

**ARTICLES OF INCORPORATION  
of the  
MCKINNEY PUBLIC FACILITY CORPORATION**

We, the undersigned natural persons, each of whom is at least eighteen years of age, citizens of the State of Texas, and residents of the City of McKinney, Texas (the “**City**”), acting as the incorporators of a nonprofit corporation under the Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the “**Act**”), do hereby adopt the following Articles of Incorporation for the McKinney Public Facility Corporation (the “**Corporation**”):

**ARTICLE I**

The name of the Corporation is “MCKINNEY PUBLIC FACILITY CORPORATION.”

**ARTICLE II**

The Corporation is a nonprofit public corporation.

**ARTICLE III**

Subject to the powers of the City provided in the Act, the duration of the Corporation shall be perpetual.

**ARTICLE IV**

(a) The Corporation is organized to carry out the purposes of the Act and shall have and possess all powers enumerated in the Act. The sole purpose of the Corporation is to assist the City in financing, refinancing, or providing public facilities that are located within the city limits of the City of McKinney, Texas (“**Public Facilities**”). In the fulfillment of such purposes and subject to the limitations established herein and under the Corporation’s bylaws, the Corporation shall have and may exercise the powers described above, together with all other powers granted to corporations that are created pursuant to the Act. To the extent not in conflict with the Act or any other applicable law, rules, regulations, or requirements, the Corporation has and may exercise all of the rights, powers, privileges, authorities, and functions given by the laws of the State of Texas applicable to nonprofit corporations.

(b) In fulfilling its corporate purposes, and in exercising its corporate powers, duties, and operations, the Corporation is acting on behalf of the City and for its benefit and to accomplish its public purposes, as its duly constituted nonprofit public facility corporation, an authority and public instrumentality of the City pursuant to the Act and under, and within the meaning of, the applicable regulations of the United States Treasury Department and the rulings of the Internal Revenue Service of the United States prescribed and promulgated under and pursuant to the Internal Revenue Code of 1986, as amended.

(c) It is specifically and expressly provided that, except for such portion of revenue of the City as the City Council may expressly pledge to the financing or operations of the Corporation, if any, the actions, activities, and operations of the Corporation shall never create a liability of or against the City, and contracts, agreements, bonds, notes, or other debt instruments or obligations of the Corporation are not and shall never be deemed to be or constitute the contracts, agreements, bonds, notes, or other debt instruments or obligations of or by the City, or of or by any other political corporation, subdivision or agency of the State of Texas, or a pledge of the faith and credit of any of the above.

#### **ARTICLE V**

The Corporation has no members and is a nonstock corporation.

#### **ARTICLE VI**

The affairs of the Corporation shall be managed by a board of directors which shall be composed in its entirety of persons appointed by the McKinney City Council. Except for the initial number and terms of office set forth herein, the number of directors and the terms of office of the directors shall be fixed by the bylaws of the Corporation. All other matters pertaining to the governance of the Corporation shall be governed by the bylaws, to the extent that the bylaws are not inconsistent with these Articles of Incorporation, any applicable law, or any rules, regulations, or resolutions of the City. Every meeting of the board of directors of the Corporation shall be posted in the same manner as is required for meetings of the McKinney City Council by Chapter 551, Texas Government Code, as amended.

#### **ARTICLE VII**

The street address of the initial registered office of the Corporation is 222 N. Tennessee, McKinney, Texas 75069 and the name of its initial registered agent at such address is Empress Drane.

## ARTICLE VIII

(a) The number of directors constituting the Corporation's initial board of directors is seven (7). The names and addresses of the persons who are to serve as the initial directors are as follows:

Name	Address
George Fuller	222 N. Tennessee, McKinney, Texas 75069
Rainey Rogers	222 N. Tennessee, McKinney, Texas 75069
Charlie Philips	222 N. Tennessee, McKinney, Texas 75069
Gere Feltus	222 N. Tennessee, McKinney, Texas 75069
Richard Franklin	222 N. Tennessee, McKinney, Texas 75069
Justin Beller	222 N. Tennessee, McKinney, Texas 75069
Patrick Cloutier	222 N. Tennessee, McKinney, Texas 75069

(b) Each director shall hold office for the term for which the director is appointed and until a successor shall have been appointed and qualified unless sooner removed or unless the director sooner resigns. Each director, including the initial directors, shall be eligible for reappointment. Directors are removable, with or without cause, by the McKinney City Council. The directors shall serve as such without compensation except that they shall be reimbursed for their actual expenses incurred in the performances of their duties as directors. Any vacancy occurring on the board of directors through death, resignation, or otherwise, shall be filled by appointment by the McKinney City Council to hold office until the expiration of such term.

**ARTICLE IX**

The name and street address of each incorporator is:

Name	Address
George Fuller	222 N. Tennessee, McKinney, Texas 75069
Rainey Rogers	222 N. Tennessee, McKinney, Texas 75069
Charlie Philips	222 N. Tennessee, McKinney, Texas 75069

**ARTICLE X**

The City is the Corporation’s sponsor. The City’s address is 222 N. Tennessee, McKinney, Texas 75069. On June 21, 2022, the McKinney City Council duly adopted a resolution approving these Articles of Incorporation and approving the creation of the Corporation. The McKinney City Council has specifically authorized the Corporation to act on behalf of the City to further the public purpose set forth in these Articles of Incorporation and the Corporation’s bylaws. A copy of said resolution is on file in the permanent public records of the City.

**ARTICLE XI**

These Articles of Incorporation may be amended at any time and from time to time by the board of directors with the approval of the McKinney City Council, or by the McKinney City Council, in its sole discretion, subject, however, to limitations on the impairment of contracts entered into by the Corporation, all under and in accordance with the Act.

IN WITNESS WHEREOF, the undersigned incorporators have executed this document this \_\_\_\_  
day of \_\_\_\_\_ .

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