

City of Houston, Texas, Resolution No. 2014- 19

A RESOLUTION CONSENTING TO AN AMENDMENT OF THE CERTIFICATE OF FORMATION OF HOUSTON FORENSIC SCIENCE LGC, INC., A LOCAL GOVERNMENT CORPORATION, AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT.

WHEREAS, Chapter 431, Texas Transportation Code, authorizes the creation of a local government corporation to aid and act on behalf of a local government to accomplish any governmental purpose of the local government; and

WHEREAS, on June 6, 2012, the City Council of the City of Houston, Texas (the "City") passed Resolution No. 2012-17, which memorialized the City Council's finding that the creation of a local government corporation to operate an independent center providing the City with accurate and timely analysis of forensic evidence and related services will accomplish an important governmental purpose, namely, to enhance the welfare and safety of the public; and

WHEREAS, the said Resolution No. 2012-17 authorized the City's creation of Houston Forensic Science LGC, Inc. (the "Corporation"), a local government corporation, to operate the said independent center; and

WHEREAS, the said Resolution No. 2012-17 approved the form of the Corporation's Certificate of Formation (the "Certificate of Formation"); and

WHEREAS, Article XIV of the Certificate of Formation states that the Certificate "may not be amended without the prior consent of the City Council, as evidenced by a resolution approved by a majority vote"; and

WHEREAS, on May 9, 2014, the Corporation's Board of Directors unanimously adopted Resolution No. 2014-001 (a copy of which is attached hereto as Exhibit "1" and incorporated herein for all purposes), approving an amendment of the Certificate of Formation for the reasons stated in the said Resolution;

WHEREAS, the City Council desires to consent to the amendment of the Corporation's Certificate of Formation, but only to the extent approved by the Corporation's Board of Directors in its Resolution No. 2014-001 ; **NOW, THEREFORE**;

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. That the findings contained in the preamble of this Resolution are declared to be true and correct and are adopted as part of this Resolution.

Section 2. That the City Council CONSENTS to the filing with the Office of the Secretary of State of Texas of a Certificate of Amendment to the Certificate of Formation of Houston Forensic Science LGC, Inc., provided that the said Certificate of Amendment does not vary in substance from that approved by the Directors of the said Corporation, as evidenced by their adoption of the said Resolution 2014-001.

Section 3. That this Resolution shall take effect immediately upon its passage and approval by the Mayor; however, in the event the Mayor does not sign this Resolution within five days after its passage and adoption, the Resolution shall take effect in accordance with Article VI, Section 6, of the Houston City Charter.

PASSED and ADOPTED this 28th day of May, 2014.

APPROVED this 28th day of May, 2014.

Annise D. Parker
Mayor of the City of Houston

Requested by David M. Feldman
City Attorney

Prepared by *Tom P. Allen*
First Assistant City Attorney

LD File No. 0421100101001

AYE	NO	
✓		MAYOR PARKER
....	COUNCIL MEMBERS
✓		STARDIG
✓		DAVIS
✓		COHEN
✓		BOYKINS
✓		MARTIN
✓		NGUYEN
✓		PENNINGTON
✓		GONZALEZ
✓		GALLEGOS
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		ROBINSON
✓		KUBOSH
✓		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

HOUSTON FORENSIC SCIENCE LGC, INC.

Resolution No. 2014- 001

**RESOLUTION APPROVING
FIRST AMENDMENT OF CERTIFICATE OF FORMATION**

WHEREAS, as authorized by the DNA Identification Act of 1994 (codified at 42 U.S.C. § 14132), the Federal Bureau of Investigation ("FBI") manages the national Combined DNA Index System ("CODIS"); and

WHEREAS, a central purpose of Houston Forensic Science LGC, Inc. ("HFSLGC" or the "Corporation") is "to operate an independent center providing ... accurate and timely analysis of forensic evidence"; and

WHEREAS, access to CODIS is essential to the Corporation's fulfillment of the said purpose; and

WHEREAS, the FBI has advised HFSLGC that the Corporation may not access CODIS unless the Corporation amends its Certificate of Formation to help ensure the Corporation's compliance with the quality control and privacy requirements of the DNA Identification Act; and

WHEREAS, to comply with the FBI's instructions, the Corporation has prepared a Certificate of Amendment to the Corporation's Certificate of Formation (the "Amendment," an unsigned copy of which is attached to this Resolution as Exhibit "A" and incorporated herein for all purposes); **NOW, THEREFORE;**

BE IT RESOLVED BY THE DIRECTORS OF THE CORPORATION:

Section 1. That the Corporation APPROVES the Amendment to the Corporation's Certificate of Formation in the form attached hereto as Exhibit "A";

Section 2. That, in keeping with Article XIV of the Corporation's Certificate of Formation, HFSLGC requests the consent of the Houston City Council to the filing of the said Amendment with the Secretary of State of Texas;

Section 3. That, after the Houston City Council has so consented, the

Corporation instructs the Executive Director of the Corporation to execute the said Amendment and to file the Amendment with the Secretary of State, together with any required filing fee.

Section 4. That this Resolution shall take effect immediately upon its adoption by the Board of Directors.

ADOPTED this 9 day of May, 2014.

CERTIFICATE

The undersigned hereby certifies that this Resolution 2014-001 was duly adopted by the Board of Directors of Houston Forensic Science LGC, Inc., on the 9 day of May, 2014.

Executed this 13 day of May, 2014.

Ashley Wieringa
(Signature)

ASHLEY WIERINGA
(Printed Name of Secretary or Acting Secretary)

**Form 424
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709

Filing Fee: See instructions



This space reserved for office use.

Certificate of Amendment

Entity Information

The name of the filing entity is:

Houston Forensic Science LGC, Inc.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input checked="" type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 801620684

The date of formation of the entity is: June 26, 2012

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

EXHIBIT "A"

Registered Agent
(Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>MI</i>	<i>Last Name</i>	<i>Suffix</i>
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The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

<i>Street Address (No P.O. Box)</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>
		TX	

3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

Add each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

New ARTICLE IV(D):

D. To the extent authorized by the DNA Identification Act of 1994, 42 U.S.C. § 14132, the Corporation may engage in the analysis of forensic DNA evidence on behalf of criminal justice agencies, which analysis may involve access to the Combined DNA Index System ("CODIS") established and managed by the Federal Bureau of Investigation. With regard to every such activity the Corporation shall comply with:

1. The quality control requirements stated in 42 U.S.C. § 14132(b)(1) & (2); and
2. The privacy requirements stated in 42 U.S.C. § 14132(b)(3), specifically including the requirement that stored DNA samples and DNA analyses be disclosed only:
 - (a) to criminal justice agencies for law enforcement identification purposes;
 - (b) in judicial proceedings, if otherwise admissible pursuant to applicable statutes or rules;
 - (c) for criminal defense purposes, to a defendant, who shall have access to samples and analyses performed in connection with the case in which such defendant is charged; or
 - (d) if personally identifiable information is removed, for a population statistics database, for identification research and protocol development purposes, or for quality control purposes.

Alter each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

Delete each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: _____

By: _____

Signature of authorized person

Daniel D. Garner, Ph.D.
President and Chief Executive Officer
Houston Forensic Science LGC, Inc.

Printed or typed name of authorized person (see instructions)