

RESOLUTION NO. 2

A RESOLUTION ADOPTING BY-LAWS OF THE URBAN RENEWAL AGENCY OF THE CITY OF TROUTDALE

THE URBAN RENEWAL AGENCY OF THE CITY OF TROUTDALE FINDS AS FOLLOWS:

1. The Troutdale Riverfront Renewal Plan (Plan) was approved and adopted by the Troutdale City Council by Ordinance No. 773, dated February 14, 2006, establishing the Urban Renewal Agency for the City of Troutdale (Agency) pending voter approval.
2. On May 16, 2006 the electors of the City of Troutdale approved the Plan and established the Agency.
3. It is in the Agency's interest to adopt written by-laws establishing the operating and procedural guidelines for the Agency.

NOW, THEREFORE, BE IT RESOLVED BY THE URBAN RENEWAL AGENCY OF THE CITY OF TROUTDALE:


Section 1. The Urban Renewal Agency of the City of Troutdale hereby adopts the attached By-laws.

Section 2. This Resolution shall take effect immediately upon adoption.

YEAS: 5

NAYS: 0

ABSTAINED: 0



Paul Thalhofer, Chair
September 13, 2006

Date



Debbie Stickney, City Recorder

Adopted: September 12, 2006

BY-LAWS
Of the
URBAN RENEWAL AGENCY OF THE CITY OF TROUTDALE

ARTICLE I

THE AGENCY

Section 1. Composition of the Agency: The Urban Renewal Agency of The City of Troutdale (Agency), in accordance with Troutdale Ordinance #771, shall be governed by the Troutdale City Council.

Section 2. Powers and Authority of the Agency: The Agency is vested with all powers and authorities provided by state law except where limited in the Troutdale Riverfront Renewal Plan.

ARTICLE II

OFFICERS

Section 1. Officers: The Agency Officers shall be a Chair and Vice-Chair.

Section 2. Chair: The Mayor of the City of Troutdale shall be the Agency Chair, provided that the Agency may appoint another governing member to serve as Chair if the Mayor resigns or dies. The Chair shall preside at all Agency meetings. Except as otherwise authorized by Agency resolution, the Chair shall sign all contracts, deeds and other instruments executed on behalf of the Agency. At each meeting the Chair shall submit such recommendations and information as the Chair may consider proper concerning the Agency's business, affairs and policies.

Section 3. Vice-Chair: The Vice-Chair 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.

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 by-laws, rules and regulations.

Section 5. Election or Appointment: The Agency shall elect the Vice-Chair from its membership at the Agency's first regular meeting in January of each year. The Vice-Chair shall hold office for one year or until a successor is elected. Provided that the officers initially elected shall be elected at the first regular meeting after adoption of these by-laws and shall hold office until the Agency's first regular meeting in January 2007, or until their successors are elected.

Section 6. Vacancies: Should the Chair resign or die, 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. 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 7. Personnel and Agreements: The Agency may create such positions and appoint such personnel as it may from time to time find necessary or convenient to perform Agency duties and obligations. The Agency shall establish the compensation that shall be paid to appointed personnel or delegate the authority to establish the compensation in an Agency resolution. Agency appointments shall continue at the pleasure of the Agency or until resignation. The Agency may contract with the City of Troutdale for the services of City personnel and to perform Agency duties and obligations at such terms and conditions as the Agency and the City may agree.

ARTICLE III

MEETINGS

Section 1. Regular Meetings: Regular meetings shall be held on the third Tuesday of each month with official notice published of the time and place of the meeting. All meetings shall be held in the City of Troutdale, Oregon, or at such other place as the Chair shall determine.

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 such time and place as noted by the Chair or members calling the special meeting, for the purpose of transacting any business designated. Notice of a special meeting shall be given to each Agency member. Such notice may be given either verbally or in writing when given directly to the member at least twenty-four hours before such meeting; otherwise notice shall be given in writing by sending it to the business or home address of the member at least forty-eight hours before such meeting. Presence of any member at any meeting shall be deemed to be a waiver of notice of such meeting.

Section 3. Quorum: Four members of the Agency shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. Action may be taken by the Agency upon a vote of a majority of the membership of the Agency present.

Section 4. Manner of Voting: The voting on formal resolutions, matters to any federal, state, county, or city agency, and on such other matters as may be requested by a majority of the Agency members 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.

ARTICLE IV

PROCEDURE

Section 1. Standing, Special and Advisory Committees: The Chair is authorized to refer items to standing, special or advisory committees for recommendation and report. All committees shall be appointed by the Agency following the process outlined in Section 2.20.020 of the Troutdale Municipal Code. The committee members shall elect their own Chair at the first meeting of the committee. The 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. Appointments to committees need not be restricted to Agency members or Troutdale residents.

Section 2. Authorization of Expenditures: Authorization and approval of the expenditures of money may be made only at a regular meeting or at a special meeting called for that purpose. Provided, that no authorization or approval of expenditures of money may be made at a special meeting unless all members of the Agency have been advised in advance of said meeting that such authorizing action is intended to be taken or considered.

Section 3. Rules of Order: The Troutdale City Council rules shall govern the manner in which the Agency shall conduct its meetings, except where these by-laws or Agency resolution or rules adopt a different procedure.

ARTICLE V

ADMINISTRATIVE PROVISIONS

Section 1. Books and Records: The Agency shall keep current and complete books and records of account and shall keep minutes of the proceedings of its Agency and its committees.

Section 2. Indemnification of Agency Members: The Agency elects to defend and indemnify its present and former officials and their successors, spouses and marital communities to the full extent authorized by law. In addition, the right of indemnification shall inure to each Agency member or officer and his or her spouses and marital communities upon his or her appointment to the Agency and in the event of his or her death shall extend to his or her heirs, legal representatives and estate. Each person who shall act as Agency member or officer of the Agency shall be deemed to do so in reliance upon such indemnification and such rights shall not be exclusive of any other right which he or she may have.

Section 3. Principal Office: The initial principal office of the Agency shall be the Troutdale City Recorder's Office, City Hall, 104 SE Kibling Avenue, Troutdale, Oregon, 97060-2099. The Agency may establish by resolution a different location as its principal office.

ARTICLE VI

AMENDMENTS

Amendments to By-Laws: The by-laws of the Agency shall be amended only with the approval of at least four of the members of the Agency at a regular or special meeting, but no such amendment shall be adopted unless at least ten (10) days written notice thereof has been previously given to all of the members of the Agency.