

ORDINANCE NO. 15-54

AN ORDINANCE ADOPTING ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CITY OF COLORADO SPRINGS PUBLIC FACILITIES AUTHORITY

WHEREAS, upon the direction of City Council, by Ordinance No. 88-270, on or about February 14, 1989, The City of Colorado Springs Recreation Authority was formed by filing Articles of Incorporation with the Colorado Secretary of State; and

WHEREAS, Article XII of the Articles of Incorporation provide that the Articles of Incorporation may be amended by an affirmative vote of a two-thirds majority of the members of the Board of Directors of the Public Facilities Authority and affirmative vote of a majority of the members of City Council by duly-adopted ordinance; and

WHEREAS, the Articles of Incorporation were amended on July 13, 2000 to change the name to The City of Colorado Springs Public Facilities Authority; and

WHEREAS, in November 2010, the voters of the City of Colorado Springs voted to change the form of the City's government from a Council-Manager form of government to a Council-Mayor form of government; and

WHEREAS, under the Articles of Incorporation the Board of Directors of the Public Facilities Authority is composed of two members of City Council and three members of the City administrative staff; and

WHEREAS, the Articles of Incorporation were amended on May 4, 2011 by duly-adopted Articles Amendment ("2011 Articles of Amendment") to make the composition of the Board of Directors consistent with the change from Council-Manager form of government to the Council-Mayor form of government; and

WHEREAS, the Board of Directors has recognized that in practice the 2011 Articles of Amendment need further clarification and to this end the Board of Directors unanimously adopted Articles of Amendment to the Articles of Incorporation of the Public Facilities Authority, a copy of which is attached hereto and incorporated herein, ("2015 Articles of Amendment"); and

WHEREAS, the Board of Directors has recommended that the City Council approve the 2015 Articles of Amendment.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS:

Section 1. That the 2015 Articles of Amendment are hereby approved and the City Attorney's Office is hereby directed to make any required filings with the Colorado Secretary of State in order to effectuate the 2015 Articles of Amendment to the Articles of Incorporation.

Section 2. This ordinance shall be in full force and effect from and after its final adoption and publication as provided by Charter.

Section 3. Council deems it appropriate that this ordinance be published by title and summary prepared by the City Clerk and that this ordinance be available for inspection and acquisition in the office of the City Clerk.

Introduced, read, passed on first reading and ordered published this 11th day of August, 2015.

Finally passed: August 25th, 2015


Merv Bennett, Council President

Delivered to Mayor on _____.

Mayor's Action:

- Approved on August 28, 2015.
- Disapproved on _____, based on the following objections:

John W. Suthers
John W. Suthers, Mayor


Council Action After Disapproval:

- Council did not act to override the Mayor's veto.
- Finally adopted on a vote of _____, on _____.
- Council action on _____ failed to override the Mayor's veto.

Merv Bennett, Council President

ATTEST:

Sarah B. Johnson
Sarah B. Johnson, City Clerk



OK
JF.
OK
TJG

I HEREBY CERTIFY, that the foregoing ordinance entitled **“AN ORDINANCE ADOPTING ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CITY OF COLORADO SPRINGS PUBLIC FACILITIES AUTHORITY”** was introduced and read at a regular meeting of the City Council of the City of Colorado Springs, held on August 11, 2015; that said ordinance was finally passed at a regular meeting of the City Council of said City, held on the 25th day of August, 2015, and that the same was published by title and summary, in accordance with Section 3-80 of Article III of the Charter, in the Transcript, a newspaper published and in general circulation in said City, at least ten days before its passage.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the City, this 28th day of August, 2015.


City Clerk



**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION FOR
THE CITY OF COLORADO SPRINGS
PUBLIC FACILITIES AUTHORITY**

The Articles of Incorporation for The City of Colorado Springs Public Facilities Authority are hereby amended as follows:

1. Article V (Board of Directors) is hereby deleted in its entirety and replaced with the following new Article V:

**ARTICLE V
BOARD OF DIRECTORS**

There shall be no stock issued in the Authority and no members of the Authority except the Board of Directors thereof; provided however, that the member of the City Council, as the same shall from time to time exist, shall be deemed to be members of the Authority solely for the purpose of exercising the powers and authority granted to the City Council by these Articles of Incorporation. The limited membership status granted by this paragraph shall convey no rights or obligations upon any person other than those specifically and expressly convey by these Articles of Incorporation.

The number of Directors of the Authority shall be five (5). Two members of the City Council shall serve as members of the Board of Directors of the Authority and shall be appointed by a majority vote of the City Council by duly-adopted resolution. One member of the Board of Directors of the Authority shall be a member of the Mayor's staff appointed to the Board by the Mayor of the City of Colorado Springs ("Mayor"). The remaining two members of the Board of Directors of the Authority shall be the persons who hold, from time to time, the following City offices: Mayor, or his or her designee, and Chief Financial Officer.

Members who are appointed to the Board by City Council shall serve for a term of four (4) years or until their death, resignation, or removal or they are no longer members of City Council. Members of the Board who are appointed by City Council may be removed for good cause shown, by majority vote of the membership of the City Council as the same shall from time to time exist, by resolution duly adopted. If a vacancy occurs for a Director appointed by City Council, City Council shall fill such vacancy by appointing one of its members to serve the remainder of the unexpired term.

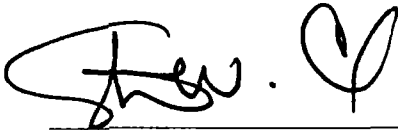
The member of the Board who is appointed by the Mayor shall serve for a term of four (4) years or until his or her death, resignation, or removal. Such Director shall serve at the pleasure of the Mayor and the Mayor may remove the Director

without or without cause. If a vacancy occurs for a Director appointed by the Mayor, the Mayor shall fill such vacancy by appointing a member of his or her staff to serve the remainder of the unexpired term.

The Mayor and the Chief Financial Officer shall serve until they are no longer the Mayor or the Chief Financial Officer, respectively. If a vacancy occurs for a Director who is also the Mayor or the Chief Financial Officer, the person succeeding to such office of the City shall become a Director of the Authority in that person's place.

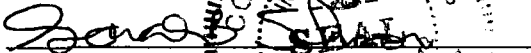
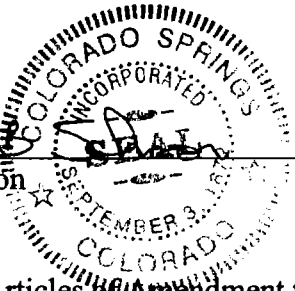
2. In all other respects, except as amended by this Amendment, the Articles of Incorporation for The City of Colorado Springs Public Facilities Authority, as duly adopted on January 18, 1989, and subsequently amended on July 5, 2000 and April 12, 2011, are hereby ratified and shall remain in full force and effect.

As the Secretary of The City of Colorado Springs Public Facilities Authority, I certify that these Articles of Amendment to the Articles of Incorporation for The City of Colorado Springs Public Facilities Authority were duly adopted, in conformance with Article XII of the Articles of Incorporation for The City of Colorado Springs Public Facilities Authority, by an affirmative vote of two-thirds of the members of the Board of Directors of the Authority at its regular meeting on January 12, 2015.




Steve Cox, Chief of Staff
Secretary

ATTEST:


Sarah B. Johnson
City Clerk

These Articles of Amendment to the Articles of Incorporation for The City of Colorado Springs Public Facilities Authority were duly adopted, in conformance with Article XII of the Articles of Incorporation for The City of Colorado Springs Public Facilities Authority by an affirmative vote of a majority of the members of City Council by ordinance finally passed, adopted and approved on second reading at a regular meeting of City Council held on August 25, 2015, Ordinance No. 15-54.

ATTEST:


Sarah B. Johnson
City Clerk