

URA RESOLUTION NO. 2016-01

**A RESOLUTION OF THE DUNDEE URBAN RENEWAL AGENCY APPROVING
AND ADOPTING AGENCY BYLAWS.**

WHEREAS, on June 7, 2016, the Dundee City Council adopted Ordinance No. 546-2016 establishing the Dundee Urban Renewal Agency (Agency); and

WHEREAS, Ordinance No. 546-2016 also amended the Dundee Municipal Code adding a new Chapter 2.36 Urban Renewal Agency, granting authority to the Agency to adopt bylaws and other rules of procedure as it deems necessary or proper to carry out its lawful duties; and

WHEREAS, the Agency desires to adopt bylaws to govern the conduct and business of the Agency as authorized by Section 2.36.060 of the Dundee Municipal Code.

**NOW, THEREFORE, THE DUNDEE URBAN RENEWAL AGENCY RESOLVES AS
FOLLOWS:**

The Dundee Urban Renewal Agency hereby approves and adopts Agency Bylaws attached hereto as Exhibit "A".

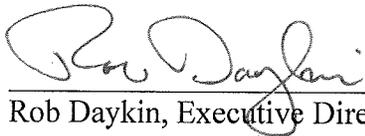
PASSED this 19th day of July 2016.

Approved:



David Russ, Chair

Attest:



Rob Daykin, Executive Director

DUNDEE URBAN RENEWAL AGENCY BYLAWS

Article 1: Authority

1.1: Name

The name of the Agency shall be the Dundee Urban Renewal Agency, hereinafter referred to as "Agency".

1.2: Office

The office of the Agency shall be the City Hall of the City of Dundee, Oregon.

1.3: Powers and Duties of Agency

The powers and duties of the Agency shall be as provided by Oregon Revised Statutes Chapter 457, the Dundee City Charter, and as authorized by the Dundee City Council in accordance with Chapter 2.36 of the Dundee Municipal Code.

Article 2: Agency Board Members

2.1: Agency Membership

As authorized by Oregon Revised Statutes Chapter 457, and Chapter 2.36 of the Dundee Municipal Code, the governing body of the Agency shall be the Board of Directors of the Agency ("Agency Board"). The Agency Board shall be comprised of the members of the Dundee City Council, as it lawfully exists from time to time, including who shall be the Mayor and City Councilors of the City of Dundee.

2.2: Term of Office

The term of office for each member of the Agency Board is coterminous with the Agency Board member's service as Mayor or City Councilor of the City of Dundee.

2.3: Vacancies

Agency Board vacancies shall be filled in accordance with filling vacancies for City Council as described in the City Charter and Chapter 2.04 of the Dundee Municipal Code.

Article 3: Officers and Personnel

3.1: Officers

The officers of the Agency Board shall be the Chair and Vice-Chair.

3.2: Chair

The Agency Board Chair position shall be filled by the Mayor of the City of Dundee. The Chair shall preside at meetings of the Agency Board. Except as otherwise authorized by resolution of the Board, the Chair shall sign all resolutions approved by the Agency Board. At each meeting, the Chair shall submit such recommendations and information as the Chair may consider proper concerning the business, affairs, and policies of the Agency.

3.3: Vice-Chair

The Agency Board Vice-Chair position shall be filled by the President of the Dundee City Council. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair; and in case of vacancy of the office of Chair, the Vice-Chair shall perform such duties as are imposed on the Chair.

3.4: Additional Duties

The Officers shall perform such duties and functions as from time to time may be required by the Agency Board or by the bylaws or rules and regulations of the Agency.

3.5 Executive Director

The position of Executive Director of the Agency shall be filled by the City Administrator, unless by majority vote of the entire Agency Board another person is appointed. The Executive Director, or designee, shall sign all contracts, deeds and other instruments authorized by the Agency Board. The Executive Director will assist the Agency Board in development of Agency policies and carry out policies established in adopted urban renewal plans or resolutions. The Executive Director may take part in all Agency Board discussions. The Executive Director may be removed at any time by a vote of a majority of the entire Board.

3.6 Legal Counsel

The Agency Board shall appoint legal counsel to advise the Agency on legal matters as necessary. Legal counsel shall be appointed for an indefinite term by vote of a majority of the Agency Board members. Legal counsel may be removed at any time by a vote of a majority of the entire Board.

3.7 Support Personnel

The Agency may create such positions and appoint such personnel as it may from time to time find necessary or convenient to perform its duties and obligations at such compensation as may be established by the Agency, which appointments shall continue at the pleasure of the Agency or until resignation. The Agency may contract with the City of Dundee for the services of City personnel.

Article 4: Meetings

4.1: Regular Meetings

Regular meetings shall be in accordance with Oregon Revised Statutes Chapter 192. All regular meetings shall be held at the Dundee Fire Station Community Meeting Room. Regular Agency Board meetings shall generally precede regular City Council meetings as necessary. A regular Agency Board meeting may be adjourned to a time and date certain decided by a vote of the majority of the Agency Board members present and voting.

4.2: Special Meetings

The Chair may, when the Chair deems it expedient, and shall upon the request of three board members of the Agency, call a special meeting of the Agency to be held at the regular meeting place, unless otherwise specified in the call, for the purpose of transacting any business designated. The call for a special meeting must be made in writing unless voted upon during a regular Agency Board meeting. The call for a special meeting must be provided to all Agency Board members and the Executive Director. Notice of such meetings shall be in accordance with Oregon Revised Statutes Chapter 192. The presence of any board member at any meeting is deemed to be a waiver of notice of such meeting.

4.3: Quorum

Four (4) board members of the Agency shall constitute a quorum for the purpose of conducting its business and exercising its powers and all other purposes. A majority of the board members of the Agency present and voting shall be necessary to determine any question before the Agency, unless otherwise specified in these bylaws, in a resolution of the Agency or in Roberts Rules of Order, Newly Revised.

4.4: Manner of Voting

At the request of any board member, any question shall be voted on by roll call. Unless a vote is unanimous, the ayes and nays, and board members present and not voting, shall be entered upon the minutes of such meeting. If a member abstains, any reasons stated for the abstention shall be entered in the record.

4.5: Order of Business

At a regular meeting of the Agency Board, the following shall be substantially the order of business:

- A. Call to Order
- B. Amendments to the Agenda
- C. Public Hearings
- D. Public Comments
- E. Presentations
- F. Consent Agenda

- I. Discussion and/or Action Items
- J. Agency Member Concerns or Committee Reports
- K. Adjourn

The order of business may be altered by the Chair to facilitate management of the meeting.

4.6: Roberts Rules of Order

All rules or order not herein provided for or provided by resolution of the Agency shall be determined in accordance with Roberts Rules of Order, Newly Revised.

4.7: Minutes

The Agency shall keep minutes of all Agency proceedings and committee meetings.

4.8: Open Meetings

All meetings shall be open to the public, except that any portion of a meeting may be held in executive session if such session is in conformity with Oregon Revised Statutes Chapter 192.

Article 5: Fiscal Matters

5.1: Separate Fund

A separate fund or funds of the City of Dundee shall be established for the Dundee Urban Renewal Agency. All disbursements from these funds shall follow the regular disbursement procedures of the City of Dundee.

5.2: Budget

Budget procedures shall be in compliance with state budget laws. The Executive Director shall be the budget officer and prepare the proposed budget. The committee that reviews and approves the Agency proposed budget shall consist of the members of the City of Dundee Budget Committee.

5.3: Audit

An annual audit of the fund or funds of the Agency shall be performed by the auditor of the City of Dundee using the same procedures as are used for all other funds of the City and in accordance with state audit laws.

Article 6: Committees

6.1: Standing and Special Committees

The Agency Board is authorized to establish standing or special committees by resolution. The establishing resolution shall state the purpose of the committee, membership

requirements and terms, and duties. Membership to such committees need not be restricted to board members of the Agency, however, no more than three (3) Agency board members may be members of a committee. Committee members shall be appointed by the Chair, subject to approval by the Agency Board. Vacancies on standing or special committees shall be filled as soon as practicable.

Article 7: Amendments

7.1: Amendments to Bylaws

The bylaws of the Agency Board shall be amended only with the approval of a majority of all members of the Agency Board at a regular or special meeting, but no such amendment shall be adopted unless at least seven (7) calendar days' written notice thereof has been previously given to all Agency Board members.