

**FRISCO
HOUSING
PUBLIC
FACILITY
CORPERATION**

**January 18, 2022
Monday 5:00 PM
Frisco Housing PFC
Board Meeting
@ Frisco Housing Authority
9400 3rd Street #405
Frisco, Texas 75033**

**Board Meeting
AGENDA**

Call to Order

- 1. Appoint positions for the PFC Board**
- 2. Approve the Articles of Incorporation and bylaws for the Frisco Housing PFC**

Resolution 2022-1-1 PFC
- 3. Discuss Banks and signers for the PFC**

Resolution 2022-1-2 PFC
- 4. Discuss other business**

Adjourn

CERTIFICATION

Posted in accordance with the Texas Government Code, Chapter 551

Susan Kaeufer, Executive Director, certifies that this Notice of Meeting was posted on the outside bulletin board/signs, at Frisco Villas, The Office of the Frisco Housing Authority at 9400 3rd Street #405, Frisco, Texas both inside and outside a place convenient and readily accessible to the general public at all times, and said Notice was posted on the following date and time: By Friday September 24, 2021 7 PM and remained so posted at least 72 hours before meeting was convened.

If you plan to attend this public meeting and you have a disability that requires special arrangements at the meeting, please contact Frisco Housing Authority at 972/377-3031 within 48 hours of the scheduled business meeting date. Reasonable accommodations will be made to assist your needs.

If during the course of the meeting covered by this notice, the Frisco Housing Authority should determine that a closed or executive meeting or session of the Frisco Housing Authority or a consultation with the attorney for the City should be held or is required, then such closed or executive meeting or session or consultation with attorney as authorized by the Texas Open Meetings Act, Texas Government Code § 551.001 et. seq., -will be held by the Frisco Housing Authority at the date, hour and place given in this notice as the Frisco Housing Authority may conveniently meet in such closed or executive meeting or session or consult with the attorney for the City concerning any and all subjects and for any and all purposes permitted by the Act, including, but not limited to, the following sanctions and purposes:

Texas Government Code Section:

§ 551.071 – Private consultation with the attorney for the Housing Authority.

§ 551.072 – Discussing purchase, exchange, lease or value of real property.

§ 551.074 – Discussing personnel or to hear complaints against personnel.

NOTICE

-Pursuant to City of Frisco Housing Authority Ordinance and Texas Government Codes each member of the public wishing to address the Frisco Housing Authority shall be entitled to speak for up to five (5) minutes, unless ten (10) or more members of the public are present to speak on a single agenda item, in which case the Frisco Housing Authority may by majority vote reduce the allotted time from five (5) minutes to three (3) minutes per speaker to ensure that as many people as possible have an opportunity to speak, subject to the requirements of other law.

**FRISCO
HOUSING
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9400 3rd Street #405
Frisco, Tx 75033
972/377-3031

RESOLUTION NO. 2022-1-1-PFC

A RESOLUTION OF THE FRISCO HOUSING PFC APPROVING ARTICLES OF INCORPORATION AND BYLAWS FOR THE FRISCO HOUSING PUBLIC FACILITY CORPORATION and AUTHORIZING THE FRISCO HOUSING AUTHORITY’S EXECUTIVE DIRECTOR TO ACT AS THE REGISTERED AGENT; APPOINTING AN INITIAL BOARD OF DIRECTORS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, by Resolution No. 2021-4-1, passed on April 13, 2021, the Frisco Housing Authority (the “Authority”) authorized the establishment of a public facility corporation, under Chapter 303 of the Texas Local Government Code, as amended (the “Act”), to increase affordable units in the City of Frisco; and

WHEREAS, the name of the public facility corporation to be created by the Authority is the “Frisco Housing PFC” (the “Corporation”); and

WHEREAS, proposed Articles of Incorporation attached herein as **Exhibit “A”** (the “Articles”), and Bylaws attached herein as **Exhibit “B”** (the “Bylaws”) of the Corporation, have been created in accordance with the Act; and

WHEREAS, in accordance with the Act, the Board of the Authority (the “Board”) must approve, by resolution, the Articles and Bylaws of the Corporation, which must be consistent with state law; and

WHEREAS, the Board desires to appoint the Authority’s Executive Director, Susan Kaeufer, as the registered agent of the Corporation; and

WHEREAS, the Authority has considered the Articles and Bylaws proposed to be used in organizing the Corporation and has found and determined that they are in proper form and content and should be approved.

THEREFORE, BE IT RESOLVED BY THE BOARD OF THE FRISCO HOUSING PFC:

SECTION 1. Findings. The findings set forth above are incorporated into the body of this Resolution as if fully set forth herein and are adopted as a part of the judgment and findings of the Board.

SECTION 2. Articles of Incorporation Approved. The Board hereby adopts and approves the Articles of Incorporation of the Corporation in substantially the form as attached in **Exhibit "A"**, including the initial directors of such corporation as specified therein, and hereby grants authority for the incorporation of the Corporation. The Executive Director, Susan Kaeufer, is hereby authorized to serve as incorporator and registered agent of the Corporation and shall execute and file all necessary documents.

SECTION 3. Bylaws. The Board hereby adopts and approves the Bylaws, a copy of which is attached as **Exhibit "B"** and incorporated as if fully set forth herein. The Executive Director, or her designee, is directed to present the Bylaws to the initial board of directors of the Corporation on behalf of the Authority for their adoption.

SECTION 4. Cumulative Clause. This Resolution shall be cumulative of all provisions of state and federal law and other resolutions of the Authority, except where the provisions of this Resolution are in direct conflict with the provisions of such resolutions, in which event the conflicting provisions of such resolutions are hereby repealed.

SECTION 5. Severability Clause. If any provision, section, subsection, sentence, clause or phrase of this Resolution, or the application of same to any person or set circumstances for any reason is held to be unconstitutional, void, or invalid or for any reason unenforceable, the validity of the remaining portions of this Resolution, or the application thereby, shall remain in effect, it being the intent of the Authority in adopting this Resolution, that no portion thereof or provision contained herein shall become inoperative or fail by any reason of unconstitutionality or invalidity of any portion or provision.

SECTION 6. Repealer Clause. Any provisions of any prior resolution or ordinance of the Authority whether codified or uncodified, which are in conflict with any provision of this Resolution, are hereby repealed to the extent of the conflict, but all other provisions of the resolutions or ordinances of the Authority whether codified or uncodified, which are not in conflict with the provisions of this Resolution, shall remain in full force and effect.

**This Resolution shall take effect immediately upon its passage.
Resolved this 18th day of January 18, 2022.**

ATTEST TO:

Chairman Board of Frisco Housing PFC

Susan Kaeufer
Executive Director
Frisco Housing PFC

Exhibit "A"
Articles of Incorporation

Exhibit "B"
Bylaws