

A RESOLUTION
2005-12-CCHF

**APPROVING THE BYLAWS OF THE CITY OF SAN ANTONIO, TEXAS
CONVENTION CENTER HOTEL FINANCE CORPORATION;
ELECTING AND APPOINTING CORPORATE OFFICERS AND
AGENTS; AND APPROVING OTHER ADMINISTRATIVE
PROCEDURES OF THE CORPORATION**

WHEREAS, the CITY OF SAN ANTONIO, TEXAS CONVENTION CENTER HOTEL FINANCE CORPORATION, (the "Corporation") a Texas nonprofit local government corporation, has been legally incorporated under the provisions of Subchapter D of Chapter 431, Texas Transportation Code, as amended; and

WHEREAS, the CITY OF SAN ANTONIO, TEXAS (the "City"), on March 24, 2005, authorized the creation of the Corporation to aid and act on behalf of the City to accomplish certain governmental purposes of the City, to wit: finance a portion of the costs required to develop, construct, furnish and equip a privately-owned hotel to be located on land owned by the City that is adjacent to the City's Convention Center in order to promote economic development and to stimulate business and commercial activity in the City; and

WHEREAS, the City approved the Bylaws of the Corporation (the "Bylaws");

WHEREAS, the Board of Directors of the Corporation (the "Board") desires to approve the Bylaws and establish other administrative procedures of the Corporation; and

WHEREAS, pursuant to the Bylaws certain designated officers of the City shall be appointed by the Board as officers of the Corporation so long as they continue to hold such designated office with the City; and

WHEREAS, pursuant to the Bylaws of the Corporation, the City Manager of the City, or the City Manager's designee, shall serve as the Executive Director of the Corporation, the City Clerk of the City shall serve as the Secretary of the Corporation, and the Finance Director of the City shall serve as the Treasurer of the Corporation; and

WHEREAS, the Board of the Corporation wishes to appoint certain officers not otherwise designated by the Bylaws; and

WHEREAS, it is hereby further officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS CONVENTION CENTER HOTEL FINANCE CORPORATION THAT:

SECTION 1. INCORPORATION OF RECITALS. The Board hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Board hereby incorporates such recitals as a part of this Resolution.

SECTION 2. APPROVAL OF BYLAWS. The Board hereby approves the Bylaws of the Corporation (a copy of which is attached to this Resolution as Exhibit A and made a part hereof for all purposes).

SECTION 3. PRESIDENT. The Board hereby appoints Ed Garza, Mayor of the City, to serve as President of the Board of the Corporation, so long as he continues to serve as Mayor of the City or until further action is taken by the Board.

SECTION 4. VICE PRESIDENT. The Board hereby appoints _____, a member of the City Council of the City, to serve as Vice President of the Board, so long as he continues to serve as a member of the City Council of the City or until further action is taken by the Board.

SECTION 5. AUTHORIZATION TO PREPARE ADMINISTRATIVE PROCEDURES. The Board hereby approves the Executive Director of the Corporation to prepare administrative procedures of the Corporation, including the regular meeting date and time of the Board of the Corporation and posting place of any notice to the public of any meeting of the Board of the Corporation. Upon completion of such administrative procedures, the Executive Director shall submit it to the Board of the Corporation for approval. However, until such administrative procedures have been approved by the Board, the Board hereby adopts the City's regular meeting date, time and place of posting.

SECTION 6. SEVERABILITY. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution and the application thereof to other circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

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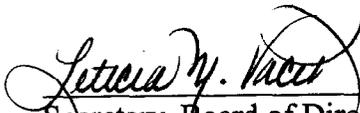
4/14/05
ITEM #4.1

ADOPTED AND APPROVED this the 14TH day of April, 2005.



President, Board of Directors
City of San Antonio, Texas
Convention Center Hotel Finance Corporation

ATTEST:



Secretary, Board of Directors
City of San Antonio, Texas
Convention Center Hotel Finance Corporation

[SIGNATURE PAGE FOR CORPORATE RESOLUTION APPROVING BYLAWS,
ELECTING OFFICERS AND APPROVING ADMINISTRATIVE PROCEDURES]

Agenda Voting Results

Name: 4.1.

Date: 04/14/05

Time: 05:10:37 PM

Vote Type: Multiple selection

Description: A Resolution approving the bylaws of the City of San Antonio, Texas Convention Center Hotel Finance Corporation; electing and appointing corporate officers and agents; and approving other administrative procedures of the Corporation.

Voter	Group	Status	Yes	No	Abstain
ROGER O. FLORES	DISTRICT 1		x		
JOEL WILLIAMS	DISTRICT 2		x		
RON H. SEGOVIA	DISTRICT 3		x		
RICHARD PEREZ	DISTRICT 4		x		
PATTI RADLE	DISTRICT 5		x		
ENRIQUE M. BARRERA	DISTRICT 6		x		
JULIAN CASTRO	DISTRICT 7	Not present			
ART A. HALL	DISTRICT 8		x		
CARROLL SCHUBERT	DISTRICT 9				x
CHIP HAASS	DISTRICT_10		x		
MAYOR ED GARZA	MAYOR		x		