

NOTICE: ANY SUBJECT APPEARING ON THIS AGENDA, REGARDLESS OF HOW THE MATTER IS STATED, MAY BE ACTED UPON BY THE BOARD OF DIRECTORS OF DANFORTH HEALTH FACILITIES CORPORATION.

DANFORTH HEALTH FACILITIES CORPORATION
BOARD OF DIRECTORS MEETING

AGENDA

JUNE 19, 2019- 11:00 A.M.
CITY HALL CONFERENCE ROOM
1801 9th Avenue North
Texas City, TX 77590

PLEASE NOTE: Public comments and matters from the floor are generally limited to 3 minutes in length. If you would like to request to speak, please do so in advance of the meeting by filling out a Request To Address Commission form. All in attendance are required to remove hats and/or sunglasses (dark glasses) during meetings and to also silence all cell phones and electronic devices.

1. ROLL CALL
2. NEW BUSINESS
 - a. Consider and take action on the election of officers and Oath of Officers.
 - b. Consider and take action on approving the Danforth Health Facilities Corporation's November 2, 2017 meeting minutes.
 - c. Consider and take action on Resolution No. 19-01, approving the dissolution of the Danforth Health Facilities Corporation and the execution of any and all documents.
3. UPDATES
4. BOARD COMMENTS
5. ADJOURNMENT

I, THE UNDERSIGNED AUTHORITY, DO HEREBY CERTIFY THAT THIS NOTICE OF MEETING WAS POSTED ON THE BULLETIN BOARDS AT CITY HALL, 1801 9TH AVENUE NORTH, TEXAS CITY, TEXAS, AT A PLACE CONVENIENT AND READILY ACCESSIBLE TO THE GENERAL PUBLIC AND ON THE CITY'S WEBSITE ON JUNE 14, AT PRIOR TO 4:00 P.M., AND REMAINED SO POSTED CONTINUOUSLY FOR AT LEAST 72 HOURS PRECEDING THE SCHEDULED TIME OF SAID MEETING.

Danforth Health Facilities Agenda

2. a.

Meeting Date: 06/19/2019

Submitted By: Rhomari Leigh, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on the election of officers and Oath of Officers.

BACKGROUND

ANALYSIS

ALTERNATIVES CONSIDERED

Attachments

Members

DANFORTH HEALTH FACILITIES CORPORATION

**CHARTER APPROVED BY SECRETARY OF STATE ON 8/12/96
CHARTER NUMBER 1411286-01**

This Corporation was incorporated under the provisions of the Health Facilities Development Act, V.T.C.A., Health & Safety Code, Chapter 221, (the Act) with the approval of the City Commission of the City of Texas City, Texas, by its Resolution No. 96-92, which was passed and adopted on August 7, 1996.

The purpose of the Corporation is to acquire, construct, provide, improve, finance and refinance any health facility, as such term is defined in the Act now or as hereafter amended, which is found by the Board of Directors of the Corporation to be required, necessary or convenient for health care, research and education, any one or more, within the State of Texas, all to assist the maintenance of the public health and welfare, particularly as it relates to geriatric care. The Corporation shall be operated exclusively for such purposes without profit. (The above statements were taken from the Articles of Incorporation.)

The debt issued by Danforth Health Facilities Corporation shall not be a liability of the Corporation or of the City of Texas City, Texas, or any of its affiliates.

Meetings are held as required.

Term of office: Five directors will serve three-year staggered terms. No limit on number of terms. Each Director shall hold office for the term for which he is appointed and until his successor shall have been appointed and qualified unless sooner removed.

BOARD OF DIRECTORS: Mayor Matthew T. Doyle Philip Roberts Jennifer Price George Fuller Irene Fattig	<u>City Staff:</u> Russel F. Plackemeier, City Attorney Nicholas Finan, Director of Management Services Laura Boyd, Director of Finance and DHFC Treasurer Rhomari Leigh – Board Secretary
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Danforth Health Facilities Agenda

2. b.

Meeting Date: 06/19/2019

Submitted By: Rhomari Leigh, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on approving the Danforth Health Facilities Corporation's November 2, 2017 meeting minutes.

BACKGROUND

ANALYSIS

ALTERNATIVES CONSIDERED

Danforth Health Facilities Agenda

2. c.

Meeting Date: 06/19/2019

Submitted By: Rhomari Leigh, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on Resolution No. 19-01, approving the dissolution of the Danforth Health Facilities Corporation and execution of any and all documents.

BACKGROUND

The State won't allow a corporation to just dissolve without formal action and submission of that formal dissolution submitted to the State. This meeting is to formally dissolve the Danforth Health Facilities Corporation since there is no longer a need to assist the county or any public entity in a general public hospital with bonds or other financial assistance. The City of Texas City still maintains a similar corporation with broader reach: Texas City Public Facilities Corporation.

ANALYSIS

ALTERNATIVES CONSIDERED

Attachments

Resolution
certificate

RESOLUTION NO. 19-

A RESOLUTION AUTHORIZING THE DISSOLUTION OF THE DANFORTH HEALTH FACILITY CORPORATION AND THE EXECUTION OF A CERTIFICATE OF DISSOLUTION TO BE FILED WITH THE OFFICE OF THE SECRETARY OF STATE; AND PROVIDING THAT THIS RESOLUTION SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the purposes for which the Danforth Health Facility Corporation was formed have been substantially met; and

WHEREAS, it is the desire of the Board of Directors of the Danforth Health Facility Corporation to dissolve the corporation; and

WHEREAS, the City Commission is the governing body of the City of Texas City; and

WHEREAS, the City of Texas City is the sponsoring organization; and

WHEREAS, in order to dissolve the corporation, the City Commission must authorize the dissolution of the corporation and file a Certificate of Dissolution with the Office of the Secretary of State.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS CITY HARBOUR AUTHORITY THAT:

SECTION 1: That the City Commission of the City of Texas City hereby authorizes the dissolution of the Danforth Health Facility Corporation.

SECTION 2: That the Danforth Health Facility Corporation Chairperson, Vice Chairperson, Board Secretary, Mayor and City Secretary are authorized to execute any and all documents necessary for the dissolution of the corporation.

SECTION 3: That the City Secretary shall file the Certificate of Dissolution with the Office of the Secretary of State.

SECTION 3: That this Resolution shall be in full force and effect from and after its passage and adoption.

PASSED AND ADOPTED this ___th day of June, 2019.

(executed on the following page)

Matthew T. Doyle, Mayor
City of Texas City, Texas

ATTEST:

APPROVED AS TO FORM:

Nicholas J. Finan
City Secretary

Russel F. Plackemeier
City Attorney

DANFORTH HEALTH FACILITY CORPORATION

RESOLUTION NO. 19-01

A RESOLUTION AUTHORIZING THE DISSOLUTION OF THE DANFORTH HEALTH FACILITY CORPORATION AND THE EXECUTION OF A CERTIFICATE OF DISSOLUTION TO BE FILED WITH THE OFFICE OF THE SECRETARY OF STATE; AND PROVIDING THAT THIS RESOLUTION SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the purposes for which the housing finance corporation was formed have been substantially met; and

WHEREAS, it is the desire of the Board of Directors of the Danforth Health Facility Corporation to dissolve the corporation; and

WHEREAS, the City Commission is the sponsoring organization and therefore has authorized the dissolution of the corporation on June 5, 2019; and

WHEREAS, in order to officially dissolve the corporation, the City Commissioners and the Directors of the Board must execute a certificate of dissolution declaring that the corporation is dissolved and file with the Office of the Secretary of State.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DANFORTH HEALTH FACILITY CORPORATION THAT:

SECTION 1: That the Board of Directors of the Danforth Health Facility Corporation hereby dissolves the corporation.

SECTION 2: That the Danforth Health Facility Corporation Chairperson, Vice Chairperson, City Secretary or the Mayor is authorized to execute any and all documents necessary for the dissolution of the corporation.

SECTION 3: That the City Secretary shall file the Certificate of Dissolution with the Office of the Secretary of State.

SECTION 3: That this Resolution shall be in full force and effect from and after its passage and adoption.

PASSED AND ADOPTED this 19th day of June 2019.

CHAIRPERSON/VICE CHAIRPERSON
Danforth Health Facility Corporation

ATTEST:

BOARD SECRETARY
Danforth Health Facility Corporation