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CITY CLERK**

VALERIE A. BURROWES, CMC/AE  
CITY CLERK

ADMINISTRATION  
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FAX 916-449-8672

City Council  
Sacramento, California

Honorable Members in Session:

**SUBJECT:** Appointment of Director  
Sacramento City Public Facilities Financing Corporation

**SUMMARY**

The Sacramento City Public Facilities Financing Corporation held their Annual Meeting on Tuesday, May 8, 1990. Included on the agenda for items of business was the appointment of a Director to fill the vacancy created by the death this past year of Director John Varozza. The Board of Directors exercised its authority by appointing Walter Christensen, subject to approval by the City Council.

**BACKGROUND**

When the Sacramento City Public Facilities Financing Corporation Incorporated in 1986, it was established that the number of directors of the corporation shall be three (3), until changed by an amendment. Article III, Section 3.09 of the By Laws declares that a vacancy shall be deemed to exist in the event of death, resignation or removal of any director; furthermore that any vacancy shall be filled by a majority of the remaining directors, subject to the approval of the City Council. At its Annual Meeting held May 10, 1988, the Board of Directors of the Corporation adopted Resolution No. 88-001, amending the Corporation By Laws, relating to terms of directors; this amendment gives the Board of Directors the authorization, subject to approval by the City Council, to elect an alternate director to serve only when called upon. Walt Christensen has served as the Alternate since his election in June of 1989.

**FINANCIAL DATA**

None

**CITY OF SACRAMENTO  
CALIFORNIA**

May 15, 1990

**APPROVED**  
BY THE CITY COUNCIL

MAY 15 1990

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ROOM 304  
915 I STREET  
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City Council  
Appointment of Director  
Sacramento City Public Facilities Financing Corporation  
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**POLICY CONSIDERATIONS**

This action is in accordance with Article III, Section 3.09 (Resignations and Vacancies) and Section 3.01, as amended (Number of Directors, Term of Office).

**MBE/WBE EFFORTS**

Not applicable


**RECOMMENDATION**

It is recommended that the City Council approve the action of the Sacramento City Public Facilities Financing Corporation Board of Directors in their filling of the Director vacancy with the appointment of Walt Christensen.



Valerie A. Burrowes  
City Clerk

Recommendation Approved:



Walter J. Slipe  
City Manager

**Contact Person**

Valerie Burrowes, City Clerk  
Corporation Secretary

May 15, 1990  
All Districts

a greater number is expressly required by statute or by these Bylaws, every act or decision done or made by a majority of the directors present at a meeting duly held, at which a quorum is present and acting, shall be regarded as the act of the Board of Directors.

Section 3.08. Conduct of Meetings. The President or, in his or her absence, the Vice President, or, in the absence of the Vice President, a chairperson chosen by a majority of the directors present, shall preside.

Section 3.09. Resignations and Vacancies. Any director of the Corporation may resign at any time by giving written notice to the President or to the Board of Directors, and, where such resignation would leave the Corporation without a duly elected director or directors in charge of its affairs, to the Attorney General of the State of California. Such resignation shall take effect at the time specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

A vacancy or vacancies in the Board shall be deemed to exist in the event of the death, resignation or removal of any director. Any vacancy in the Board of Directors shall be filled by a majority of the remaining directors, whether or not less than a quorum, subject to the approval of the City Council of the City of Sacramento. Each director so selected

shall hold office until his or her death, resignation or removal.

Section 3.10. Compensation of Directors. No director shall be entitled to receive any compensation for serving as a director or as an officer of the Corporation.

Section 3.11. Removal of Directors. Any director may be removed by the vote of a majority of all directors or, for cause, by the City Council of the City of Sacramento which may then appoint a successor to such director.

Section 3.12. Notice to City of Sacramento. Notice of all meetings of the Board of Directors of the Corporation shall be given by the Secretary or an Assistant Secretary of the Corporation to the Mayor and the City Clerk of the City of Sacramento. Representatives of the City of Sacramento may attend and may make comments at all such meetings.

#### ARTICLE IV

##### Powers of Board of Directors

Section 4.01. General Powers of Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business, property and affairs of the Corporation shall be controlled by, the Board of Directors.

Section 4.02. Indemnification. To the full extent permitted by law, the Board of Directors may authorize indemnification by the Corporation of any person who is or

AMENDED

RESOLUTION NO. 88-001

ADOPTED BY THE SACRAMENTO CITY PUBLIC FACILITIES FINANCING CORPORATION

ON DATE OF MAY 10, 1988

A Resolution of the  
City of Sacramento Public Facilities Financing Corporation  
Amending the Corporation  
Bylaws, Relating to Terms of Directors

BE IT RESOLVED that the Bylaws of the City of Sacramento Public Facilities Financing Corporation are hereby amended as follows, pursuant to Section 8.01 of the Bylaws:

Section 1

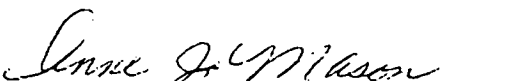
Article 3, Section 3.01 of the Bylaws is amended to add, as an additional paragraph at the end of the section, the following:

"The Board of Directors may, subject to City Council approval, elect an alternate director who shall serve only as and when called upon by the President, and then only for such period of time as is specified by the President. The President may call upon the alternate to serve in the event of the extended unavailability or the absence of a director.

"The alternate shall attend all meetings called for the Corporation. If and when called upon by the President to serve as a Director, the alternate shall vote only when specifically requested by the President."

  
President

ATTEST:

  
Secretary