

**CITY OF FARMERSVILLE, TEXAS
ORDINANCE NO. 2023-0328-003**

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF FARMERSVILLE, TEXAS, AMENDING ORDINANCE #2011-1219-002 ESTABLISHING TAX INCREMENT FINANCING REINVESTMENT ZONE NUMBER ONE, CITY OF FARMERSVILLE, TEXAS REGARDING THE TERM OF OFFICE FOR MEMBERS OF THE BOARD OF DIRECTORS FOR SUCH REINVESTMENT ZONE BY PROVIDING FOR STAGGERED TERMS, BY PROVIDING THAT THE BOARD OF DIRECTORS SHOULD MEET AT LEAST ONE TIME EACH QUARTER AS DETERMINED BY THE BOARD UNLESS THERE IS NO BUSINESS TO ADDRESS, AND APPROVING THE FIRST AMENDED AND RESTATED BYLAWS OF THE FARMERSVILLE TAX INCREMENT FINANCING REINVESTMENT ZONE NO. 1, CONSISTENT WITH THIS ORDINANCE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the City Council of the City of Farmersville, Texas, (the "City"), created Tax Increment Financing Reinvestment Zone Number One, City of Farmersville, Texas (the "Zone" or "Reinvestment Zone") by and through Ordinance #2011-1219-002, approved on December 19, 2011, (the "Reinvestment Zone Ordinance") as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code; and

WHEREAS, the City desires to amend the Reinvestment Zone Ordinance by providing that the members of the Board of Directors (the "Board") should be appointed to numbered "places" to allow for staggered terms; and

WHEREAS, the City also desires to amend the Reinvestment Zone Ordinance by providing that the Board should meet at least one time each quarter as determined by the Board unless there is no business then requiring the Board's attention; and

WHEREAS, the City further desires to approve the First Amended and Restated Bylaws of the Farmersville Tax Increment Financing Reinvestment Zone No. 1, aligning with the amendments set forth herein; and

WHEREAS, the City has determined that the amendment proposed herein are in the best interest of the public health, safety and welfare;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF FARMERSVILLE, TEXAS:

Section 1: Recitals.

The recitals, findings, and determinations contained in the preamble to this Ordinance are incorporated into the body of this Ordinance as if fully set forth in this Section and are hereby found and declared to be true and correct legislative findings and are adopted as part of this Ordinance for all purposes.

Section 2: Amendment to Ordinance #2011-1219-002.

From and after the adoption of this Ordinance, Section 4 of Ordinance #2011-1219-002 is hereby amended in its entirety to read as follows:

SECTION 4. That there is hereby established a Board of Directors for the Zone that shall consist of five members. The Board of Directors of Tax Increment Financing Reinvestment Zone Number One, City of Farmersville, Texas shall be appointed as follows:

- a) Three members shall be appointed by the City Council of the City of Farmersville and two members shall be appointed by the Collin County Commissioner's Court. The initial Board of Directors shall be appointed by resolution within sixty (60) days of the passage of this ordinance or within a reasonable time thereafter. All members appointed to the Board shall meet the eligibility requirements set forth in the Act. The governing bodies of other taxing units that levy taxes on real property in Tax Increment Financing Reinvestment Zone Number One have chosen not to pay any of their taxes into the Tax Increment Fund and have waived their right to appoint Board members.
- b) The terms of the Board members shall be for two-year terms or until their successors are appointed by their respective governing bodies. The three (3) Board members appointed by the City Council shall be identified as serving in Places 1, 2 and 3 while the two (2) Board members appointed by the Commissioner's Court shall be identified as serving in Places 4 and 5.
- c) The Board members appointed to Places 1, 3 and 5 shall be appointed by their respective governing bodies in May or June of an odd-numbered year to serve a two-year term beginning on July 1 of such year and serving through June 30 of the next odd-numbered year.
- d) The Board members appointed to Places 2 and 4 shall be appointed by their respective governing bodies in May or June of an even-numbered year to serve a two-year term beginning on July 1 of such year and serving through June 30 of the next even-numbered year.
- e) Each year, the City Council shall designate a member of the Board to serve as Chairperson of the Board of Directors, and

the Board shall elect from its members a Vice Chair and other officers as it sees fit.

- f) Any director may be removed from office by the City Council for cause deemed by the City Council as sufficient for their removal in the interest of the public, but only after a public hearing before the City Council on charges publicly made, if demanded by such Board member within ten (10) days.
- g) In the event of a vacancy caused by the resignation, death, or removal for any reason, of a director, the governing body of the respective taxing unit which made such Board appointment shall be responsible for filling the vacancy for the remainder of the unexpired term, if any
- h) The Board of Directors should hold at least one (1) regular meeting in each quarter of the year, as determined by the Board, unless there is no business requiring the Board's attention during a specific quarter.
- i) The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. It shall prepare, or cause to be prepared, and adopt a Project Plan and Reinvestment Zone Financing Plan for the Zone and shall submit such plans to the City Council for its approval. The City hereby delegates to the Board of Directors all powers necessary to prepare, implement and monitor such Project Plan and Financing Plan for the Reinvestment Zone, subject to approval by the City Council, including the submission of an annual report on the status of the Zone.”

Section 3: Incorporation of the Reinvestment Zone Ordinance

Except as specifically amended herein, all provisions of the Reinvestment Zone Ordinance shall remain unchanged and in full force and effect and exist as if set forth herein in their entirety. The Reinvestment Zone Ordinance is fully incorporated herein by reference for all purposes allowed by law just as though the Reinvestment Zone Ordinance was set out herein in its entirety.

Section 4: Approval of the First Amended and Restated Bylaws of the Farmersville Tax Increment Financing Reinvestment Zone No. 1

The First Amended and Restated Bylaws of the Farmersville Tax Increment Financing Reinvestment Zone No. 1, attached hereto as Exhibit A and incorporated herein by

reference for all purposes allowed by law, are hereby approved for the Board's use and governance.

Section 5: Severability Clause.

If any section, paragraph, clause or provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Ordinance.

Section 6: Effective Date.

This Ordinance shall take effect immediately from and after its passage and the publication of the caption, as the law in such cases provides.

PASSED on first reading on the 28th day of March 2023, and second reading on the ____ day of _____, 2023 at properly scheduled meetings of the City Council of the City of Farmersville, Texas, there being a quorum present, and approved by the Mayor on the date set out below.

APPROVED THIS 28 DAY OF March, 2023.

APPROVED:

BY: 

BRYON WIEBOLD
Mayor

ATTEST:



TABATHA MONK
City Secretary



EXHIBIT A

*First Amended and Restated Bylaws
of the
Farmersville Tax Increment Financing Reinvestment Zone No. 1*

**FIRST AMENDED AND RESTATED BYLAWS
OF THE
FARMERSVILLE TAX INCREMENT FINANCING REINVESTMENT ZONE NO. 1**

ARTICLE I

POWERS AND PURPOSE

Section 1. Financing Development or Redevelopment in the Zone. In order to implement the purposes for which Tax Increment Financing Reinvestment Zone No. 1, City of Farmersville, Texas (the "Zone") was formed, as set forth in Ordinance No. 2011-1219-002, approved on second reading December 19, 2011, creating the Zone, the City of Farmersville, Texas (the "City") may issue obligations to finance all or part of the cost of implementing the "project plan" for the Zone as defined in the Tax Increment Financing Act of the Texas Tax Code, Chapter 311 (the "Act").

Section 2. Books and Records: Approval of Programs and Financial Statements. The Board of Directors shall keep correct and complete books and records of account and shall also keep minutes of its proceedings and the proceedings of committees having any of the authority of the Board of Directors. All books and records of the Zone may be inspected by any director or his agent or attorney for any proper purpose at any reasonable time; and at all times the City Council and the City Auditor will have access to the books and records of the Zone. The City Council must approve all programs and expenditures for the Zone and annually review any financial statements of the Zone.

Section 3. First Amendment. This First Amended and Restated Bylaws ("First Amendment") shall replace and supersede the Original Bylaws adopted effective April 10, 2012.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Powers, Number, and Term of Office. The property and affairs of the Zone shall be managed and controlled by the City Council based on the recommendations of the Board of Directors of the Zone ("Board of Directors" or "Board"), subject to the restrictions imposed by law, the ordinance creating the Zone, and these Bylaws. It is the intention of the City Council that the Board of Directors shall function only in an advisory or study capacity with respect to the Zone and shall exercise only those powers, advisory in nature, which are either granted to the Board pursuant to the Act or delegated to the Board by the City Council.

The Board of Directors shall consist of five (5) directors: three (3) of whom shall be appointed by the City Council of the City, and two (2) members shall be appointed by

the County Commissioners Court of Collin County; provided however, that if a taxing unit (other than the City) waives its right to appoint a member to the Board, as evidenced by written resolution duly adopted by the governing body of such taxing unit, the City may appoint such Board member in its stead.

The first Board of Directors shall serve for an initial term ending December 31, 2013 or until his or her successor is appointed. Subsequent directors shall be appointed by the governing bodies of the City and County, and shall serve for two (2) year terms beginning January 1, 2014 or until their successors are appointed by the respective governing bodies.

Beginning with the adoption of this First Amendment and continuing thereafter, the three (3) Directors appointed by the City shall be identified as serving in Places 1, 2 and 3 while the two (2) Directors appointed by the County shall be identified as serving in Places 4 and 5. Thereafter the Directors appointed to Places 1, 3 and 5 shall be appointed by the governing bodies of the City or County to serve two year terms commencing in odd-numbered years, and the Directors appointed to Places 2 and 4 shall be appointed by the governing bodies of the City or County to serve two year terms commencing in even-numbered years.

Beginning with the adoption of this First Amendment and continuing thereafter, the Directors shall be appointed by their respective governing bodies in May or June of each such year beginning their respective terms on July 1 of such year and serving through June 30 of the next odd-numbered year if appointed to an odd-numbered place or through June 30 of the next even-numbered year if appointed to an even-numbered place.

Any director may be removed from office by the City Council for cause deemed by the City Council as sufficient for their removal in the interest of the public, but only after a public hearing before the City Council on charges publicly made, if demanded by such Board member within ten (10) days.

In the event of a vacancy caused by the resignation, death, or removal for any reason, of a director, the governing body of the respective taxing unit which made such Board appointment shall be responsible for filling the vacancy for the remainder of the unexpired term, if any.

Section 2. Meetings of Directors. The directors shall hold their meetings within a public building in the City as the Board of Directors may from time to time determine.

Section 3. Regular and Special Meetings. Regular and Special Meetings of the Board of Directors shall be held at such times and places as shall be designated, from time to time, by the Board of Directors. All meetings of the Board shall be of a public nature held in accordance with the requirements of the Texas Open Meetings Act, Chapter 551, Texas Government Code, unless pertaining to matters of land purchase, security, personnel, or strictly legal matters that may be lawfully discussed in a closed session.

Notice of all regular and special meetings of the Board and any committees thereof shall be posted in accordance with the provisions of the Texas Open Meetings Act. There should be at least one (1) Regular Meeting held in each quarter of the year, as determined by the Board, unless there is no business requiring the Board's attention during a specific quarter.

Section 4. Emergency Meetings. Emergency Meetings of the Board of Directors shall be held whenever called by the chair, by the secretary, by a majority of the directors then in office or upon advice of or request by the City Council. The secretary shall give notice to each director of each Emergency Meeting. Notice of all Emergency Meetings shall state the purpose, which shall be the only business conducted and shall be subject to the requirements of State Law.

Section 5. Quorum. A majority three (3) of the five (5) directors holding current appointments shall constitute a quorum for the consideration of matters pertaining to the purposes of the Zone. The act of a majority of the directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors, unless the act of a greater number is required by law.

Section 6. Conduct of Business. At the meetings of the Board of Directors, matters pertaining to the purposes of the Zone shall be considered in such order as from time to time the Board of Directors may determine.

At all meetings of the Board of Directors, the chair shall preside and in the absence of the chair, the vice chair shall exercise the power of the chair.

The secretary of the Board of Directors shall act as secretary of all meetings of the Board of Directors, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting. City staff shall provide notice of meetings and prepare meeting agendas.

Within five (5) days of approval of minutes for each Regular Meeting, Special and Emergency meeting, a copy of the approved minutes shall be submitted to the City Secretary of the City.

Section 7. Compensation of Directors. Directors as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual reasonable expenses incurred in the performance of their duties hereunder.

Section 8. Attendance. Board members shall make every effort to attend all Regular, Special and Emergency meetings of the Board and/or Committees. The City Council may replace a City appointee of the Board or request replacement of an appointee from other taxing jurisdictions for non-attendance at three consecutive meetings.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office. The officers of the Zone shall consist of a chair, a vice chair, a secretary, and such other officers as the Board of Directors may from time to time elect or appoint; provided however that the City Council shall, on an annual basis, appoint the chair whose term shall end on December 31 of each year. One (1) person may hold more than one (1) office, except that the chair shall not hold the office of secretary. Terms of office for officers, other than the chair, shall not exceed two (2) years.

All officers, other than the chair, shall be subject to removal from office, with or without cause, at any time by a vote of a majority of the entire Board of Directors.

A vacancy in the office of any officer, other than the chair, shall be filled by a vote of a majority of the directors.

Section 2. Powers and Duties of the Chair. The chair shall be the chief executive officer of the Board of Directors and, subject to the approval of the City Council, he/she shall be in general charge of the properties and affairs of the Zone and shall preside at all meetings of the Board of Directors.

Section 3. Vice Chair. The vice chair shall be a member of the Board of Directors, shall have such powers and duties as may be assigned to him by the Board of Directors and shall exercise the powers of the chair during that officer's absence or inability to act. Any action taken by the vice chair in the performance of the duties of the chair shall be conclusive evidence of the absence or inability to act of the chair at the time such action was taken.

Section 4. Secretary. The secretary shall keep the minutes of all meetings of the Board of Directors in books provided for the purpose, he/she shall have charge of such books, records, documents and instruments as the Board of Directors may direct, all of which shall at all reasonable times be open to inspection, and he/she shall in general perform all duties incident to the office of secretary subject to the control of the City Council and the Board of Directors. The function of Secretary may be performed by City Staff.

Section 5. Compensation. Officers as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual reasonable expenses incurred in the performance of their duties hereunder.

Section 6. Staff. Staff functions for the Board of Directors may be performed by the City Manager or his designees.

ARTICLE IV

PROVISIONS REGARDING BYLAWS

Section 1. Effective Date. These Bylaws shall become effective only upon the occurrence of the following events:

- (1) The adoption of these Bylaws by the Board of Directors, and
- (2) The approval of these Bylaws by the City Council.

Section 2. Amendments to Bylaws. These Bylaws may be amended by majority vote of the Board of Directors, provided that the Board of Directors files with the City Council a written application requesting that the City Council approve such amendment to the Bylaws, specifying in such application, the amendment or amendments proposed to be made. If the City Council by appropriate resolution (or ordinance) finds and determines that it is advisable that the proposed amendment be made, authorizes the same to be made and approves the form of the proposed amendment, the Board of Directors shall proceed to amend the Bylaws.

After consultation with the Board of Directors, the Bylaws may also be amended at any time by the City Council by adopting an amendment to the Bylaws by resolution (or ordinance) of the City Council and delivering the Bylaws to the secretary of the Board of Directors.

Section 3. Interpretation of Bylaws. These Bylaws and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein. If any word, phrase, clause, sentence, paragraph, section or other part of these Bylaws, or the application thereof to any person or circumstance, shall ever be held to be invalid or unconstitutional by any court of competent jurisdiction, the remainder of these Bylaws and the application of such word, phrase, clause, sentence, paragraph, section or other part of these Bylaws to any other person or circumstance shall not be affected thereby.

ARTICLE V

GENERAL PROVISIONS

Section 1. Notice and Waiver of Notice. Unless otherwise required by State Law, whenever any notice whatsoever is required to be given under the provision of these Bylaws, said notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled hereto at his post office address, as it appears on the books of the Zone, and such notice shall be deemed to have been given on the day of such mailing. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purposes of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. A waiver of

notice in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Section 2. 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 be specified, at the time of its receipt by the City Council. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 3. Approval or Delegation of Power by the City Council. To the extent that these Bylaws refer to any approval by the City, such approval or delegation shall be evidenced by a certified copy of an ordinance, or resolution (if permissible), duly adopted by the City Council.

APPROVED BY THE TIRZ BOARD OF DIRECTORS ON THE 28 DAY OF March, 2023.

APPROVED:

By: Bob Collins
Bob Collins
Chairman

APPROVED BY THE FARMERSVILLE CITY COUNCIL ON THE 28 DAY OF March, 2023.

APPROVED:

BY: Bryon Weibold
BRYON WEIBOLD
Mayor

ATTEST:

Tabatha Monk
TABATHA MONK
City Secretary

