

Commissioner Elvig introduced the following resolution and moved for its adoption:

**RESOLUTION # HRA-09-03-002**

**A RESOLUTION AMENDING THE BY-LAWS FOR THE RAMSEY HOUSING AND REDEVELOPMENT AUTHORITY (HRA) UNDER MINNESOTA STATUTES CHAPTER 469.**

**WHEREAS**, on March 8, 2005, the Ramsey City Council adopted Resolution #05-03-072 to establish a Housing and Redevelopment Authority (HRA), in and for the City of Ramsey; and

**WHEREAS**, pursuant to Minnesota Statutes 469, on March 22, 2005, the HRA for the City of Ramsey adopted Resolution #HRA-05-03-001 to establish by-laws by which it shall be governed; and

**WHEREAS**, Resolution #HRA-05-03-001 established a seven-commissioner board consisting of the seven City Councilmembers; and

**WHEREAS**, on December 1, 2008, the HRA for the City of Ramsey reviewed the current by-laws and provided the Executive Director with direction for amendments to the by-laws.

**NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AND REDEVELOPMENT AUTHORITY, IN AND FOR THE CITY OF RAMSEY, ANOKA COUNTY, STATE OF MINNESOTA, that the following by-laws are hereby adopted:**

**Article 1 - The Authority**

- **Section 1 - Name:** Housing and Redevelopment Authority in and for the City of Ramsey, Minnesota.
- **Section 2 - Office, Meeting Place:** The office of the Authority shall reside at the Ramsey Municipal Center ~~Ramsey Fire Station #1~~, or such place as the Authority determines by Resolution. Regular and Special Meetings of the Board of Commissioners shall be open to the public and shall be held at the Ramsey Municipal Center ~~Ramsey Fire Station #1~~ or such other location as the Authority determines by Resolution.
- **Section 3 - Powers:** The Authority shall have and exercise functions and rights pursuant to the Resolution creating the Authority and those described in Minnesota Statutes 469.001 to 469.047.

**Article 2- Commissioners**

- **Section 1 - Authority:** The business of the Authority shall be managed by, or under the authority of, the Board of Commissioners, except as otherwise permitted by statute.

- Section 2 - Number, Qualification, and Term of Office: There shall be seven (7) commissioners, all of whom will be members of the Ramsey City Council. The HRA members will serve a term equal to the Commissioner's City Council term.
- Section 3 - Vacancies: Vacancies of city council member(s) appointed to the Board of Commissioners occurring by reason of death, resignation, removal, or disqualification shall be filled in accordance with Chapters 2 and 4 of the Ramsey City Charter.
- Section 4 – Certificate of Appointment; Filing: Commissioners shall hold office until their successors have been appointed and qualified. A certificate of appointment of each commissioner shall be filed with the city clerk and a certified copy shall be transmitted to the Commissioner of Employment and Economic Development. A certificate shall be conclusive evidence of appointment.

### **Article 3 - Officers**

- Section 1 - Officers: The officers of the Authority shall be elected from among the Commissioners. The officers shall consist of a Chairperson, Vice Chairperson and a Secretary-Treasurer. A Commissioner may not hold more than one of the aforementioned offices at the same time.
- Section 2 - Chairperson: If present, the Chairperson shall preside over all meetings of the Board of Commissioners. The Chairperson shall sign all contracts, deeds and other instruments and documents made by the Authority unless otherwise directed by a majority of the Board.
- Section 3 - Vice-Chairperson: The Vice-Chairperson shall perform the duties of the Chairperson in the absence of the Chairperson and in the case of death or resignation of the Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson until such time as the Board elects a new Chairperson.
- Section 4 - Secretary-Treasurer: The Secretary-Treasurer shall keep the minutes of all meetings, maintain all records of the Authority, and have care and custody of all funds and keep regular books of account of the Authority. The Secretary-Treasurer shall also perform all other duties of the Secretary-Treasurer and shall preside over the Board in the absence of the Chairperson and Vice-Chairperson. The Secretary-Treasurer, upon approval of the majority of the Board by Resolution, may delegate the responsibilities of Treasurer and Secretary to qualified City staff members or consultants.
- Section 5 - Execution of Instruments and Documents: All deeds, contracts, Development Agreements, bonds, and instruments and documents of every kind authorized by the Board shall be signed by the Chairperson and the Executive Director on behalf of, and in the name of, the Authority.
- Section 6 - Additional Duties: The Officers of the Authority shall perform such other duties as may from time to time be required by the Board of the bylaws or rules and regulations of the Authority.
- Section 7 - Election/Appointment: The Chairperson, Vice-Chairperson, and Secretary-Treasurer shall be elected annually from among the Commissioners of the Authority. They shall hold office for one year or until their successors are elected and qualified.
- Section 8 - Vacancies: Should the office of Chairperson, Vice-Chairperson, and/or Secretary-Treasurer become vacant, the Board shall elect a successor from among its

members at the next Regular or Special Meeting. Such election shall only be for the unexpired term of the office.

#### **Article 4 – Personnel**

- Section 1 – Executive Director: The Ramsey City Administrator shall designate an Executive Director of the Authority with the approval of the Board of Commissioners. The Executive Director shall supervise the administration of the Authority’s business under the direction of the Board of Commissioners. As an assistant to the Secretary/Treasurer, the Executive Director shall insure both proper records and finances of the Authority are maintained. The Executive Director (or designee) shall act as Secretary of the meeting of the Board of Commissioners and shall keep a record of proceedings of the Authority. The Executive Director (or designee) shall be responsible for the maintenance of financial records of the Authority in accordance with applicable laws. The Executive Director shall perform all other duties as required by the position and as assigned by the Board of Commissioners.
- Section 2 – Additional Personnel: The Board of Commissioners may from time to time employ such personnel as it deems necessary to exercise its powers, duties, and functions. The selection and compensation of such personnel shall be determined by the Board of Commissioners, subject to applicable laws. The Board of Commissioners may also use the services of City staff, as needed, to carry out powers, duties, and functions.

#### **Article 5 – Meetings**

- Section 1 – Regular Meetings: Meetings shall be held on an as-needed basis, the second Tuesday of the month at the Ramsey Municipal Center Ramsey Fire Station #1, unless the date is a legal holiday, in which case the Board shall have the authority to reschedule by simple motion. In the event that the date/time/meeting place of a particular meeting must be changed, the Executive Director may make the change by notifying all Commissioners in accordance with the procedures for a special meeting.
- Section 2 – Special Meetings: Special meetings may be called by the Chair, four (4) members of the Board of Commissioners, or the Executive Director for the purpose of transacting any business designated in the call. The call for a special meeting must be delivered to all of the Commissioners at least two (2) days prior to the meeting and posted at Ramsey City Hall at least three (3) days prior to the meeting. The call and posting must designate the time/date/meeting place and purpose of the special meeting. At a special meeting, no business may be considered other than as designated in the call, except that if all Commissioners in office are present at a special meeting, then any business may be transacted at such special meeting by a unanimous vote.

#### **Article 6 – Quorum**

- Section 1 – Quorum: Four Commissioners constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes. When a quorum is in attendance at a regular meeting or properly scheduled special meeting, then action may be taken by the Board of Commissioners upon a vote of a majority of the Commissioners present.

## **Article 7 – Order of Business**

- Section 1 – Order of Business: At the regular meetings of the Board of Commissioners, the following shall be the Order of Business to be conducted:

Call to Order  
Roll Call  
Approval of Minutes of the Previous Meeting  
Open Forum  
HRA Business  
Committee Reports  
Executive Director’s Report  
Commissioner Comments  
Adjournment

All resolutions, motions, and actions shall be in writing and copied into the minutes of the proceedings of the Board of Commissioners.

## **Article 8 – Manner of Voting**

- Section 1 – Manner of Voting: The voting on all questions coming before the Board of Commissioners shall be by the Chairperson calling for yeas and nays on the questions. The decisions shall be entered into the minutes of each meeting. The Chairperson and all members shall be entitled to vote at every meeting of the Board of Commissioners. In the event that any Commissioner shall have a personal interest of any kind in a matter before the Board of Commissioners, as determined by the Ramsey City Attorney, the Commissioner shall be disqualified from voting upon the matter and the Secretary shall record in the Minutes that vote was not cast by said Commissioner.

## **Article 9 – Amendments**

- Section 1 – Amendments: The By-Laws of the Board of Commissioners shall be amended only by resolution at a meeting with all Commissioners in office in attendance and with the approval of at least a majority of the Commissioners.

## **Article 10 – Fiscal Year**

- Section 1 – Fiscal Year: The fiscal year of the Authority shall coincide with the fiscal year of the City of Ramsey, Minnesota.

## **Article 11 – Effective Date**

- Section 1 – Effective Date: These amended by-laws shall become effective and implemented as of March 10, 2009.

The motion for the adoption of the foregoing resolution was duly seconded by Commissioner Jeffrey, upon vote being taken thereon, the following voted in favor thereof:

Chairperson Dehen  
Commissioner Elvig  
Commissioner Jeffrey  
Commissioner Look  
Commissioner McGlone  
Commissioner Ramsey  
Commissioner Wise

and the following voted against the same:

None

and the following abstained:

None

and the following were absent:

None

whereupon said resolution was declared duly passed and adopted by the Housing and Redevelopment Authority Board of Commissioners this the 10<sup>th</sup> day of March, 2009.

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Chairperson

**ATTEST:**

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HRA Executive Director