corporation and the Restated Certificate of Formation of the City of Helotes Economic Development Corporation attached hereto as Exhibit "A" and Exhibit "B" are hereby approved.

Section Two. Authorization. The President and Secretary of the EDC are hereby authorized to take all necessary steps to implement the provisions of this Resolution.

Section Three. Effective Date. This Resolution shall take effect immediately upon its adoption.

Section Four. Recitals. The EDC finds all of the above recitals to be true and correct and incorporates the same in this Resolution as findings of fact.

Section Five. Severability. If any section, subsection, sentence, clause, or phrase of this Resolution is for any reason held to be unconstitutional or illegal, such decision shall not affect the validity of the remaining sections of this Resolution. The EDC hereby declares that it would have passed this Resolution, and each section, subsection,

clause, or phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses, or phrases be declared void.

PASSED, ADOPTED, AND APPROVED by the HEDC Board of Directors this the 19th day of January, 2022.

**CITY OF HELOTES ECONOMIC
DEVELOPMENT CORPORATION**

By: _____
Blaine Lopez, President

ATTEST:

Melody Cooper, Secretary