

MOTION TO AMEND BY-LAW AND ARTICLES OF INCORPORATION

Language change for By-Laws:

Section 1.3 Purposes.

The Corporation shall be incorporated to aid and to act on behalf of the City of Austin (the "City") and Travis County (the "County") to accomplish their governmental purpose; namely to staff, manage, and operate a sobriety center for the safe short-term treatment and management of persons under the influence of alcohol, and to provide those persons with information on and referrals to community based outpatient services, for the purposes of preservation of law enforcement, judicial, and medical resources in the jurisdictional limits of the City and the County. To accomplish said purpose, the Corporation shall be authorized to:

1. Contract with persons and with governmental, for-profit and non-profit entities for the procuring of services and supplies, the hiring of personnel, and the operation and maintenance of a sobriety center;
2. Acquire and hold title to real property and interests in real property;
3. Accept funds and property appropriated by the City and the County and by other entities;
4. Apply for grants of funds, services, and things of value and accept awards of such grants;
5. Accept donations of funds, services and things of value;
6. Issue bonds, notes, and other debt obligations as necessary for the accomplishment of the governmental purpose stated above, *provided that* the Corporation shall not incur debt without the consent of the City Council of the City and the Commissioners Court of the County, as evidenced by a resolution approved by a majority vote of both; and
7. Engage in other lawful activities to accomplish the governmental purpose stated above.

Section 1.4 Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE 2

Board of Directors

2.1 Management.

Language for Articles of Incorporation:

Article XII TAX MATTERS; DISSOLUTION

Paragraph 3:

If the Board of Directors determines by resolution that the purposes for which the Corporation was formed have been substantially met and all bonds issued by and all obligations incurred by the Corporation have been fully paid or provision made for such payment, the Board shall execute a certificate of dissolution which states those facts and declares the Corporation dissolved in accordance with the requirements of Section 394.026 of the Texas Local Government Code, or with applicable law then in existence. In the event of dissolution or liquidation of the Corporation, all assets will be turned over to the City and the County for deposit into such accounts or funds as the City Council and the Commissioners Court shall direct for a public purpose.

Article XIV DIRECTED DISSOLUTION

The City Council and the Commissioners Court may at any time consider and approve resolutions directing the Board of Directors to proceed with the dissolution of the Corporation, at which time the Board of Directors shall proceed with the dissolution of the Corporation in accordance with applicable state law. The failure of the Board of Directors to proceed with the dissolution of the Corporation in accordance with this Section shall be deemed a cause for the removal from office of any or all of the Directors as permitted by Article VI of these Articles of Incorporation. All assets will be turned over to the City and the County for deposit into such accounts or funds as the City Council and The Commissioners Court shall direct for a public purpose.