RESOLUTION NO.

1

2	WHEREAS, the City of Austin (City) formed the Austin-Bergstrom Landhost
3	Enterprise, Inc. (ABLE), a Texas public facility corporation pursuant to Chapter 303 of
4	the Texas Local Government Code in 1998 to finance the purchase, rehabilitation,
5	operation, and management of the Airport Hilton Hotel and supporting facilities; and
6	WHEREAS, Council simultaneously approved ABLE's Articles of Incorporation,
7	which allowed for three directors to constitute the Board of Directors; and
8	WHEREAS, in 2001, Council amended ABLE's Bylaws to increase the number
9	of directors to five in Resolution No. 010927-08; however, ABLE's Articles of
10	Incorporation were not amended to increase in the number of directors; and
11	WHEREAS, on March 26, 2021 the Board of Directors amended the Articles of
12	Incorporation (Amended and Restated Articles of Incorporation), which are shown in the
13	attached Exhibit A; and
14	WHEREAS, the Amended and Restated Articles of Incorporation allow the
15	designation of no fewer than three and no more than seven directors to the Board of
16	Directors; and
17	WHEREAS, the Amended and Restated Articles of Incorporation update ABLE's
18	registered agent; and
19	WHEREAS, Section 303.027(a) of the Texas Local Government Code allows
20	ABLE to amend its Article of Incorporation if Council by resolution determines it is
21	advisable and authorizes the amendments to be made. NOW, THEREFORE, BE IT
22	RESOLVED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:
23	Council finds that ABLE's Amended and Restated Articles of Incorporation are
24	advisable and will enhance and protect the value of the City's interest in ABLE.
25	BE IT FURTHER RESOLVED:
20 21 22 23 24 25 26 27	Council authorizes ABLE's Amended and Restated Articles of Incorporation
27	attached as Exhibit A to this Resolution.

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BE IT FURTHER RESOLVED:

29	Council ratifies the actions of Board of Directors when the number of directors
30	exceeded three, but not more than five.

ADOPTED:	, 2021 ATTEST	Jannette S. Goodall City Clerk
		City Clerk
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