

ORDINANCE NO. 2011 - 43

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF NEW BRAUNFELS, TEXAS, AMENDING ARTICLE III SECTION 38-51 CREATING A NEW BRAUNFELS DOWNTOWN BOARD AND ADOPTING BYLAWS; PROVIDING A SAVINGS CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EFFECTIVE DATE.

WHEREAS, in January of 1991 the City of New Braunfels joined the Texas Historical Commission's Main Street Program which seeks to revitalize and develop Downtowns; and

WHEREAS, in January of 2009 the City of New Braunfels hired consulting firm Torti Gallas & Partners, Inc. to prepare a Downtown Implementation Plan to serve as a roadmap for downtown revitalization, growth and development; and

WHEREAS, the Downtown Implementation Plan was approved by City Council on January 25, 2010; and

WHEREAS, the plan recommends that an advocacy entity be established to advise, guide, and champion implementation of the plan; and

WHEREAS, the roles and responsibilities of the Main Street Advisory Board and the Downtown Development Board as well as their Bylaws are very similar; and

WHEREAS, both boards voted to merge under a new name, New Braunfels Downtown Board ("NBDB") and operate under a new set of Bylaws that encompass the duties of Main Street and facilitates the implementation of the Downtown Implementation Plan.

NOW THEREFORE BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF NEW BRAUNFELS, TEXAS:

SECTION 1: The findings and recitations set out in the preamble to this ordinance are found to be true and they are hereby adopted by the City Council and made a part hereof for all purposes.

SECTION 2: There is established a New Braunfels Downtown Board for the City of New Braunfels, Texas to operate under the requirements of the Texas Main Street Program, serve as an advocacy entity for the Downtown Implementation Plan and the attached Bylaws to govern this board are hereby adopted. The Main Street Advisory Board and Downtown Development Board shall no longer exist. The members of the Downtown Development Board and the Main Street Advisory Board will initially merge their 24 members and then achieve the 17 members as identified in the bylaws through upcoming term expirations.

SECTION 3: This Ordinance shall be and is hereby declared to be cumulative to all other ordinances of the City of New Braunfels, and same shall not operate to repeal or affect any

such ordinance or ordinances except insofar as the provisions of such ordinance or ordinances are inconsistent or in conflict with the provisions of this Ordinance, in which instance or instances those provisions shall be and they are hereby repealed.

SECTION 4: That if any provision of this Ordinance shall be held void, illegal, or unconstitutional, it is hereby provided that all other parts of the same which are not held void, illegal or unconstitutional shall remain in full force and effect.

SECTION 5: This Ordinance may be read and published by descriptive caption only.

SECTION 6: This Ordinance shall take effect upon the second and final reading of the same.

PASSED AND APPROVED: First reading this 9th day of May, 2011.

PASSED AND APPROVED: Second reading this 23rd day of May, 2011.

CITY OF NEW BRAUNFELS, TEXAS

Gale Pospisil

Gale Pospisil, Mayor

ATTEST:

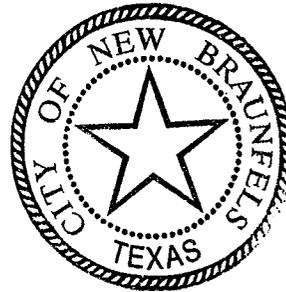
Patrick Aten

Patrick Aten, City Secretary

APPROVED AS TO LEGAL FORM:

Paul C. Isham

Paul Isham, Interim City Attorney



BYLAWS OF
NEW BRAUNFELS DOWNTOWN BOARD
FOR THE CITY OF
NEW BRAUNFELS, TEXAS

ARTICLE I
Name

The name of this organization shall be the New Braunfels Downtown Board ("NBDB").

ARTICLE II
Purposes

The purposes for which this Board is organized are to stimulate downtown economic development in New Braunfels, Texas by following the Texas Main Street Program Four-Point Approach; encouraging cooperation and building leadership in the business community; creating a positive image for downtown by promoting the downtown as an exciting place to live, shop, work and invest; guide and assist in improving the downtown appearance; to champion implementation of the Downtown Implementation Plan; to receive, administer and distribute funds in connection with any activities related to the purposes stated herein; and to take all other actions and activities that implement and advance the purposes stated herein.

ARTICLE III
Membership

Section 3.1 Appointments

The NBDB shall be composed of seventeen (17) members who shall be appointed by the City Council of the City of New Braunfels ("City Council"). The Downtown Development Coordinator shall serve as staff liaison for the City of New Braunfels, but shall not have a vote.

Section 3.2 Qualifications

A member of the NBDB shall have a demonstrated interest in downtown and be (a) a resident of downtown New Braunfels, or (b) an owner of a business or enterprise located in downtown New Braunfels, or (c) an owner of property located in downtown New Braunfels, or (d) a New Braunfels developer/contractor, or (e) a representative of one of the following organizations and/or entities: Comal County, Schiltebahn Water Park, New Braunfels Chamber of Commerce Board, New Braunfels Convention and Visitors Bureau Board, Downtown Association (DTA), Historic Landmark Commission (HLC), Planning and Zoning Commission (P&Z), New Braunfels Industrial Development Corporation (4B Board), New Braunfels Economic Development Foundation Board, Main Street Partners, any arts and heritage organization, or (f) have demonstrated expertise in the areas of marketing/media services, finance, architecture, or education. Applicants to the NBDB shall demonstrate qualifications for their designated position prior to appointment. City Council will consider nominations from the listed boards and commissions. If a member does not retain the said qualification during his or her term, such failure shall constitute a resignation from the Board. By filing an application with the City Council each applicant agrees to abide by these bylaws, ordinances, rules and regulations of the City of New Braunfels (including its Code of Ethics) and county, state and federal laws, rules and regulations related to the activities of the NBDB and further agrees to participate in committee work, required trainings, and volunteer activities of the NBDB.

Section 3.3 Terms

The term for each Board member shall be for three (3) years with one-third (1/3) of then NBDB rotating off each year.

Section 3.4 Resignations

Any member resigning shall submit a letter of resignation to the Chair of the NBDB and the City Secretary's Office. The City Council will be notified by the City Secretary's Office of such resignation with a request that a new member be appointed.

Section 3.5 Attendance

A member of the NBDB shall be assumed to have resigned his or her position as a member of the NBDB thereby forfeiting his or her unexpired term of office if, he or she is absent three (3) consecutive times or a total of any four (4) times during a calendar year not including special or committee meetings, provided at least five (5) days meeting notice has been given. The Downtown Development Coordinator shall notify the membership and the City Secretary's Office of such resignation. The City Council will be notified by the City Secretary's Office of such action with a request that a new member be appointed to the NBDB with the understanding that nothing contained herein shall be construed as limiting City Council's appointment or reappointment of any individual.

ARTICLE IV
Officers

Section 4.1 Election of Officers

On or before June 1 after the new members have been appointed by City Council, the NBDB with a quorum in attendance shall elect from its members a Chair and Vice-Chair.

Section 4.2 Term of Office

Each officer shall hold his or her office for one (1) year. All resignations from an office shall be submitted in writing to the Chair. Any resignation or removal from the NBDB shall constitute a resignation from an office. Officers cannot serve in the same position for more than two (2) consecutive terms. No member may serve in more than one officer position at a time.

Section 4.3 Duties of Officers

Section 4.3.1 Chair

The Chair shall preside and participate at all meetings of the NBDB, shall recruit and approve standing and special committee chairs, and shall have voting power.

Section 4.3.2 Vice-Chair

The Vice-Chair shall assist the Chair as needed and shall serve as the presiding officer in the absence of the Chair. The Vice-Chair shall have the right to vote on all issues that come before the NBDB.

Section 4.4 Vacancies

Any vacancy in an office shall be filled by the NBDB at its next regular or special meeting.

ARTICLE V
Meetings

Section 5.1 Date, Time and Place of Meetings

The NBDB shall meet on the third Tuesday morning of months January through December at 8:30 o'clock A.M. Meetings shall be held in the municipal building of the City of New Braunfels unless notice of a different location is given. The NBDB may change the meeting day, time and place upon a majority vote of a quorum.

Section 5.2 Open Meetings

All meetings shall be held in accordance with the Texas Open Meetings Act.

Section 5.3 Special Meetings

The Chair or one-third (1/3) of the Members of the NBDB may call a special meeting of the NBDB with at least five (5) days written notice to all members specifying the purpose of such meeting.

Section 5.4 Quorum

A majority of the members of the NBDB shall constitute a quorum.

ARTICLE VI
Committees

Section 6.1 Standing Committees

The following shall be standing committees if the Board: Design, Promotion, Economic Restructuring and Organization. The Board may create additional standing committees and shall delineate the duties of such committees. In consultation with Standing Committee Chairs, the Chair shall recruit and approve members from the NBDB and interested residents of the City of New Braunfels to be members of the Standing Committees. Each Standing Committee shall have a member or members from the NBDB. The rules governing the conduct of the NBDB's meetings shall also govern those of the Standing Committees.

Section 6.2 Special Committees

The Board may create special committees with limited purposes or goals to perform

specific functions and activities specified by the Board. At the beginning of each calendar year the Board shall determine if any Special Committees then in existence need to continue the work assigned to them. The Chair shall recruit and approve members from the Board and interested residents of the City of New Braunfels to be members of the Special Committees. The rules governing the conduct of the Board's meetings shall also govern those of the Special Committees.

ARTICLE VII
Procedures

Section 7.1 Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the NBDB in all cases in which they are applicable and in which they are not inconsistent with these bylaws. The NBDB shall conduct themselves in accordance with the City Charter of the City of New Braunfels and the laws of the State of Texas.

Section 7.2 Notices

Any notice required herein shall be given in writing and shall be given when deposited in the U.S. mail, by facsimile, e-mail, or personal delivery.

ARTICLE VIII

Indemnification

New Braunfels Downtown Board and Committee members shall be covered by Ordinance No. 2011-____, as amended from time to time.

ARTICLE IX
Amendment to Bylaws

These bylaws may be amended at any regular or special meeting of the NBDB by a quorum and provided that all of the members were given fifteen (15) days prior written notice of the amendment. No amendment adopted by the DDB shall become effective until approved by the City Council.

ADOPTED this _____ day of _____, 2011.

Chair