



**NOTICE OF BOARD OF DIRECTORS
REGULAR MEETING
PRINCETON COMMUNITY DEVELOPMENT CORPORATION
AGENDA
November 12, 2015**

The Princeton Community Development Corporation for the City of Princeton will meet in a Regular Session on **Thursday, November 12, 2015 at 6:30 p.m.** at its regular meeting place; the City Council Chamber in City Hall located 123 West Princeton Drive in Princeton, Texas.

Fred Fennell
President
Place 5 Director

Steven Deffibaugh
Vice-President/Councilmember
Place 6 Director

Brigitte Baker
Place 1, Director

Vacant
Place 2, Director

Richard Sheehan
Place 3, Director

Debbie Farenthold
Place 4, Director

David Kleiber
Place 7, Director

Call to Order

Roll Call and Certification of a Quorum

Fred Fennell _____
Brigitte Baker _____
Richard Sheehan _____
David Kleiber _____

Steve Deffibaugh _____
Vacant _____
Debbie Farenthold _____

Invocation

Pledge of Allegiance

Texas State Flag: "Honor the Texas flag; I pledge allegiance to thee, Texas, one state under God, one and indivisible."

Citizens Appearance

Citizens are allowed 3 minutes to speak. The Community Development Corporation is unable to respond to or discuss any issues that are brought up during this section that are not on the agenda, Texas other than to make statement of specific factual information in response to a citizen's inquiry or to recite existing response to the inquiry.

CONSENT AGENDA

1. Possible approval of the Princeton Community Development Corporation Regular Meeting Minutes of October 8, 2015.

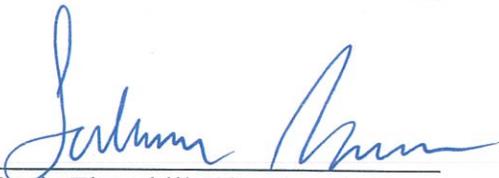
REGULAR AGENDA

1. Acceptance of Resignation Letter from Gerald Dotson.
2. Discussion and possible action regarding CDC Bylaws and Term Limits.
3. Discussion and possible action regarding a Joint Campaign with CDC/EDC and the Princeton Area Chamber of Commerce, to encourage citizens to patronize local businesses.
4. Discussion and possible action regarding a new score board for the J.M. Caldwell Sr. Community Park/P.O.W. Camp
5. Discussion and possible action regarding the Interlocal Agreement between the City of Princeton Community Development Corporation, the City of Princeton Economic Development Corporation and the City of Princeton Chamber of Commerce for the operation of the Visitor Center.
6. Discussion and possible action regarding the 2016 CDC Budget.
7. Consider a request for items to be placed on future agenda and **NOT** for discussion of these requests at this time:
8. Adjournment.

CERTIFICATE

I hereby certify the above Notice of Meeting was posted at the Princeton City Hall, November 6, 2015 at

5:00 a.m./(p.m.)



Lesia Thornhill, City Secretary or
Tabatha Monk, Deputy City Secretary

Statement for ADA Compliance

The City of Princeton acknowledges its responsibility to comply with Americans with Disabilities Act of 1990. Thus, in order to assist individuals with disabilities who require special services (i.e., sign interpretation services, alternative audio/visual devices, and amanuenses) for participation in or access to the City of Princeton sponsored public programs, services and/or meeting, the City requests that individuals make requests for these services forty-eight (48) hours ahead of the scheduled program, service and/or meeting. To make arrangements, contact Lesia Thornhill, City Secretary or other designated official at 972-736-2416.

Minutes

The City of Princeton

Regular Community Development Corporation

Meeting Minutes of October 8, 2015

The Community Development Corporation of the City of Princeton, Texas, met in Regular Session in the Council Chamber of City Hall on October 8, 2015 at 6:30 p.m. The following Directors were present: President Fred Fennell, Vice President Steve Deffibaugh, Director Richard Sheehan, Director Debbie Fahrenthold, and Director David Kleiber. The following Staff Members were present: City Manager Derek Borg, and Assistant City Manager/City Secretary Lesia Thornhill.

President **Fennell** called the Community Development Meeting to order at 6:31 PM.

President **Fennell** called roll, present were Directors **Fahrenthold, Kleiber, Sheehan**, Vice President **Deffibaugh** and President **Fennell**.

President **Fennell** then asked Vice President **Deffibaugh** to lead the Directors and audience in the invocation.

President **Fennell** then asked Director **Kleiber** to lead the Corporation and audience in the Pledge of Allegiance.

President **Fennell** then asked Director **Sheehan** to lead the Corporation and audience in the Texas State Flag.

President **Fennell** then announced **Citizen Appearance**. No one spoke.

President **Fennell** then announced the Consent Agenda: All consent agenda items listed are considered to be routine by the City Council and will be enacted by one motion. There will be no separate discussion of these items unless a Councilmember so

request, in which event the item will be removed from the Consent Agenda and considered in its normal sequence on the agenda. "Discussion and possible action regarding the minutes of the August 13, 2015, Regular Community Development Corporation meeting". Vice President **Deffibaugh made a motion to approve the Consent Agenda.** Director **Sheehan seconded the motion.** The motion carried **unanimously.**

President **Fennell** then announced the first item under the Regular Agenda: "Update, discussion and possible action regarding the Parks System, a. Park Projects". No action taken.

President **Fennell** then announced the second item under the Regular Agenda: "Discussion and possible action regarding the regular meeting dates for the Community Development Corporation from the second Thursday of each month to the first Monday of each month". Director **Sheehan made a motion to move the regular meeting date from Thursday's to Monday's.** Vice President **Deffibaugh seconded the motion.** Director **Sheehan amended his motion to also change the meeting time from 6:30 to 5:30.** Vice President **Deffibaugh seconded the motion.** The motion carried **unanimously.**

President **Fennell** then announced the third item under the Regular Agenda: "Discussion and possible action regarding the Finance Report for the Community Development Corporation. No action required.

President **Fennell** then announced the fourth item under the Regular Agenda: "Possible action to approve request for items to be placed on a future agenda and NOT for discussion of these requests. Director **Kleiber** requested an update on the

landscaping for the intersections of 2nd & 380 and 4th & 380 and the cost to install scoreboards at the Community Park. President **Fennell** asked to make sure the By-Laws were amended regarding the new meeting date and time and to include a Managers Update on the next agenda.

Vice President **Deffibaugh** made a motion to adjourn. Director **Sheehan** seconded the motion. The motion carried unanimously.

President **Fennell** adjourned the meeting at 7:29 p.m.

Fred Fennell, President

ATTEST:

Derek Borg, City Manager

Lesia Thornhill

From: Gerald Dotson <gadotson@hotmail.com>
Sent: Thursday, October 08, 2015 12:05 PM
To: Lesia Thornhill
Subject: RE: CDC Meeting

Lesia,

I am resigning. I will forward my resignation tomorrow. I have really enjoyed working on the council. Tell the council I enjoyed getting to know each and every one of them. I wish them and the city continuous growth and opportunities.

V/r,

Gerald Dotson

Sent from my Sprint Samsung Galaxy® Note 4.

----- Original message -----

From: Lesia Thornhill <LThornhill@princetontx.us>
Date: 10/8/2015 7:47 AM (GMT-07:00)
To: 'txhomesbyfred' <txhomesbyfred@yahoo.com>, "'miffed67@gmail.com'" <miffed67@gmail.com>, "'gadotson@hotmail.com'" <gadotson@hotmail.com>, 'Debbie Fahrenthold' <debfahr@sbcglobal.net>, 'Richard Sheehan' <patrich@yahoo.com>
Subject: CDC Meeting

Please confirm you will be at the meeting tonight. Meeting starts at 6:30.

Thank you

*Lesia Thornhill
Asst. City Manager/City Secretary
123 W. Princeton Drive
Princeton, Texas 75407
972-736-2416
972-734-2548 Fax*

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ATTENTION PUBLIC OFFICIALS:

A "REPLY TO ALL" OF THIS E-MAIL COULD LEAD TO VIOLATIONS OF THE TEXAS OPEN MEETINGS ACT. PLEASE REPLY ONLY TO THE SENDER.

**SECOND AMENDED BYLAWS OF
PRINCETON COMMUNITY DEVELOPMENT CORPORATION**

ARTICLE I

PURPOSE AND POWERS

Section 1. Purpose. The Corporation is incorporated for the purposes set forth in Article four of its Articles of Incorporation, the same to be accomplished on behalf of the City of Princeton, Texas, a Texas municipal corporation (the "City"), as its duly Constituted authority and instrumentality in accordance with the Development Corporation Act of 1979, Tex. Rev. Civ. Stat. Art. 5190.6 as amended, (the "Act"), and other applicable laws.

Section 2. Powers. In the fulfillment of its corporate purpose, the corporation shall be governed by Section 1B of the Act, and shall have all the powers set forth and conferred in its Articles of Incorporation, in the Act, and in other applicable law, subject to the limitations prescribed therein and herein and to the provisions thereof and hereof.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Powers, Number and Term of Office.

- (a) The property and affairs of the corporation shall be managed and controlled by a Board of Directors (the "Board") and subject to the restrictions imposed by law, by the Articles of Incorporation, and by these Bylaws, the Board shall exercise all of the powers of the Corporation.
- (b) The Board shall consist of seven (7) directors, each of whom shall be appointed by the City Council (the "City Council") of the City as follows:
 - 1. Five directors shall be appointed as follows: Each Council person excluding the Mayor, shall appoint one individual, who shall not be a City employee, officer or member of City Council, to serve as a director. The term of the individual appointed shall coincide with the term of office of the appointing council person and the term of the appointed director shall expire on the date of the election of the Council person. Appointments and/or re-appointments shall be made so the new directors take office in December following the City elections generally held in November. Provided, however, should there be a run-off required, the appointment shall be made within 30 days of the date the Council member takes office.
 - 2. The Mayor shall appoint the remaining two directors, who may be a City employee, officer or Council member.

- (c) At least three (3) directors cannot be City employees, officers, or members of the City Council;
- (d) The directors constituting the first Board shall be those directors named in the Articles of Incorporation. The respective initial terms of the Board are set forth in the Articles of Incorporation. Thereafter, each successor member of the Board shall be appointed and serve for two (2) years or until his or her successor is appointed as hereinafter provided. A director shall not serve more than three (3) consecutive terms.
- (e) Any director may be removed from office by the City Council at any time without cause. Provided however, no director may miss more than 25% of the regularly scheduled meeting in a 12 month period. Failure to maintain a 75% attendance record for all regularly scheduled meetings, as reflected in the minutes of the meeting, shall result in automatic removal from the board, and the position left vacant by the automatic removal shall be filled by the appointing council person or entity within 30 days of the vacancy. The determination of the failure to maintain attendance as required herein shall be made by the Mayor and the Mayor's decision shall be final.

Section 2. Meetings of Directors. The directors may hold their meetings at such place or places in the City as the Board may time to time determine; provided, however, in the absence of any such determination by the Board, the meetings shall be held at the principal office of the corporation as specified in Article V of these Bylaws.

Section 3. Notice and Open Meetings Act. The Boards shall be considered a "governmental body" within the meaning of the Texas Government Code, Sec. 551.001, and notice of each meeting and deliberation shall be given to the public in accordance with the provisions of the Texas government Code, Chapter 551 (The Texas Open Meetings Act) as amended.

Section 4. Quorum and Voting. A majority of the directors shall constitute a quorum for the conduct of the official business of the Corporation. 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 and of the corporation unless the act of a greater number is required number is required by law. However, in no event shall any project or expenditure be approved upon the affirmative vote of least than four (4) directors present at a meeting. A director may not vote by proxy. Directors must be present in order to vote at any meeting. Regular attendance at the Board meetings is required of all directors. The following number of absences shall constitute the basis for replacement of a director. Three (3) consecutive unexcused absences from meetings of the board shall cause the position to be considered vacant. In addition, the position of any director who has four (4) unexcused absences in a twelve (12) month period shall be considered vacant.

Section 5. Conduct of Business.

(a) At the meetings of the board, matters pertaining to the business of the corporation shall be considered in accordance with rules of procedure as from time to time prescribed by the Board.

(b) At all meetings of the board, the president shall reside and in the absence of the president, the vice president shall exercise the powers of the president.

(c) The secretary of the corporation shall act as secretary of all meetings of the Board, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 6. Committees of the Board. The Board may designate two or more directors to constitute an official committee of the board to exercise such authority of the Board as may be specified in the resolution. It is provided, however, that all final, official actions of the corporation may be exercised only by the Board. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the principal office of the Corporation.

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

Section 8. Attendance at Board Meetings. The City Manager, or his designee, the City Secretary and the Mayor may attend all meetings of the Board of Directors or committees, including executive sessions. The City Manager, or his designee, the City Secretary and the Mayor shall not have the power to vote in the meetings attended; however, each shall have the right to participate in any discussion.

Section 9. Board's Relationship with the City. In accordance with state law, the Board shall be responsible for the proper discharge of its duties assigned herein. The Board shall determine its policies and directives within the limitations of the duties herein imposed by applicable laws, The Articles, these Bylaws, contracts entered into with the City, and the budget and fiduciary responsibilities. Such policies and directives are subject to approval by the City Council. Any request for services made to the departments of the City shall be made by the Board or its designee in writing to the Mayor or City Manager. The Mayor or City Manager may approve such request for assistance from the Board when he finds such requested services are available within the City and that the Board has agreed to reimburse the City for the cost of such services so provided.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office.

(a) The officers of the Corporation shall be a president, a vice president, a secretary, and a treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office, except that the president shall not hold the office of secretary. Term of office shall be one (1) year with the right of an officer to be re-elected.

(b) All officers shall be subject to removal from office at any time by a vote of a majority of the entire Board.

(c) A vacancy in the office of any officer shall be filled by a vote of a majority of the directors.

Section 2. Powers and Duties of the President. The president shall be a member of the Board, shall preside at all meetings of the Board, and may sign and execute contracts and other legal instruments in the name of the Corporation as approved by the Board.

Section 3. Vice President. The vice president shall be a member of the Board and shall exercise the powers of the president during that officer's absence or inability to act. Any action taken by the vice president in the performance of the duties of the president shall be conclusive evidence of the absence or inability to act of the president at the time such action was taken.

Section 4. Treasurer. The treasurer may be the Director of Finance for the City and shall have the responsibility to see to the handling, custody, and security of all funds and securities of the Corporation in accordance with these bylaws and statutes governing corporations formed under the Act. Upon the approval of the Board, the treasurer may endorse and sign, on behalf of the Corporation, for collection or issuance, checks, notes and other obligations in or drawn upon such bank or banks or depositories as shall be designated by the Board consistent with these Bylaws. The treasurer shall see to the entry in the books of the Corporation full and accurate accounts of all monies received and paid out on account of the Corporation. The City Council may require that the treasurer, at the expense of the Corporation, give a bond for the faithful discharge of his duties in such form and amount as the City Council may require.

Section 5. Secretary. The secretary may be the City Secretary or other City staff person so designated by the Boards, and shall keep the minutes of all meetings of the Board, and shall keep the minutes of all meetings of the Boards in books provided for that purpose, shall give and serve all notices, may sign with the president upon the approval of the Board in the name of the Corporation, and/or attest to the signature thereto, all contracts, conveyances, franchises, bonds,

deeds, assignments, mortgages, notes and other instruments of the corporation, shall have charge of the corporate books, records, documents and instruments, except that papers as the Board may direct, all of which shall at all reasonable times be open to public inspection upon application at the office of the Corporation during business hours, and shall in general perform all duties incident to the office of secretary subject to the control of the Board.

Section 6. Eligible Individuals. The president and vice president shall be named from among the members of the Board. The treasurer, secretary and any assistant secretaries may be employees of the City, as such individuals are designated by the board and approved by the City Council.

Section 7. Chief Administrative Officer. The Mayor or City Manager, as designated by the City Council, shall serve as the Chief Administrative Officer of the Corporation, and upon the board's approval, may administer work orders, requisitions for payment, purchase orders, contract administration /oversight, contract management, and other instruments or activities as prescribed by the Board in the name of the Corporation.

Following the approval of the Board and the City council, the Chief Administrative Officer shall employ such full or part-time employees as needed to carry out the programs of the Board. These employees shall be employees of the city and perform those duties assigned to them. These employees shall be compensated for their services to the Corporation.

Section 8. Compensation. Officers who are members of the board shall be reimbursed for actual expenses incurred in the performance of their duties hereunder.

ARTICLE IV

FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

Section 1. Duties of the Board.

(a) The Board shall develop a combined Facilities Development Capital Improvement Program ("FDCIP"), including maintenance and operation costs thereof, for the City which shall include and set forth both short and long term goals. The FDCIP developed by the board shall be one that incorporates the capital improvement plans of all of the City's general community facilities within the parameters specified in Article I, Section 2 of these Bylaws, and within the financial constraints of revenues available to the Corporation. The FDCIP shall be approved by the City Council.

(b) The Board shall review and update the FDCIP once a year to ensure the plan is up to date with current community needs and is capable of meeting the City's facilities development needs. The Board shall expend, in accordance with State law and subject to City Council approval, the funds received by it for community facilities development where such

expenditures will have benefit to the citizens of the City. The Board shall make an annual report no later than the 10th day of July each year to the City council which shall include, but not be limited to, the following:

- (i) A review of the accomplishments of the corporation in the area of facilities development during the past year; and
- (ii) The planned activities of the Corporation for the budget year addressed in the annual report.

Section 2. Annual Corporate Budget. At least sixty (60) days prior to the commencement of each fiscal year of the Corporation, The Board shall adopt a proposed budget of expected revenues and proposed expenditures for the next ensuing fiscal year. The budget shall contain such classifications and shall be in such form as may be prescribed from time to time by the Chief Administrative for inclusion with the annual budget submitted to the City Council. The budget shall not be effective until the same has been approved by the City Council.

Section 3. Books, Records, Audits.

(a) The Corporation shall keep and properly maintain, in accordance with generally accepted accounting principles, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.

(b) Upon the Boards approval, the books, records, accounts and financial statements of the Corporation may be maintained for the Corporation by the City. In such event, the Corporation may pay to the City reasonable compensation for such services.

(c) The Corporation's books, records, accounts, and financial statements to be audited at least once each fiscal year by an outside, independent, auditing and accounting firm selected by the City. Such audit shall be at the expense of the Corporation.

Section 4. Deposit and Investment of Corporate Funds.

(a) All proceeds from the issuance of bonds, notes, or other debt instruments ("Obligations") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to the issuance.

(b) All other monies of the corporation shall be deposited, secured, and/or invested in the manner provided for the deposit, security, and/or investment of the public funds of the City. The treasurer shall designate the accounts and depositories to be created and designated for such purposes, and the methods of withdrawal of funds there from for use by and for the purposes of the Corporation upon the signature of its treasurer and the Chief Administrative

Officer. The accounts, reconciliation, and investment of such funds and accounts shall be performed by the Finance Department of the City. The Corporation may pay reasonable compensation for such services by the City.

Section 5. Expenditures of Corporate Money. The monies of the corporation, including, but not limited to, sales and use taxes collected pursuant to Section 4B of the Act, monies derived from the repayment of loans, rents received from the lease or use of property, proceeds from the investment of funds of the Corporation, proceeds from the sale of property, and proceeds derived from the sale of Obligations, shall be expended for construction, improvement and/or maintenance of city parks and streets, with the board exercising reasonable efforts to equalize the expenditures between parks and streets, subject to the following limitations:

(a) Expenditures from the proceeds of Obligations shall be identified and described in the orders, resolutions, indentures, or other agreements submitted to and approved by the City Council prior to the sale and delivery of the Obligations to the purchasers thereof required by Section 6 of this Article;

(b) Expenditures that may be made from a fund created with the proceeds of Obligations, and expenditures of monies derived from sources other than the proceeds of Obligations may be used for the purposes of financing or otherwise providing one or more "Projects", as defined in the Act, except as limited herein. The specific expenditures shall be described in a resolution or order of the Board and shall be made only after the approval thereof by the City Council;

(c) The board shall hold a public hearing prior to the approval of any proposed specific project and the expenditure of any funds on such project.

(d) All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by Section 2 of this Article.

(e) For any project costing more than One Hundred and No/100 Dollars (\$100.00), the board shall be required to obtain the City Council's specific approval prior to making any expenditures for such project. Projects not costing more than \$100.00 shall not be aggregated as part of, or merely be components or subparts of, the same overall project, such resulting in the avoidance of obtaining the City Council's specific approval. Notwithstanding the foregoing, the board may not approve, on an annual basis, projects with aggregate expenditures exceeding One Hundred and No/100 Dollars (\$100.00) without specific City Council approval.

Section 6. Issuance of Obligations. No Obligations, including refunding Obligations, shall be sold and delivered by the Corporation unless the City Council shall approve such

Obligations by action taken no more than sixty (60) days prior to the date of sale of the Obligations.

Section 7. Potential Conflicts of Interest. The members of the Board are local public officials within the meaning of the Texas Government Code, Chapter 171. If a director has a substantial interest in a business entity or real property which is the subject of deliberation by the Board, the director shall file an affidavit with the secretary of the Corporation stating the nature and extent of the interest. Such affidavit shall be filed prior to any vote or decision upon the matter by the Board, and the interested director shall abstain from any vote, decision or discussion upon the matter.

Section 8. Contracts for Service. The Corporation may contract with any qualified and appropriate person, association, corporation or governmental entity to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties. Such designated tasks may include, but not be limited to, project conceptualization/feasibility studies and project analysis. These contracts (i) shall not be considered "projects" under this Article, (ii) shall not require a public hearing as provided by Section 5(c), and (iii) except as otherwise provided herein, shall not be subject to City Council approval. Prior City Council approval of such contract is required if the proposed contract is not already included in the current annual budget as a specific expenditure and if such contract exceeds One Hundred and No/100 Dollars (\$100.00). Furthermore, no such contract shall ever be approved or entered into which seeks or attempts to divest the Board of its discretion and policy-making functions in discharging the duties herein set forth. An administrative services agreement shall be executed between the Board and the City Council for the services provided and compensated as provided for herein.

ARTICLE V

MISCELLANEOUS PROVISIONS

Section 1. Principal Office.

(a) The principle office and the registered office of the Corporation shall be the registered office of the Corporation specified in the Articles of Incorporation.

(b) The Corporation shall have and shall continually designate a registered agent at its registered office, as required by the Act.

Section 2. Fiscal Year. The fiscal year of the Corporation shall be the same as the fiscal year of the City.

Section 3. Seal. The seal of the Corporation shall be as determined by the board.

Section 4. 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 president or secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5. Approval or Advice and Consent of the City Council. To the extent that these Bylaws refer to any approval by the City or refer to advice and consent by the City Council, such advice and consent shall be evidenced by a certified copy of a resolution, order, or motion duly adopted by the City council.

Section 6. Services of City Staff and Officers. Subject to approval from the City Council, the Corporation shall have the right to utilize the services of the City Attorney, the City Secretary, and the Finance Department of the City, provided (a) that the Corporation may pay reasonable compensation to the City for such services, and (b) the performance of such services does not materially interfere with the other duties of such personnel of the City.

Section 7. Indemnification of Directors, Officers and Employees.

(a) As provided in the Act and in the Articles of Incorporation, the Corporation is, for the purposes of the Texas Tort Claims Act (Subchapter A, Chapter 101, Texas Civil Practices and Remedies Code), a governmental unit and its actions are governmental functions.

(b) The corporation shall indemnify each and every member of the Board, its officers, and its employees, its attorneys, each member of the City Council and each employee of the City, to the fullest extent permitted by law, against any all liability or expense, including attorneys' fees, incurred by any of such persons by reason of actions or omissions that may arise out of the functions and activities of the Corporation.

Section 8. Legal Construction. These Bylaws shall be construed in accordance with the laws of the State of Texas. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. It is expressly provided that the provisions of the Act applicable to corporations governed under Sec. 4B of the Act are incorporated within these Bylaws by reference. In the event of any conflict between the applicable provisions of such Act and these Bylaws, then the applicable provisions of the Act shall control.

Section 9. Severability. If any provision or section of these Bylaws is held to be invalid, illegal or unenforceable in any respect, the invalidity, illegality or unenforceability shall not

affect any other provisions, and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

Section 10. Headings. The headings used in these Bylaws are used for convenience only and shall not be considered in construing the terms of the Bylaws.

Section 11. Parties Bound. The Bylaws shall be binding upon and inure to the benefit of the directors, officers and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors and assigns, except as otherwise provided herein.

Section 12. Applicability of City Charter, Policies and Procedures. The City Charter and all duly approved City policies and procedures shall apply directly to the Corporation and the Board unless such charters, policies and procedures are superseded by state law or are not related to the functions of the Board. The Board has the discretion, subject to the approval of the City Council, to adopt other policies and procedures in addition to or in place of those policies and procedures of the City.

ARTICLE VI

EFFECTIVE DATE, AMENDMENTS

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

- (a) The recommendation of these Bylaws to the City Council;
- (b) The approval of these Bylaws by the City Council; and
- (c) The approval and adoption of these Bylaws by the Board.

Section 2. Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation and these Bylaws may be amended in the manner provided in the Article of Incorporation and the Act.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of the PRINCETON COMMUNITY DEVELOPMENT CORPORATION, and the foregoing Bylaws constitute the Bylaws of the Corporations. These Bylaws were duly adopted at a meeting of the Board of Directors held on the 13th of February, 2014, as approved by the City Council of the City of Princeton, Texas, at a meeting held on the 24th day of February, 2014.

Signed this 27th day of February, 2014.

Kathy Morris, Secretary of the Corporation

FIRST AMENDED BYLAWS OF
PRINCETON COMMUNITY DEVELOPMENT CORPORATION

ARTICLE I

PURPOSE AND POWERS

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ARTICLE II

BOARD OF DIRECTORS

Section 1. Powers, Number and Term of Office.

(a) The property and affairs of the Corporation shall be managed and controlled by a Board of Directors (the "Board") and, subject to the restrictions imposed by law, by the Articles of Incorporation, and by these Bylaws, the Board shall exercise all of the powers of the Corporation.

(b) The Board shall consist of seven (7) directors, each of whom shall be appointed by the City Council (the "City Council") of the City as follows:

1. Five directors shall be appointed as follows: Each Council person, excluding the Mayor, shall appoint one individual, who shall not be a City employee, officer or member of City Council, to serve as a director. The term of the individual appointed shall coincide with the term of office of the appointing Council person and the term of the appointed director shall expire on the date of the election of that Council person. Appointments and/or re-appointments shall be made so the new director(s) take office in June following the City elections generally held in May. Provided, however, should there be a run-off required, the appointment shall be made within 30 days of the date the Council member takes office.

2. The Mayor shall appoint the remaining two directors, who may be a City employee, officer or Council member.

(c) As stated in the Articles of Incorporation, at least three (3) directors cannot be City employees, officers, or members of the City Council;

(d) The directors constituting the first Board shall be those directors named in the Articles of Incorporation. The respective initial terms of the Board are set forth in the Articles of Incorporation. Thereafter, each successor member of the Board shall be appointed and serve for two (2) years or until his or her successor is appointed as hereinafter provided.

(e) Any director may be removed from office by the City Council at any time without cause. Provided however, no director may miss more than 25% of the regularly scheduled meeting in a 12 month period. Failure to maintain a 75% attendance record for all regularly scheduled meetings, as reflected in the minutes of the meeting, shall result in automatic removal from the Board, and the position left vacant by the automatic removal shall be filled by the appointing council person or entity within 30 days of the vacancy. The determination of the failure to maintain attendance as required herein shall be made by the Mayor and the Mayor's decision shall be final.

Section 2. Meetings of Directors. The directors may hold their meetings at such place or places in the City as the Board may time to time determine; provided, however, in the absence of any such determination by the Board, the meetings shall be held at the principal office of the Corporation as specified in Article V of these Bylaws.

Section 3. Notice and Open Meetings Act. The Board shall be considered a "governmental body" within the meaning of the Texas Government Code, Sec. 551.001, and notice of each meeting and deliberation shall be given to the public in accordance with the provisions of the Texas Government Code, Chapter 551 (The Texas Open Meetings Act) as amended.

Section 4. Quorum and Voting. A majority of the directors shall constitute a quorum for the conduct of the official business of the Corporation. 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 and of the Corporation unless the act of a greater number is required by law. However, in no event shall any project or expenditure be approved upon the affirmative vote of less than four (4) directors present at a meeting. A director may not vote by proxy. Directors must be present in order to vote at any meeting. Regular attendance at the Board meetings is required of all directors. The following number of absences shall constitute the basis for replacement of a director. Three (3) consecutive unexcused absences from meetings of the Board shall cause the position to be considered vacant. In addition, the position of any director who has four (4) unexcused absences in a twelve (12) month period shall be considered vacant.

Section 5. Conduct of Business.

(a) At the meetings of the Board, matters pertaining to the business of the Corporation shall be considered in accordance with rules of procedure as from time to time prescribed by the Board.

(b) At all meetings of the Board, the president shall preside and in the absence of the president, the vice president shall exercise the powers of the president.

(c) The secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 6. Committees of the Board. The Board may designate two or more directors to constitute an official committee of the Board to exercise such authority of the Board as may be specified in the resolution. It is provided, however, that all final, official actions of the Corporation may be exercised only by the Board. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the principal office of the Corporation.

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

Section 8. Attendance at Board Meetings. The City Manager, or his designee, the City Secretary and the Mayor may attend all meetings of the Board of Directors or Committees, including executive sessions. The City Manager, or his designee, the City Secretary and the Mayor shall not have the power to vote in the meetings attended; however, each shall have the right to participate in any discussion.

Section 9. Board's Relationship With the City. In accordance with state law, the Board shall be responsible for the proper discharge of its duties assigned herein. The Board shall determine its policies and directives within the limitations of the duties herein imposed by applicable laws, the Articles, these Bylaws, contracts entered into with the City, and the budget and fiduciary responsibilities. Such policies and directives are subject to approval by the City Council. Any request for services made to the departments of the City shall be made by the Board or its designee in writing to the Mayor or City Manager. The Mayor or City Manager may approve such request for assistance from the Board when he finds such requested services are available within the City and that the Board has agreed to reimburse the City for the cost of such services so provided.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office.

(a) The officers of the Corporation shall be a president, a vice president, a secretary, and a treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office, except that the president shall not hold the office of secretary. Terms of office shall be one (1) year with the right of an officer to be re-elected.

(b) All officers shall be subject to removal from office at any time by a vote of a majority of the entire Board.

(c) A vacancy in the office of any officer shall be filled by a vote of a majority of the directors.

Section 2. Powers and Duties of the President. The president shall be a member of the Board, shall preside at all meetings of the Board, and may sign and execute contracts and other legal instruments in the name of the Corporation as approved by the Board.

Section 3. Vice President. The vice president shall be a member of the Board and shall exercise the powers of the president during that officer's absence or inability to act. Any action taken by the vice president in the performance of the duties of the president shall be conclusive evidence of the absence or inability to act of the president at the time such action was taken.

Section 4. Treasurer. The treasurer may be the Director of Finance for the City and shall have the responsibility to see to the handling, custody, and security of all funds and securities of the Corporation in accordance with these bylaws and statutes governing corporations formed under the Act. Upon the approval of the Board, the treasurer may endorse and sign, on behalf of the Corporation, for collection or issuance, checks, notes and other obligations in or drawn upon such bank or banks or depositories as shall be designated by the Board consistent with these Bylaws. The treasurer shall see to the entry in the books of the Corporation full and accurate accounts of all monies received and paid out on account of the Corporation. The City Council may require that the treasurer, at the expense of the Corporation, give a bond for the faithful discharge of his duties in such form and amount as the City Council may require.

Section 5. Secretary. The secretary may be the City Secretary or other City staff person so designated by the Board, and shall keep the minutes of all meetings of the Board in books provided for that purpose, shall give and serve all notices, may sign with the president upon the approval of the Board in the name of the Corporation, and/or attest to the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation, shall have charge of the corporate books, records, documents and instruments, except the papers as the Board may direct, all of which shall at all reasonable times be open to public inspection upon application at the office of the Corporation during business hours, and

shall in general perform all duties incident to the office of secretary subject to the control of the Board.

Section 6. Eligible Individuals. The president and vice president shall be named from among the members of the Board. The treasurer, secretary and any assistant secretaries may be employees of the City, as such individuals are designated by the Board and approved by the City Council.

Section 7. Chief Administrative Officer. The Mayor or City Manager, as designated by the City Council, shall serve as the Chief Administrative Officer of the Corporation, and upon the Board's approval, may administer work orders, requisitions for payment, purchase orders, contract administration/oversight, contract management, and other instruments or activities as prescribed by the Board in the name of the Corporation.

Following the approval of the Board and the City Council, the Chief Administrative Officer shall employ such full or part-time employees as needed to carry out the programs of the Board. These employees shall be employees of the City and perform those duties assigned to them. These employees shall be compensated for their services to the Corporation.

Section 8. Compensation. Officers who are members of the Board shall be reimbursed for actual expenses incurred in the performance of their duties hereunder.

ARTICLE IV

FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

Section 1. Duties of the Board.

(a) The Board shall develop a combined Facilities Development Capital Improvement Program ("FDCIP"), including maintenance and operation costs thereof, for the City which shall include and set forth both short and long term goals. The FDCIP developed by the Board shall be one that incorporates the capital improvement plans of all of the City's general community facilities within the parameters specified in Article I, Section 2 of these Bylaws, and within the financial constraints of revenues available to the Corporation. The FDCIP shall be approved by the City Council.

(b) The Board shall review and update the FDCIP once a year to ensure the plan is up to date with current community needs and is capable of meeting the City's facilities development needs. The Board shall expend, in accordance with State law and subject to City Council approval, the funds received by it for community facilities development where such expenditures will have benefit to the citizens of the City. The Board shall make an annual report no later than the 10th day of July each year to the City Council which shall include, but not be limited to, the following:

(i) A review of the accomplishments of the Corporation in the area of facilities development during the past year; and

(ii) The planned activities of the Corporation for the budget year addressed in the annual report.

Section 2. Annual Corporate Budget. At least sixty (60) days prior to the commencement of each fiscal year of the Corporation, the Board shall adopt a proposed budget of expected revenues and proposed expenditures for the next ensuing fiscal year. The budget shall contain such classifications and shall be in such form as may be prescribed from time to time by the Chief Administrative Officer for inclusion with the annual budget submitted to the City Council. The budget shall not be effective until the same has been approved by the City Council.

Section 3. Books, Records, Audits.

(a) The Corporation shall keep and properly maintain, in accordance with generally accepted accounting principals, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.

(b) Upon the Boards approval, the books, records, accounts, and financial statements of the Corporation may be maintained for the Corporation by the City. In such event, the Corporation may pay to the City reasonable compensation for such services.

(c) The Corporation's books, records, accounts, and financial statements to be audited at least once each fiscal year by an outside, independent, auditing and accounting firm selected by the City. Such audit shall be at the expense of the Corporation.

Section 4. Deposit and Investment of Corporate Funds.

(a) All proceeds from the issuance of bonds, notes, or other debt instruments ("Obligations") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to the issuance.

(b) All other monies of the Corporation shall be deposited, secured, and/or invested in the manner provided for the deposit, security, and/or investment of the public funds of the City. The treasurer shall designate the accounts and depositories to be created and designated for such purposes, and the methods of withdrawal of funds there from for use by and for the purposes of the Corporation upon the signature of its treasurer and the Chief Administrative Officer. The accounts, reconciliation, and investment of such funds and accounts shall be performed by the Finance Department of the City. The Corporation may pay reasonable compensation for such services by the City.

Section 5. Expenditures of Corporate Money. The monies of the Corporation, including, but not limited to, sales and use taxes collected pursuant to Section 4B of the Act, monies derived from the repayment of loans, rents received from the lease or use of property, proceeds from the investment of funds of the Corporation, proceeds from the sale of property, and proceeds derived from the sale of Obligations, shall be expended for construction, improvement and/or maintenance of City parks and streets, with the Board exercising reasonable efforts to equalize the expenditures between parks and streets, subject to the following limitations:

(a) Expenditures from the proceeds of Obligations shall be identified and described in the orders, resolutions, indentures, or other agreements submitted to and approved by the City Council prior to the sale and delivery of the Obligations to the purchasers thereof required by Section 6 of this Article;

(b) Expenditures that may be made from a fund created with the proceeds of Obligations, and expenditures of monies derived from sources other than the proceeds of Obligations may be used for the purposes of financing or otherwise providing one or more "Projects," as defined in the Act, except as limited herein. The specific expenditures shall be described in a resolution or order of the Board and shall be made only after the approval thereof by the City Council;

(c) The Board shall hold a public hearing prior to the approval of any proposed specific project and the expenditure of any funds on such project.

(d) All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by Section 2 of this Article.

(e) For any project costing more than One Hundred and No/100 Dollars (\$100.00), the Board shall be required to obtain the City Council's specific approval prior to making any expenditures for such project. Projects not costing more than \$100.00 shall not be aggregated as part of, or merely be components or subparts of, the same overall project, such resulting in the avoidance of obtaining the City Council's specific approval. Notwithstanding the foregoing, the Board may not approve, on an annual basis, projects with aggregate expenditures exceeding One Hundred and No/100 Dollars (\$100.00) without specific City Council approval.

Section 6. Issuance of Obligations. No Obligations, including refunding Obligations, shall be sold and delivered by the Corporation unless the City Council shall approve such Obligations by action taken no more than sixty (60) days prior to the date of sale of the Obligations.

Section 7. Potential Conflicts of Interest. The members of the Board are local public officials within the meaning of the Texas Government Code, Chapter 171. If a director has a substantial interest in a business entity or real property which is the subject of deliberation by the Board, the director shall file an affidavit with the secretary of the Corporation stating the nature and extent of the interest. Such affidavit shall be filed

prior to any vote or decision upon the matter by the Board, and the interested director shall abstain from any vote, decision or discussion upon the matter.

Section 8. Contracts for Service. The Corporation may contract with any qualified and appropriate person, association, corporation or governmental entity to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties. Such designated tasks may include, but not be limited to, project conceptualization/feasibility studies and project analysis. These contracts (i) shall not be considered "projects" under this Article, (ii) shall not require a public hearing as provided by Section 5(c), and (iii) except as otherwise provided herein, shall not be subject to City Council approval. Prior City Council approval of such contract is required if the proposed contract is not already included in the current annual budget as a specific expenditure and if such contract exceeds One Hundred and No/100 Dollars (\$100.00). Furthermore, no such contract shall ever be approved or entered into which seeks or attempts to divest the Board of its discretion and policy-making functions in discharging the duties herein set forth. An administrative services agreement shall be executed between the Board and the City Council for the services provided and compensated as provided for herein.

ARTICLE V

MISCELLANEOUS PROVISIONS

Section 1. Principle Office.

(a) The principle office and the registered office of the Corporation shall be the registered office of the Corporation specified in the Articles of Incorporation.

(b) The Corporation shall have and shall continually designate a registered agent at its registered office, as required by the Act.

Section 2. Fiscal Year. The fiscal year of the Corporation shall be the same as the fiscal year of the City.

Section 3. Seal. The seal of the Corporation shall be as determined by the Board.

Section 4. 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 president or secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5. Approval or Advice and Consent of the City Council. To the extent that these Bylaws refer to any approval by the City or refer to advice and consent by the City Council, such advice and consent shall be evidenced by a certified copy of a resolution, order, or motion duly adopted by the City Council.

Section 6. Services of City Staff and Officers. Subject to approval from the City Council, the Corporation shall have the right to utilize the services of the City Attorney, the City Secretary, and the Finance Department of the City, provided (a) that the Corporation may pay reasonable compensation to the City for such services, and (b) the performance of such services does not materially interfere with the other duties of such personnel of the City.

Section 7. Indemnification of Directors, Officers and Employees.

(a) As provided in the Act and in the Articles of Incorporation, the Corporation is, for the purposes of the Texas Tort Claims Act (Subchapter A, Chapter 101, Texas Civil Practices and Remedies Code), a governmental unit and its actions are governmental functions.

(b) The Corporation shall indemnify each and every member of the Board, its officers, and its employees, its attorneys, each member of the City Council and each employee of the City, to the fullest extent permitted by law, against any all liability or expense, including attorneys' fees, incurred by any of such persons by reason of any actions or omissions that may arise out of the functions and activities of the Corporation.

Section 8. Legal Construction. These Bylaws shall be construed in accordance with the laws of the State of Texas. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. It is expressly provided that the provisions of the Act applicable to corporations governed under Sec. 4B of the Act are incorporated within these Bylaws by reference. In the event of any conflict between the applicable provisions of such Act and these Bylaws, then the applicable provisions of the Act shall control.

Section 9. Severability. If any provision or section of these Bylaws is held to be invalid, illegal or unenforceable in any respect, the invalidity, illegality or unenforceability shall not affect any other provision, and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

Section 10. Headings. The headings used in these Bylaws are used for convenience only and shall not be considered in construing the terms of the Bylaws.

Section 11. Parties Bound. The Bylaws shall be binding upon and inure to the benefit of the directors, officers and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors and assigns, except as otherwise provided herein.

Section 12. Applicability of City Charter, Policies and Procedures. The City Charter and all duly approved City policies and procedures shall apply directly to the Corporation and the Board unless such charters, policies or procedures are superseded by state law or are not related to the functions of the Board. The Board has the discretion,

subject to the approval of the City Council, to adopt other policies and procedures in addition to or in place of those policies and procedures of the City.

ARTICLE VI

EFFECTIVE DATE, AMENDMENTS

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

- (a) the recommendation of these Bylaws to the City Council;
- (b) the approval of these Bylaws by the City Council; and
- (c) the approval and adoption of these Bylaws by the Board.

Section 2. Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation and these Bylaws may be amended in the manner provided in the Article of Incorporation and the Act.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of the PRINCETON COMMUNITY DEVELOPMENT CORPORATION, and the foregoing Bylaws constitute the Bylaws of the Corporation. These Bylaws were duly adopted at a meeting of the Board of Directors held on the 8 day of March, 2007, as approved by the City Council of the City of Princeton, Texas, at a meeting held on the 30 day of April, 2007.

Signed this 10 day of May, 2007.

Cathy Dunkel
Secretary of the Corporation

Lesia Thornhill

From: Chase Bryant
Sent: Monday, October 19, 2015 12:01 PM
To: Lesia Thornhill
Cc: Tommy Mapp; Derek Borg
Subject: RE: CDC
Attachments: scoreboard quote.pdf



Here is the most up to date quote. This is the cheapest I have found anywhere. I also receive specials all the time for free shipping, or free wireless remote. So, we can get the cost down some if we use a promotion at a later time. I can send over other quotes if you would like, but they are in the 20k range. This does not include installation, but none of the others did as well.

Chase Bryant

Parks and Recreation Coordinator
123 W. Princeton Dr.
Princeton Tx 75407
(469) 704-5646

From: Lesia Thornhill
Sent: Wednesday, October 14, 2015 11:24 AM
To: Chase Bryant
Cc: Tommy Mapp; Derek Borg
Subject: RE: CDC

Thanks

From: Chase Bryant
Sent: Wednesday, October 14, 2015 9:26 AM
To: Lesia Thornhill <LThornhill@princetontx.us>
Cc: Tommy Mapp <TMapp@princetontx.us>; Derek Borg <DBorg@princetontx.us>
Subject: Re: CDC

I just want to let you know that I have been working on a current cost for scoreboards. I'll send over several options by the end of the day today.

Sent from my iPhone

On Oct 9, 2015, at 10:13 AM, Lesia Thornhill <LThornhill@princetontx.us> wrote:

The CDC has asked for information as to the expense for installing a scoreboard at the community park ball fields.

I know you have been working on this so could you please provide this information to me no later than October 22, 2015.

Thank you

Lesia Thornhill
Asst. City Manager/City Secretary
123 W. Princeton Drive
Princeton, Texas 75407
972-736-2416
972-734-2548 Fax

The material in this e-mail is intended only for the use of the individual to whom it is addressed and may contain information that is confidential, privileged, and exempt from disclosure under applicable law. If you are not the intended recipient, be advised that the unauthorized review, use, disclosure, duplication, distribution, or the taking of any action in reliance on this information is strictly prohibited. If you have received this e-mail in error, please notify the sender by return email and destroy all electronic and paper copies of the original message and any attachments immediately. Please note that neither City of Princeton nor the sender accepts any responsibility for viruses and it is your responsibility to scan attachments (if any). Thank you.

ATTENTION PUBLIC OFFICIALS:

A "REPLY TO ALL" OF THIS E-MAIL COULD LEAD TO VIOLATIONS OF THE TEXAS OPEN MEETINGS ACT. PLEASE REPLY ONLY TO THE SENDER.



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FAX: **270-759-0004**

Quotation

Date: 10/14/2015
Quote Number: 80644-3
Prepared By: Tassie Pace
Notes:

Customer: CITY OF PRINCETON
Address: PRINCETON TX 75407
Phone: 4697045646
Fax:
Email: cbryant@princetontx.us
Contact: CHASE BRYANT

Model	Description	Qty	Unit Price	Ext. Price
VSBX-311-58R	BASEBALL 5' X 8'	3	\$2,695.00	\$8,085.00
POWDER COAT	ROYAL BLUE	3	\$0.00	\$0.00
LETTERING	WHITE	3	\$0.00	\$0.00
TRIM	WHITE	3	\$0.00	\$0.00
VSBX-MHHBASEBALL	MINI HANDIScore WIRELESS BASEBALL	3	\$545.00	\$1,635.00
Subtotal:				\$9,720.00
VSBX-312-58R	BASEBALL 5' X 8'	1	\$2,895.00	\$2,895.00
POWDER COAT	ROYAL BLUE	1	\$0.00	\$0.00
LETTERING	WHITE	1	\$0.00	\$0.00
TRIM	WHITE	1	\$0.00	\$0.00
VSBX-MHHBASEBALL	MINI HANDIScore WIRELESS BASEBALL	1	\$545.00	\$545.00
Subtotal:				\$3,440.00
Total:				\$13,160.00

Shipping:	\$856.88
Sales Tax:	\$0.00
Quote Total:	\$14,016.88

Thank you for the opportunity to quote on your project! If you have any questions concerning this quotation or if there is anything else I can do for you, please give me a call.

Sincerely,

Tassie Pace

Tassie Pace
Sales Associate
tassiepace@scoreboard1.com
866-575-0577 ext. 127



**INTERLOCAL AGREEMENT BETWEEN THE CITY OF PRINCETON COMMUNITY
DEVELOPMENT CORPORATION , THE CITY OF PRINCETON ECONOMIC
DEVELOPMENT CORPORATION AND THE CITY OF PRINCETON CHAMBER OF
COMMERCE FOR THE OPERATION OF THE VISITOR CENTER**

This agreement is made between the City of Princeton Community Development Corporation, (CDC) the City of Princeton Economic Development Corporation, (EDC) and the City of Princeton Chamber of Commerce, (Chamber), each acting by and through its authorized representative, as follows, that

WHEREAS, The CDC, EDC and the Chamber have found it advisable to enter into an Interlocal Agreement for the provisions of rent and services related to the operation of the Visitors Center; and

WHEREAS, the CDC and the EDC find it in the best interest of the Corporations to partner with the Chamber in order to promote the interests of the Community, and the vision of the CDC, the EDC and the City of Princeton; and

WHEREAS, the property located at 275 W. Princeton Dr. Suite 105, Princeton Texas, shall be known as the Visitors Center; and

WHEREAS, the CDC and the EDC wishes to pay for the rent, electric, and phone costs in order to share the costs associated with the operation of the Visitor Center; and

WHEREAS, the Chamber will staff the Visitors Center; and

WHEREAS, the governing bodies of each party find that this project is necessary for the benefit of the public and each party, and each party has the legal authority to provide the governmental function or service which is the subject matter of this agreement; and

WHEREAS, the parties desire to enter into this agreement for the sharing of costs and services associated, in order to provide a Visitors Center for the City of Princeton and its citizens.

NOW, THEREFORE, in consideration of the promises and agreements contained herein, the parties mutually agree as follows;

SECTION 1. Purpose; Operation of the Visitor Center.

The Chamber will be solely responsible for staffing and operation of the Visitor Center in the location identified as 275 W. Princeton Dr. Suite 102, Princeton Texas. The Chamber will establish the duties of its personnel, set the hours of operation, provide for office equipment and supplies, postage, advertising, and determine the dress code of its personnel. As the

operational policies are further developed, the Chamber shall update the CDC and the EDC as required. The operation of the Visitor Center provides an important service to the citizens and visitors to the City and to the Chamber members.

SECTION 2. Visitor Center Duties of the CDC and EDC.

The CDC and EDC shall divide and pay 50% each of the following amounts for the operation of the Visitor Center in partner with the Chamber for its share in the operational costs for the staffing.

\$330.00	Facility Rent
\$60.00	Electric service
\$50.00	ATT phone service
<u>\$60.00</u>	Vonage phone service
\$500.00	Total monthly expense shared by the EDC and the CDC

SECTION 3. Complaints

Any complaints received by the City, CDC or EDC concerning the operation of the Visitors Center shall be investigated and considered by the City Manager, who shall then report to the CDC, EDC and the City Council and the Chamber Board, with his recommendation, and a final determination shall be mad by the City Council after consultation with the Chamber Board.

SECTION 4. Miscellaneous.

- a) Any notice required or permitted to be delivered in connection with this Agreement shall be deemed received when hand delivered or when sent by United States Mail, postage paid, certified mail, return receipt requested, addressed to the parties hereto.
- b) This Agreement constitutes the only agreement of these parties with regard to the subject matter hereof and supersedes any prior understandings or written or oral agreements between the parties respecting this subject matter.
- c) This Agreement may be amended by the mutual written agreement of the parties prior to October 1.
- d) Either party may terminate its participation in this Agreement by furnishing thirty (30) days written notice to the other party of such intent. In no event shall the City have any financial responsibility for the costs of employment of Chamber personnel under the term of this Agreement.

e) In the event any provision of this agreement shall be held invalid by a Court of competent jurisdiction, such holding shall not affect the other provisions of this Agreement, which shall be construed as if such invalid provision had never been contained herein.

SECTION 4. Term of Agreement

The term of this Agreement shall be from October 1st. through September 30, and shall automatically renew for an additional 1 year term thereafter, after review and acceptance by both parties before October 1st of the current year.

SECTION 6. To the extent allowed by law, each party agrees to release, defend, indemnify, and hold harmless the other (and its officers, agents, and employees) from and against all claims or causes of action for injuries (including death), property damages (including loss of use), and any other losses, demands, suits, judgments and costs, including reasonable attorneys' fees and expenses, in any way arising out of, related to, or resulting from its performance under this agreement, or caused by its negligent acts or omissions (or those of its respective officers, agents, employees, or any other third parties for whom it is legally responsible) in connection with performing this agreement.

SECTION 7. The laws of the State of Texas shall govern the interpretation, validity, performance and enforcement of this agreement. The parties agree that this agreement is performable in Collin County, Texas and that exclusive venue shall lie in Collin County, Texas.

SECTION 8. The provisions of this agreement are severable. If any paragraph, section, subdivision, sentence, clause, or phrase of this agreement is for any reason held by a court of competent jurisdiction to be contrary to law or contrary to any rule or regulation having the force and effect of the law, the remaining portions of the agreement shall be enforced as if the invalid provision had never been included.

SECTION 9. This agreement embodies the entire agreement between the parties and may only be modified in writing executed by both parties.

SECTION 10. This agreement shall be binding upon the parties hereto, their successors, heirs, personal representative; and assigns. Neither party will assign or transfer an interest in this agreement without the written consent of the other party.

SECTION 11. It is expressly understood and agreed that, in the execution of this agreement, neither party waives, nor shall be deemed hereby to have waived any immunity or defense that would otherwise be available to it against claims arising in the exercise of governmental powers and functions. By entering into this agreement, the parties do not create any obligations,

express or implied other than those set forth herein, and this agreement shall not create any rights in parties not signatories hereto.

SECTION 12. This agreement shall be effective upon execution by both parties for an initial term of one year and shall thereafter automatically renew _____ successive one-year terms.

SECTION 13. The declarations, determinations and findings declared, made and found in the preamble to this Agreement are hereby adopted, restated and made part of the operative provisions hereof.

SECTION 14. Each person signing this Agreement hereby confirms that any requisite approvals from the governing body of such signatory have been obtained, and all prerequisites to the execution, delivery and performance hereof have been obtained by or on behalf of that party.

This Agreement shall be effective as of the 22 day of August, 2013

EXECUTED by the parties hereto on the dates shown below.



Steve Deffibaugh, Chairman, CDC



Virginia Gathwright, Chamber President



Leland Caldwell, Chairman, EDC

Attest:


Lesia Thornhill, City Secretary