

Resolution No.:	<u>19-08</u>
Introduced:	<u>January 22, 2019</u>
Adopted:	<u>January 29, 2019</u>

**COUNTY COUNCIL  
FOR MONTGOMERY COUNTY, MARYLAND**

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Lead Sponsor: Planning, Housing, and Economic Development Committee

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**SUBJECT:** Bethesda Urban Partnership, Inc. – Reauthorization

**Background**

1. On April 20, 1993, in Bill No. 41-92, the County Council amended Chapter 68A of the County Code to enable the creation of Urban District Corporations.
2. In December 1993, the County Council authorized and the County Executive approved the incorporation of an Urban District Corporation under Chapter 68A of the County Code, the Bethesda Urban Partnership, Inc.
3. The Articles of Incorporation of the Bethesda Urban Partnership, Inc. were filed with the State Department of Assessments and Taxation on February 1, 1994. Article II of the Articles of Incorporation provides that the period of duration of the corporation is perpetual, but that it will cease to exist after five years if the County Council does not approve a resolution (also approved by the County Executive) extending the corporation for one or an unlimited number of additional five-year terms.
4. The duration of the Bethesda Urban Partnership, Inc. (as a corporation) will expire on February 1, 2019, unless extended by resolution of the County Council and approved by the County Executive as provided in §68A-13(b) of the County Code.
5. The County Council's Office of Legislative Oversight has conducted an evaluation of the operations of Bethesda Urban Partnership, Inc. as provided in §68A-12(e) of the County Code and recommends reauthorization for an additional period of five years.
6. Articles of Amendment of the Articles of Incorporation are attached to this Resolution.

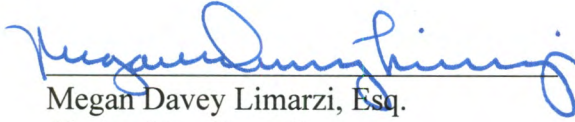
**Action**

The County Council for Montgomery County, Maryland, approves the following resolution:

As provided in §68A-13(b) of the County Code, the existence of the Bethesda Urban Partnership, Inc. is continued for an additional five-year term, commencing February 1, 2019, and concluding January 31, 2024. The Articles of Amendment of the Articles of

Incorporation for the Bethesda Urban Partnership, Inc. extending its existence for an additional five-year term attached to this resolution are approved.

This is a correct copy of Council action.



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Megan Davey Limarzi, Esq.  
Clerk of the Council

**ARTICLES OF AMENDMENT  
OF  
BETHESDA URBAN PARTNERSHIP, INC.  
A NON-STOCK CORPORATION**

BETHESDA URBAN PARTNERSHIP, INC., a Maryland non-stock corporation (the "Corporation"), having its principal office at 7700 Old Georgetown Road, Bethesda, Maryland 20814, hereby certifies to the Maryland State Department of Assessments and Taxation that:

FIRST: The Corporation desires to amend its Charter as currently in effect as hereinafter provided.

SECOND: The Charter of the Corporation is hereby amended by striking in its entirety Article II, and by substituting in lieu thereof the following:

**"ARTICLES II. DURATION**

The period of duration of the Corporation shall be perpetual, provided, however, that the Corporation shall cease to exist:

A. On February 1, 2024, if the County Council does not approve a resolution, approved by the County Executive, in accordance with Chapter 68A-13(a) and (b) of the Montgomery County Code, extending the Corporation for one or an unlimited number of additional five (5) year terms; or

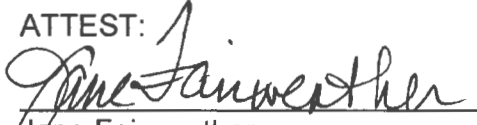
B. At the date specified in a resolution adopted by the County Council and approved by the County Executive, in accordance with Chapter 68A-13(e) of the Montgomery County Code.

Upon dissolution as provided above, Articles of Dissolution shall be filed with the Maryland State Department of Assessments and Taxation."

THIRD: In accordance with Sections 2-604 and 5-201 of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors and Membership of the Corporation duly advised and approved the foregoing Articles of Amendment and, in accordance with Article V, Section 1 of the Charter of the Corporation, the Montgomery County Council duly advised and approved the Articles of Amendment by adopting a resolution approved by the County Executive in accordance with Chapter 68A of the Montgomery County Code.

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name and on its behalf by the Chair and its corporate seal to be hereunder affixed and attested by its Secretary on this 22 day of January, 2019, and its Chair acknowledges that these Articles of Amendment are the act and deed of the Corporation and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

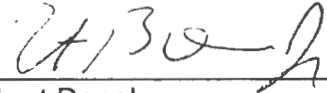
ATTEST:

  
Jane Fairweather  
Secretary

(CORPORATE SEAL)

**BETHESDA URBAN PARTNERSHIP,  
INC.**

By:

  
Robert Donohoe  
Chair