

RESOLUTION NO. 12-1984

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS, APPROVING BY-LAWS FOR THE ABILENE ECONOMIC DEVELOPMENT COMPANY.

WHEREAS, the City Council has previously provided for the establishment for the Abilene Economic Development Company and appointed a Board of Directors in November 1983; and,

WHEREAS, by-laws for the company have been developed which need City Council approval; now, therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS:

PART 1: That the proposed by-laws for the Abilene Economic Development Company attached hereto as Exhibit A, are hereby adopted and approved by the City Council.

PART 2: That this resolution shall take effect immediately from and after its adoption.

ADOPTED this 8 day of March, 1984.

ATTEST:

*Patricia Patton*  
CITY SECRETARY

*Joe Hull*  
MAYOR

APPROVED:

*Harry Campbell*  
CITY ATTORNEY

RESOLUTION NO. 12-1984

EXHIBIT "A"

ABILENE ECONOMIC DEVELOPMENT COMPANY, INC.

BYLAWS

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BYLAWS

OF

ABILENE ECONOMIC DEVELOPMENT  
COMPANY, INC.  
A NON-PROFIT CORPORATION

ABILENE, TEXAS

ARTICLE ONE

OFFICES

1.01 Registered Office and  
Registered Agent

The corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The Board of Directors may, from time to time, change the registered agent and/or the address of the registered office, provided that such change is appropriately reflected in these Bylaws and in the Articles of Incorporation.

The registered office of the corporation is located at 555 Walnut, Abilene, Texas 79601, and at such address is, 60, Abilene, Texas, 79604.

1.02 Principal Office

The principal office of the corporation in the State of Texas shall be located in the City of Abilene, County of Taylor, and it may be, but need not be, identical with the registered office of the corporation. The corporation may have

such other offices, either within or without the State of Texas as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

## ARTICLE TWO

### PURPOSES

#### 2.01

The corporation is a non-profit corporation and is organized and shall be operated exclusively for non-profit purposes. The purpose of the Abilene Economic Development Company, Inc. is to promote, assist, and enhance the economic development of small and minority businesses in Abilene, Texas, in accord with the Articles of Incorporation.

## ARTICLE THREE

### MEMBERS

#### 3.01

The corporation shall have no members.

## ARTICLE FOUR

### BOARD OF DIRECTORS

#### 4.01

The business and affairs of the corporation and all corporate powers shall be exercised by or under authority of the Board of Directors, subject to applicable limitations imposed by the Texas Non-Profit Corporation Act, the Texas Business Corporation Act, the Articles of Incorporation, or these Bylaws. The Board of Directors shall have full charge of the property and business of the corporation, with full power and authority to manage and conduct the same. The Board of Directors may, by contract, resolution, or otherwise, give general or limited or

special power and authority to the officers and employees of the corporation to transact the general business or any special business of the corporation, and may give powers of attorney to agents of the corporation to transact any special business requiring such authorization.

The Board of Directors shall plan and direct its work through its Executive Director regularly employed by the corporation, who is charged with the responsibility to carry out the corporation's program as adopted and planned by the Board.

The Board of Directors may establish an Executive Committee to act on those issues which the Board may generally or specifically delegate to the Executive Committee in these Bylaws or by appropriate resolution.

4.02 Number, Tenure, and Qualifications

The authorized number of Directors of this corporation shall be no less than fifteen (15) nor more than twenty (20). The minimum and maximum number of Directors may be increased or decreased from time to time by amendment to these Bylaws, but no decrease shall have the effect of shortening the term of any incumbent Director. Directors need not reside within the city limits of Abilene, Texas, however, no less than a majority of the directors shall reside in Taylor County. At least a majority of the number of directors shall be representative of a small and/or minority business or an organization representative of small and/or minority businesses. The Board may, by appropriate resolution, adopt an official policy regarding those particular groups and/or entities which are to be represented on the Board of Directors.

The Board of Directors shall be appointed by the City Council of Abilene, Texas, in accord with the Articles of Incorporation. The first Board so appointed, other than the initial Board named in the Articles of Incorporation, shall have the following terms:

- (a) 5 Directors--date of appointment through the second Tuesday of November, 1986.
- (b) 5 Directors--second Tuesday of November, 1983, through second Tuesday of November, 1987.
- (c) 5 Directors--second Tuesday of November, 1983, through second Tuesday of November, 1988.

Directors shall be appointed for a regular term of two (2) years.



Notwithstanding any changes from time to time in the number of directors which serve on the Board of Directors as permitted in this Section 4.02, the terms of office of the Directors shall be staggered such that, as near as possible, only one-third of the Directors' terms will expire in November of any year.

Directors are removable at any time by the City Council of Abilene, Texas, for cause or at will.

#### 4.03 Vacancies

Any vacancy occurring on the Board of Directors, by reason of resignation, death, disqualification, or removal of a Director, may be filled for the unexpired term of that Director by appointment by a majority of the City Council of the City of Abilene, Texas. Any additional Directorship to be filled by reason of increasing the number of Directors, pursuant to Section 4.02 hereof, shall be filled by appointment by a majority of the City Council of the City of Abilene, Texas.

Any Director who has three (3) consecutive, unexcused absences from Board meetings, or a total of five (5) absences from Board meetings in one year of that Director's regular term shall be subject to removal by a quorum of the Board of Directors. The Executive Committee may determine whether an absence shall be considered excused or not.

#### 4.04 Meetings

There shall be at least six (6) regularly called meetings of the Board of Directors annually, which shall be at least once in every other calendar month, on the second Tuesday of the month. The chairperson of the Board of Directors may call a special meeting at his or her discretion or upon the written request of three (3) Directors of the Board.

The annual meeting of the Board of Directors shall be the second Tuesday of November of each year, at 555 Walnut, Abilene, Texas, or such other place as the Board may designate.

#### 4.05 Compensation

Directors may be compensated for actual expenses upon proof and approval of the Board of Directors.

#### 4.06 Quorum

For the purpose of convening a meeting, a simple majority of the number of authorized Directors then serving on the Board shall constitute a quorum; for purposes of transacting the business of the corporation at any meeting, a simple majority of those Directors present shall constitute a quorum. If there be an insufficient number of Directors present to convene the meeting, the presiding officer may invite discussion of those items to be transacted at that meeting, however, no action shall be taken on such items; the presiding officer shall entertain a motion to adjourn for lack of a quorum.

#### 4.07 Voting; Action of the Board of Directors

Directors must be present in order to vote at any meeting. Unless otherwise provided in these Bylaws or in the Articles of Incorporation or as required by law, the act of a simple majority of the Directors present at any meeting for which a quorum is present shall be the act of the Board of Directors. In the event that a Director is aware of a conflict of interest or potential conflict of interest, with regard to any particular vote, the Director shall bring the same to the attention of the meeting and shall abstain from the vote, unless the Board determines that no true conflict of interest exists. Any Director may bring to the attention of the meeting any apparent conflict of interest or potential conflict of interest of any other Director, in which case the Board shall determine whether a true conflict of interest exists before any vote shall be taken regarding that particular matter. The Director as to whom a question of interest has been raised shall refrain from voting with regard to the determination as to whether a true conflict exists.

#### 4.08 Notice of Meetings

Notice of any meeting of the Board of Directors, whether regular or special, shall be given to the Directors at least three (3) days prior to the meeting by written notice delivered personally or sent by mail or telegram to each Director at his or her respective address as shown by the records of the corporation. Notice of any meeting shall be given to the public in accord with the requirements of the Texas Open Meetings Act and the Texas Open Records Act. The notice to Directors and notice to the public of any meeting of the Board, whether regular or special, shall contain information regarding the particular time, date, and location of the meeting and the agenda to be considered, in accord with the requirements of the Texas Open Meetings Act and the Texas Open Records Act.

The attendance of a Director at any meeting shall constitute a waiver by that Director of the notice for that particular meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is claimed not to be lawfully called or convened.

## ARTICLE FIVE

### OFFICERS

#### 5.01 Officers of the Corporation

The elected officers of the corporation shall be a President, one or more Vice-Presidents (the number thereof to be determined by appropriate resolution of the Board of Directors), a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may resolve to elect one or more Assistant Secretaries or one or more Assistant Treasurers as it may consider desirable. Such officers shall have the authority and perform the duties of the office as the Board may from time to time prescribe or as the Secretary or Treasurer may from time to time delegate to his or her respective Assistant. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary.

#### 5.02 Election and Term of Office

The officers of the corporation shall be elected annually by the Board of Directors at the annual meeting or as soon thereafter as conveniently may be. The voting shall take place according to the requirements stated in these Bylaws regarding the presence of a quorum and the voting and action of the Board. Any Director nominated for a particular office may participate in the vote regarding that office. The Board of Directors may create and fill any new offices at any meeting of the Board of Directors. Each officer shall hold office until his or her successor shall be duly elected and qualified, or until removal from office.

Any officer may be removed from office by affirmative two-thirds (2/3) vote of the number of Directors then serving on the Board, whenever in the judgment of the Board of Directors the best interests of the corporation would be served by such removal.

### 5.03 Vacancies

Vacancies in any office which occur by reason of death, resignation, disqualification, removal, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term of that office, in the same manner as other officers are elected by the Board.

### 5.04 President

The President shall be the principal executive officer of the corporation, and shall preside at all meetings of the Board of Directors. The office of President shall be the same as the Chairman of the Board. He or she shall sign with the Secretary of the corporation, any deed, mortgage, bonds, contracts, or other instruments which the Board of Directors has approved and authorized to be executed, except in cases where the execution thereof shall be expressly delegated to some other officer or agent of the corporation by appropriate Board resolution, by a specific provision of these Bylaws, or by statute. In general, the President shall perform all duties incident to that office, and such other duties as shall be prescribed from time to time by the Board of Directors.

### 5.05 Vice-President

In the absence of the President or in the event of his or her inability to act, the Vice-President shall perform the duties of President, and in the event there shall be more than one Vice-President, the Vice-Presidents shall be authorized to act in order of their descending authority. When so acting, the Vice-President shall have all power of and be subject to all the same restrictions as upon the President. Any Vice-President shall perform other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

### 5.06 Secretary

The Secretary shall keep, or cause to be kept, at the registered office of the corporation or such other place as the Board of Directors may order, a record of the minutes of all meetings of the Directors and of the Executive Committee. The Secretary shall give all notices of meetings, or shall cause the same to be given, in accordance with the provisions of these Bylaws, or as required by the Texas Open Meetings Act or the Texas Open Records Act or other applicable law. The Secretary shall be custodian of the corporate records and seal of the corporation, and shall keep a register of the mailing address and street address, if different, of each director.

The Secretary shall certify and keep, or cause to be kept, at the registered office of the corporation, the original

or a copy of these Bylaws, as amended or otherwise altered, currently to date, and the Articles of Incorporation of this corporation. The Secretary shall, in general, perform all duties incident to that office, and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

#### 5.07 Treasurer

The Treasurer shall be bonded for the faithful discharge of his/her duties with such surety or sureties and in such sum as the Board of Directors shall determine, but in no event shall the amount of such bond be less than **\$600,000**. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation. The Treasurer shall receive and give receipt for money due and payable to the corporation from any source whatsoever, and shall deposit all such monies in the name of the corporation in such bank, trust corporation, and/or other depositories as shall be specified in accord with Article Seven of these Bylaws. The Treasurer shall, in general, perform all the duties incident to that office, and such other duties as from time to time may be assigned to him or by the President or by the Board of Directors.

#### 5.08 Assistant Secretaries and Assistant Treasurers

The Assistant Secretaries and Assistant Treasurers, if any, shall, in general, perform such duties as may be assigned to them by the Secretary or the Treasurer, or by the President or the Board of Directors. The Assistant Secretary or Treasurer, as the case may be, may act for or in the stead of the Secretary or the Treasurer, respectively, in the event that such officer is absent or unable or unavailable when needed. The Assistant Secretaries and Assistant Treasurers shall, in general, perform such duties as shall be assigned to them by the Secretary or the Treasurer, as the case may be, or by the President or the Board of Directors.

#### 5.09 Executive Committee

An Executive Committee may be established by the Board of Directors in accord with Section 4.01 of these Bylaws. The Executive Committee shall consist of four (4) officers, being the President, Vice-President, Secretary, and Treasurer: if more than one Vice-President, and if any Assistant Secretary or

Treasurer holds office, as the case may be, such officer may serve on the Executive Committee in the capacity of the Vice-President, Secretary, or Treasurer, respectively, in the event that such officer is absent or otherwise unavailable when needed. The Executive Committee may exercise such authority for and on behalf of the Board as the Board may generally or specifically delegate to the Executive Committee by appropriate resolution.

#### 5.10 Employees

The Board of Directors may employ such full or part-time employees as needed to carry out the program of the corporation. One of such employees shall be the Executive Director of the corporation. The salary or wages and other terms of employment shall be set by the Board of Directors on behalf of the corporation.

The Executive Director and Staff will be responsible for the routine operations of the corporation and the development of a viable economic development program. The Executive Director and staff will be responsible to the corporation for implementing, promoting, and administering the economic development program of the corporation. When conducting the routine business of the corporation outside of regular or special meetings, the Executive Director may work with the President and any of the other officers as may be appropriate.

### ARTICLE SIX

#### COMMITTEES

##### 6.01

The President may determine from time to time which committees, if any, are necessary or appropriate to assist the Board of Directors, and shall designate which Directors may be desired to serve as members of the respective committees: such committee appointments are subject to the approval of the Board of Directors.

No such committee shall have independent authority to act for or in the stead of the Board of Directors with regard to the following matters: amending, altering, or repealing the Bylaws; electing, appointing, or removing any member of any such committee or any Director or Officer of the corporation; amending the Articles of Incorporation; adopting a plan of merger or

adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking the proceedings therefor; adopting a plan for the distribution of the assets of the corporation; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee.

The designation and appointment of any such committee and the delegation to that committee of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed on it or on him/her by law.

#### 6.02 Term of Office of Committee Members

Each member of a committee shall continue as such until the next annual appointment of the Board of Directors and until his or her successor on the committee is appointed, unless the committee shall be sooner terminated or unless such member has ceased to serve on the Board of Directors, or unless such member be removed from such committee.

Any committee member may be removed by the person or persons authorized to appoint such member, whenever in their judgment the best interests of the corporation would be served by such removal.

#### 6.03 Vacancies on Committees

Vacancies in the membership of any committee may be filled in the same manner as provided with regard to the original appointments to that committee.

### ARTICLE SEVEN

#### FINANCIAL ADMINISTRATION

##### 7.01 Fiscal Year

The fiscal year of the corporation shall begin on October 1st and end on September 30th of the following year.

7.02 Budget

A budget for the forthcoming fiscal year shall be submitted to, and approved by, the Board of Directors, and the City Council of the City of Abilene, Texas, at a regular meeting held prior to the start of the corporation's fiscal year. The budget proposed for adoption shall include the projected salaries of the Executive Director and staff as well as other projected operating expenses, and such other budgetary information as shall be useful to or appropriate for the Board of Directors and the City Council of the City of Abilene, Texas.

7.03 Contracts

As provided in Article Five above, the President and Secretary shall execute any contracts or other instruments which the Board has approved and authorized to be executed: provided, however, that the Board of Directors may by appropriate resolution authorize any other officer or officers or any other agent or agents, including the Executive Director, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be confined to specific instances or defined in general terms. When appropriate, the Board may grant a specific or general power of attorney to carry out some action on behalf of the Board: provided, however, that no such power of attorney may be granted unless an appropriate resolution of the Board authorizes the same to be done.

7.04 Checks and Drafts

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by the President and Treasurer. In the absence of either or both of such officers, such instrument shall be signed and countersigned by two (2) officers of the Executive Committee, or by such person as may be designated in Section 7.03 hereinabove.

7.05 Deposits

All funds of the corporation shall be deposited on a regular basis to the credit of the corporation in the following depository institution, which shall be federally insured:

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The Treasurer shall provide the corporation's depository bank with instructions of the Board regarding those persons who shall have signature authority on accounts held by the corporation.



#### 7.06 Gifts

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purpose or for any special purposes of the corporation.

#### 7.07 Investments

Any funds of the corporation which are not needed currently for the activities of the corporation may be invested by the Board of Directors. In making such investments, the Board shall be charged with the responsibilities of a Trustee under the Texas Trust Act, Article 7425b-1 et. seq., such that the Directors, acting as Trustees of the corporate property, shall exercise the judgment and care under the circumstances then prevailing, which persons of ordinary prudence, discretion, and intelligence would exercise in the management of their own affairs, not in regard to speculation but in regard to the permanent disposition of their funds, considering the probable income therefrom as well as the probable safety of their capital: provided, however, that the Board shall not invest the corporation's idle funds nor cause the same to be invested in any of the following types of investments: corporate stocks, bonds, debentures or other obligations; real estate or interest in real estate; deposits of funds which are not federally insured; long-term investments; or investments in any of the small or minority businesses which this corporation is designed or empowered to assist.

### ARTICLE EIGHT

#### BOOKS AND RECORDS

##### 8.01

The corporation shall keep correct and complete books and records of all actions of the corporation, including books and records of account and the minutes of meetings of the Board of Directors and of any committee having any authority of the Board. All books and records of the corporation may be inspected by Directors of the corporation or his/her agent or attorney at any reasonable time; and any information which may be designated as public information by law shall be open to public inspection at any reasonable time. The Texas Open Records Act and Open Meetings Act shall apply to disclosure of public information. A semi-annual (every six (6) months) report of the corporation's activities shall be furnished to the City Manager.

ARTICLE NINE

SEAL

9.01

The Board of Directors shall obtain a corporate seal which shall bear the words "Corporate Seal of Abilene Economic Development Company, Inc."; the Board may thereafter use the corporate seal and may later alter the seal as necessary without changing the corporate name; but these Bylaws shall not be construed to require the use of the corporate seal.

ARTICLE TEN

10.01 Authorization

The corporation shall carry out its program in accord with its Articles of Incorporation and these Bylaws, and such resolutions as the Board may from time to time authorize.

For purposes of evaluating those businesses which may seek assistance of the corporation, the Board shall evaluate each case on its own merits, according to the following criteria: number of employees, gross receipts of the business, assets of the business, type and/or function of the business, the clientele to be served and/or reached by the business, and other relevant factors which may assist the Board in determining whether the applicant qualifies as a "small business" or "minority business."

10.02 Program

The program of the Abilene Economic Development Company, Inc. shall be to assist, stimulate, and enhance economic development of small and minority businesses in Abilene, Texas, in accord with these Bylaws and the Articles of Incorporation, and any applicable State or Federal law.

ARTICLE ELEVEN

PARLIAMENTARY AUTHORITY

11.01 Rules of Order

The rules contained in Robert's Rules of Order, Revised Edition, shall govern the proceedings of the corporation's meetings, in all cases to which they apply: provided, however, that in the event that such rules are inconsistent with these Bylaws, these Bylaws shall govern.

ARTICLE TWELVE

AMENDMENTS TO BYLAWS

12.01

These Bylaws may be amended or repealed and new Bylaws may be adopted by an affirmative two-thirds (2/3) majority vote of the number of authorized Directors then serving on the Board, at a special meeting of the Directors held for such specific purpose, and the notice requirements stated hereinabove regarding special meetings shall apply. A majority of the Directors of the corporation present at an annual meeting of the Board may, in accord with the requirements of Article Four hereinabove, amend or repeal and institute new Bylaws, provided that at least ten (10) days prior to the annual meeting, written notice setting forth the proposed action shall have been given to the Directors, and public notice regarding such action given according to the requirements of the Texas Open Meetings Act and Open Records Act. The foregoing notwithstanding, all amendments shall be subject to approval by the City Council before becoming effective.

ARTICLE THIRTEEN

DISSOLUTION

13.01

Should the corporation dissolve and wind up its affairs voluntarily, the dissolution of the corporation shall be

authorized at a meeting of the Board of Directors upon the adoption of a resolution to dissolve by the vote of a majority of the Directors in office and approved by the City Council at a regular meeting of the City Council.

The assets of the corporation in the process of dissolution, whether voluntary or involuntary, shall be applied and distributed in accord with the Texas Non-Profit Corporation Act and in accord with the Articles of Incorporation of this corporation. The corporation may adopt a plan providing for the distribution of assets in dissolution, for the purpose of authorizing any transfer or conveyance of assets for which the Texas Non-Profit Corporation Act requires a plan of distribution, provided that such plan shall not be inconsistent with the provisions of the Texas Non-Profit Corporations Act.

#### ARTICLE FOURTEEN

##### INDEMNITY

##### 14.01

The Board of Directors shall authorize the corporation to pay or reimburse any current or former Director or Officer of the corporation for any costs, expenses, fines, settlements, judgments, and other amounts, actually and reasonably incurred by such person in any action, suit, or proceeding to which he or she is made a party by reason of holding such position as Officer or Director; provided, however, that such Officer or Director shall not receive such indemnification if he/she be finally adjudicated in such instance to be liable for negligence or misconduct in office. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation of, or preparation for, threatened or proposed litigation. The Board of Directors may, in proper cases, extend the indemnification to cover the good faith settlement of any such action, suit, or proceedings, whether formally instituted or not.

Furthermore, the corporation agrees to indemnify and hold harmless and defend the City of Abilene, its officers, agents, and its employees, from and against all claims and suits for damages, injuries to persons (including death), property damage (including loss of use), and expenses, including court costs and attorneys' fees, arising out of or resulting from the corporation's work and from any liability arising out of or in connection with the City of Abilene's or its agents, officers, or employees entry upon said property, common, constitutional, or statutory law, or based in whole or in part upon the negligent or intentional acts or omissions of the corporation, its officers,

employees, agents, subcontractors, licensees, invitees, or trespassers or based in whole or in part upon the negligent acts or omissions of the City of Abilene its officers, employees, agents, licensees, or invitees. The corporation agrees to waive any and all claims it may have against the City of Abilene, connected with, resulting from, or arising out of, claims and suits covered by this indemnification provision and agrees that any insurance carrier involved shall not be entitled to subrogation under any circumstances against the City of Abilene, its officers, agents, and employees.

## ARTICLE FIFTEEN

### MISCELLANEOUS

#### 15.01 Table of Contents; Headings

The table of contents and headings used in these Bylaws have been inserted for convenience only and do not constitute matter to be used in construing or interpreting them.

#### 15.02 Construction

Whenever the context so requires, the use of a masculine pronoun shall include the feminine, and singular shall include the plural and conversely.

If any portion of these Bylaws shall be invalid or inoperative, then, sofar as is reasonable and possible:

- (a) The remainder of these Bylaws shall be considered valid and operative, and
- (b) Effect shall be given to the intent manifested by the portion held invalid or inoperative, in so far as not prohibited by law.

#### 15.03 Relation to Articles of Incorporation

These Bylaws are subject to, and governed by, the Articles of Incorporation.

# # #

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Abilene Economic Development Company, Inc., and that such Bylaws were duly adopted by the Board of Directors of said corporation on the date set forth below.

19 \_\_\_\_\_. Adopted by the Board of Directors on \_\_\_\_\_,

(Seal)

Attest: \_\_\_\_\_  
Secretary of the Corporation

9-12-84  
Possibly approved  
by AEDC Board on  
3-13-84. Copies of  
minutes are  
forthcoming from  
Melissa.  
My salad needs  
to sign when confirmed.