

## **BYLAWS OF THE URBAN RENEWAL AGENCY OF THE CITY OF ST. HELENS**

### **ARTICLE I**

#### **AUTHORITY**

Section 1. Name: The name of the Agency shall be the St. Helens Urban Renewal Agency, hereinafter referred to as the "Agency."

Section 2. Office: The office of the Agency shall be the St. Helens City Hall at 265 Strand Street, St. Helens, Oregon 97051.

Section 3. Powers and Duties of the Agency: The powers and duties of the Agency shall be as provided by Chapter 457 of the Oregon Revised Statutes, the St. Helens City Charter, and as authorized in accordance with Ordinance No. 3093, adopted by the City Council September 3, 2008.

### **ARTICLE II**

#### **BOARD MEMBERS**

Section 1. Agency Membership: The Board of the Agency will be composed of the five members of the City Council of St. Helens.

Section 2. Terms: The terms of the Agency members shall be the same as their term on the City Council.

Section 3. Local Contract Review Board: The Agency members shall act as the Local Contract Review Board when approving public contracts in accordance with SHMC 2.04.070.

### **ARTICLE III**

#### **OFFICERS AND PERSONNEL**

Section 1. Officers: The officers of the Agency shall be chair and vice chair.

Section 2. Chair: The chair shall be elected by the Agency members and shall preside at all meetings of the Agency. Except as otherwise authorized by resolution of Agency members, the chair shall sign all contracts, deeds, or other instruments made by the Agency. 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.

Section 3. Vice Chair: The vice chair shall be elected by the Agency members and shall perform the duties of the chair in the absence or incapacity of the chair. In the event the chair

resigns or dies, the vice chair shall perform the chair's duties until such time as the Agency selects a new chair. If both the chair and the vice chair are absent from an Agency meeting, the members present shall select one of the Agency members to perform the chair's functions at the meeting.

Section 4. Additional Duties: The Officers of the Agency shall perform such other duties and functions as may from time to time be required by the Agency in accordance with Agency bylaws, rules and regulations.

Section 5. Election or Appointment: The officers of the Agency shall be elected annually by the Agency at the first regular meeting of the Agency in January of each year, and shall hold office for one (1) year or until their successors are elected and qualified.

Section 6. Removal: The chair or vice chair may be removed from that office at any time by a vote of a majority of the entire Agency.

Section 7. Vacancies: Should the offices of the chair or the vice chair become vacant, the Agency shall elect a successor from its Agency members at the next regular meeting and such election shall be for the unexpired term of such office. Should the office of the vice chair become vacant, the Agency shall elect a successor from its membership at the next regular meeting and such election shall be for the unexpired term of such office.

Section 8. Personnel: The Board shall be staffed by an administrator and an Agency secretary. The administrator shall be the St. Helens City Administrator, unless the City Administrator recommends and the Agency concurs with another person serving as the administrator. The administrator, or his or her designees, shall perform all administrative duties to carry out the purposes of the Agency and perform all duties incident to the office and other duties and functions as may from time to time be required by the Agency, bylaws, or rules and regulations of the Agency.

The secretary shall keep records of the Agency, record all votes, keep a record of the proceedings of the Agency, and perform all duties incident to the office and other duties and functions as may from time to time be required by the Agency, bylaws, or rules and regulations of the Agency.

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 St. Helens for the services of City personnel.

## **ARTICLE IV**

### **MEETINGS**

Section 1. Regular Meetings: Regular meetings shall be in accordance with ORS Chapter 192. All meetings shall be held in the customary City Council Chambers at 265 Strand Street, St. Helens, Oregon, Plaza entrance, or at such other place as the chair shall determine. A regular meeting may be adjourned to a time and date certain decided by a vote of the majority of the Agency members present and voting, and no notice of such adjourned meeting need be given.

Section 2. Special Meetings: The chair may, when the chair deems it expedient, and shall, upon the written request of two members of the Agency, call a special meeting to be held at the regular meeting place unless otherwise specified in the call, for the purpose of transacting any business designated. Notice of a special meeting shall be in accordance with ORS Chapter 192. Presence of any member at any meeting shall be deemed to be a waiver of notice of such meeting. Special meetings may also be held at any time by the unanimous consent of all Agency members.

Section 4. Quorum: A majority of the incumbent members of the Agency shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes. The express concurrence of a majority of the members of the Agency voting when a quorum of the Agency is present at the Agency meeting shall be necessary to decide a question before the Agency, unless otherwise specified in these bylaws, in a resolution of the Agency, or in Roberts Rules of Order, Newly Revised.

Section 5. Manner of Voting: Voting shall be by ayes and nays and entered upon the minutes of such meeting. The Agency members present and not voting and Agency members absent shall also be entered upon the minutes of such meeting.

Section 6. Order of Business: At the regular meetings of the Agency, the following shall be substantially the order of business, except upon an unopposed request by a member to alter the usual order of business:

- (a) Roll Call
- (b) Consent Agenda for Approval
- (c) Public Comment
- (d) Discussion/Action Items
- (e) Administrator Report
- (f) Adjournment

Section 7. 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 ORS Chapter 192.

Section 8. Resolutions: All resolutions shall be in writing.

Section 9. Roberts Rules: All rules of order not herein provided for by resolution shall be determined in accordance with Roberts Rules of Order, Newly Revised.

## **ARTICLE V**

### **PROCEDURE**

Section 1. Boards, Commissions, and Special Committees: The Agency is authorized to refer items to already established Boards or Commissions, or new Special Committees for recommendation and report. All Special Committees and their members shall be appointed by the Agency with a majority vote. The Special Committee members shall elect their own chair at the first meeting of the committee. A Committee chair initially elected shall serve until the next first regular meeting in January, and thereafter to be elected to one year terms at the first annual meeting in January of each year.

Section 2. Authorization of Expenditures: The process for authorization and approval of the expenditures of money shall be the same as the procedures of the City of St. Helens.

## **ARTICLE VI**

### **FINANCIAL**

Section 1. Custody of Funds: The Finance Director for the City of St. Helens shall be the ex officio custodian of the funds of the Agency. Such funds shall be kept separate from the funds of the City. Investment and disbursement of the Agency funds shall follow the regular investment and disbursement procedures of the City of St. Helens by the City Council. The Urban Renewal Agency General Fund is hereby established for deposit of all Agency revenues until otherwise provided by the Agency. Other funds shall be established as needed by resolution of the Agency.

Section 2. Budget: Budget procedures shall be in compliance with state budget laws. The committee that reviews the budget of the Agency shall consist of the Agency members and the members of the Budget Committee.

Section 3. Audit: An annual audit of the fund or funds of the Agency shall be performed.

Section 4. Annual Report: As required in ORS 457.460, an annual report will be prepared for the Agency and published as required by statute.

## **ARTICLE VII**

### **PROFESSIONAL SERVICES**

Section 1. Professional Services: The Agency shall use the same auditor as the City of St. Helens. The Agency may hire other professional services, including but not limited to legal counsel, bond counsel, urban renewal consultant, and financial analyst as may be required to fulfill the goals and objectives of the Agency.

## **ARTICLE VIII**

### **AMENDMENTS**

Amendments to Bylaws: The bylaws of the Agency shall be amended only with the approval of a majority of the Agency at a regular or special meeting, but no such amendment shall be adopted unless at least five (5) days written notice thereof has been previously given to all of the members of the Agency.