

**URBAN RENEWAL AGENCY  
OF THE CITY OF WINSTON, OREGON**

**ARTICLE I - AUTHORITY**

Section 1. Name: The name of the Agency shall be The Urban Renewal Agency of the City of Winston, Oregon, hereinafter referred to as “the Agency.”

Section 2. Office: The office of the Agency shall be located in the City Hall, City of Winston, Oregon, or at such other location as the Agency may from time to time designate by resolution.

Section 3. Powers and Duties: The powers and duties of the Agency shall be as provided by Chapter 457 of the Oregon Revised Statutes, the Winston City Charter, and as authorized by the City Council of Winston in accordance with Ordinance No. 623, adopted by the Winston City Council on October 23, 2006.

**ARTICLE II - OFFICERS, PERSONNEL, COMMITTEES**

The Urban Renewal Agency shall consist of a Board and a Citizen Advisory Committee. The Board shall consist of the mayor and the Winston City Council. The Citizen Advisory Committee shall consist of five citizens at large. The Citizen Advisory Committee shall be selected for four year terms by an application process, reviewed and voted on by the Board. The Board members shall serve their terms of office on the City Council.

Section 1. Officers: The officers of the Agency shall be a chair, a vice-chair, and any other officers whom the Agency deems necessary.

Section 2. Chair: The Chair shall be elected by the Agency members every two years at the first meeting of each calendar year and shall preside at all meetings of the Agency. The Chair shall have a vote on all questions before the Agency. At each Agency meeting, the Chair shall submit information and recommendations 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 during the first meeting of each calendar year and shall perform the duties of the Chair in the absence of the Chair. Whenever the Chair is unable to perform the functions of the office, the Vice-Chair shall act as Chair. If both the Chair and the Vice-Chair are absent from an Agency meeting, the members present shall select one of their number to perform the Chair’s functions at the meeting. In the absence of the City Manager, the Vice-Chair shall keep the official records of the Agency, attest signatures of the Agency, certify copies of Agency documents, and perform other record-keeping duties of the City Manager.

Section 4. City Manager: The City Manager shall be responsible to the Agency for the proper administration of the affairs of the Agency. The City Manager shall administer the affairs of the Agency in accordance with Federal, State and local laws. The City Manager shall see that all contracts of the Agency are carried out in the best interest of the Agency under appropriate law.

(a) The City Manager shall cause to have prepared plans, reports, and other necessary matters concerning any given Urban Renewal area; and shall report to the Agency at each meeting on the status of the Urban Renewal programs.

(b) The City Manager shall serve as the budget officer of the Agency.

(c) The City Manager shall act in conjunction with the Agency Board and the Citizen Advisory Committee.

(d) The City Manager shall be responsible for the fiscal administration of all funds of the Agency and shall act as signer of the checks drawn upon the accounts of the Agency.

Section 5. 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.

Section 6. Additional Personnel, Committees: The Agency may, from time to time, employ such personnel and create committees, subcommittees or advisory groups as it deems necessary to exercise its powers, duties and functions as prescribed by the laws of the State of Oregon applicable thereto.

Section 7. Vacancies: Should the offices of the Chair or 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.

Section 8. Removal: The Chair or Vice-Chair may be removed from office at any time by a vote of a majority of the entire Agency. Citizen Advisory Committee members may also be removed after three consecutive, unexcused absences. Notification should be made to the Chair of URA prior to the meeting.

Section 9. Local Contract Review Board: The Agency's Board of Directors shall act as the Local Contract Review Board when approving public contracts in excess of \$25,000.

Section 10. Contracts, Deeds, Instruments: The Agency's Board of Directors shall, by resolution or by motion, approve the execution of all contracts, deeds, and instruments of the Agency and authorize the appropriate officer or individual to sign each contract on behalf of the Agency.

### **ARTICLE III - MEETINGS**

Section 1. Regular Meetings: The Urban Renewal Agency shall hold a regular meeting at least once each quarter at a time and at a place which it designates. A regular meeting may be continued, postponed, cancelled or adjourned to a later date by a majority of the Agency members present and voting, and notice of such adjourned meeting shall be given to all Agency members.

Section 2. Special Meetings: The Chair may, when the Chair deems it expedient, or shall, upon the written request of two 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. Notice of the special meeting shall be given to all members of the Agency at the time of the call and shall be given to the public in accordance with Oregon Public Meetings Law.

Section 3. Open Meetings: The deliberations and proceedings of the Agency shall be public except as state law allows otherwise.

Section 4. Quorum: A majority of the incumbent members of the Board shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes. Except as these bylaws provide otherwise, the express concurrence of a majority of the members of the Board voting when a quorum of the Agency is present at the Agency meeting shall be necessary to decide any question before the Agency.

Section 5. Manner of Voting: Voting shall be by recorded vote, showing the identity of any minority votes.

Section 6. Order of Business: At the regular meetings of the Agency, the Chair and City Manager shall determine the agenda.

Section 7. Robert's Rules: All rules of order not herein provided for shall be determined in accordance with *Robert's Rules of Order Newly Revised*.

#### **ARTICLE IV - FINANCIAL**

Section 1. Agency Funds; Investment and Disbursement: Agency funds shall be kept separate from the funds of the City. Investment and disbursement of Agency funds shall follow the regular investment and disbursement procedures of the City of Winston.

Section 2. Budget: Budget procedures followed for all other funds of the City of Winston shall also be substantially followed for the fund or funds of the Agency.

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

#### **ARTICLE V – PROFESSIONAL SERVICES**

Section 1. Professional Services: The Agency shall use the same legal advisor, auditor, insurance agent, and consulting engineer as the City of Winston, unless not in the best interests of the Agency to do so.

## **ARTICLE VI - AMENDMENTS**

Section 1. Amendment of Policies and Procedures: These policies and procedures may be amended at any regular or special meeting of the Agency by a 2/3 vote of the voting quorum present, provided that the proposed amendment has been submitted in writing to all members at least five (5) days prior to the meeting where the amendment is to be considered. Electronic voting shall be permitted and counted.

Adopted this 9th day of February, 2012 by the following vote:

AYES - 4      NAYS -0      ABSENT – Ken McGinnis