



REQUEST FOR BOARD ACTION

Action: Need Board to take action

Meeting Date Requested : 6/23/2021

Presenter: Chris Pengra

Deadline of item : 6/23/2021

Department Sponsor: Administration

Agenda Type: Business Item

Time Requested: 5 minutes presentation, 10 minute Board

(Board Members may elect to provide more or less time)

Approval Signatures *(required for all transmittals)*

Submitter: Chris Pengra
Chris Pengra (Jun 16, 2021 09:27 MDT)

Dept. Head: Chris Pengra
Chris Pengra (Jun 16, 2021 09:27 MDT)

Reviewed as to Form: Adam S. Long
Adam S. Long (Jun 16, 2021 09:30 MDT)

Executive: Duke Burton

Council Office: John Roll

Council Committee: None

1. AGENDA SUBJECT

Consider approving Resolution No. 226 amending the bylaws of the RDA, designating a location for agency meetings, and authorizing electronic agency meetings.

2. SUMMARY

The RDA Board of West Jordan City last updated its bylaws January 16th of 2001. An update to the bylaws is made necessary by the change in city government and by certain procedural rules outlined in the 2001 bylaws that were no longer practicable. On May 26 and June 9, 2021 the RDA Board reviewed the proposed RDA Bylaws and requested edits to strengthen the RDA Bylaws and to add clarity. Those edits have been incorporated and the RDA bylaws are now being presented for board consideration and approval.

3. TIME SENSITIVITY / URGENCY

As a best practice, the Redevelopment Agency Board should operate under bylaws that comply with State statutes regarding RDA Board Officer positions and practicable procedural bylaws before taking further "official" actions.

4. BUDGET IMPACT

None.

5. DEPARTMENT RECOMMENDATION

Economic development staff advises the RDA Board to adopt the resolution as presented.

6. PLANNING COMMISSION RECOMMENDATION

N/A

7. MOTION RECOMMENDED

An appropriate motion might be:

"I move that the RDA Board approve Resolution No. 226, adopting amended bylaws, designating a location for agency meetings, and authorizing electronic agency meetings."

8. MAYOR RECOMMENDATION

9. PACKET ATTACHMENT(S)

Resolution No. 226

10. OTHER INFORMATION

REDEVELOPMENT AGENCY OF WEST JORDAN CITY

RESOLUTION NO. 226

A RESOLUTION ADOPTING AMENDED BYLAWS, DESIGNATING A LOCATION FOR AGENCY MEETINGS, AND AUTHORIZING ELECTRONIC AGENCY MEETINGS.

WHEREAS the Redevelopment Agency of West Jordan City (the “**Agency**”) has been created to transact the business and exercise all of the powers provided for by the Utah Community Reinvestment Agency Act, as amended (the “**Act**,” Utah Code Annotated, Title 17C); and

WHEREAS the Agency finds it necessary and desirable to adopt amended bylaws to be followed in the transaction of business and exercise of the powers of the Agency, and to establish the location of the Agency office, and to designate such office as the site for all Agency meetings; and

WHEREAS the Agency finds it necessary and desirable to appoint Agency officers and directors to exercise the powers and to transact the business of the Agency in their official capacities as described and provided for in the Agency Bylaws, and shall serve for the designated term of their respective offices, or until such time as the Agency Board, pursuant to the provisions of the Bylaws, shall call for an election or appointment at an Agency meeting; and

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BOARD OF THE REDEVELOPMENT AGENCY OF WEST JORDAN CITY AS FOLLOWS:

1. The bylaws attached as **Exhibit A** are adopted as the Agency Bylaws.
2. The Agency Offices are located at the offices of West Jordan City, Utah.
3. Any meeting of the Agency may be held electronically under Utah Code Ann. § 52-4-207. The principal anchor location, as defined by Utah Code Ann. § 52-4-207, of all electronic meetings is the Agency Offices unless otherwise specified in the notice of each meeting.

This resolution takes effect upon adoption.

APPROVED AND ADOPTED this ____ day of _____, 2021.

**REDEVELOPMENT AGENCY OF WEST
JORDAN CITY**

, Chair

Attest:

_____, Secretary

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Exhibit A

Bylaws

**BYLAWS OF THE
REDEVELOPMENT AGENCY OF WEST JORDAN CITY**

Adopted on _____

ARTICLE I - THE AGENCY

Section 1. Name of Agency. The name of the Agency shall be the “Redevelopment Agency of West Jordan City” in accordance with an ordinance adopted by the City Council of West Jordan, Utah (the “**City**”), on November 15, 1988. The Agency is a Community Reinvestment Agency, existing, and operating under Title 17C of the Utah Code, as amended (the “**Act**”).

Section 2. Purpose of the Agency. The purpose of the Agency is to undertake and promote project area development (as defined in the Act), including but not limited to encouraging and promoting development and redevelopment in order to create or retain jobs within the City, provide public infrastructure and improvements, and promote the overall well-being of the City and its residents. The Agency shall have and exercise all powers and authority granted to it under the Act, as may be amended from time to time, and any successor statutes.

Section 3. Governing Board. The governing board of the Agency shall be known as the Board of Directors of the Redevelopment Agency of West Jordan City (the “**Board**” or the “**Board of Directors**”). The Board of Directors shall be composed of all members of the City’s legislative body as provided in the Act. Each member of the Board, including the Chairperson, shall have one vote.

Section 4. Seal of Agency. The Agency shall have an official seal, which the Board of Directors shall approve as to form and style.

Section 5. Office of Agency. The principal offices of the Agency are the same as the West Jordan City offices, unless the Board by resolution designates another location within the Agency’s boundaries as the principal offices of the Agency. The Board may also, from time to time, designate other offices or locations for the carrying out of Agency business or for the holding of Agency meetings.

ARTICLE II - OFFICERS

Section 1. Officers. The officers of the Agency shall be a Chairperson, a Vice-Chairperson, an Executive Director, and a Secretary. Each of the Officers may appoint a delegate to act in his or her place in the event such Officer shall be absent from duties for a prolonged period of time. The Board members to serve as Chairperson and Vice-Chairperson shall be selected by a vote of the Board according to the procedures in Section 8, below. The Secretary shall also be selected by a vote of the Board.

Section 2. Chairperson. The Chairperson shall preside at all meetings of the Agency unless absent or incapacitated. The term of office for the Chairperson shall be for one year unless the Chairperson earlier resigns from the position or a new Chairperson is selected by vote of the Board. The Chairperson may be, but need not be, the same as the Chair of the West Jordan City Council.

Section 3. Vice-Chairperson. The Vice-Chairperson of the Agency shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson; and in the case of resignation or death

of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Board shall appoint a new Chairperson. The term of office for the Vice-Chairperson shall be for one year unless the Vice-Chairperson earlier resigns from the position or a new Vice-Chairperson is selected by vote of the Board. The Vice-Chairperson may be, but need not be, the same as the Vice-Chair of the West Jordan City Council.

Section 4. Executive Director. The Mayor of the City shall be the Executive Director of the Agency as required by the Act. The Executive Director shall, under the direction of the Agency Board and Chairperson, have general supervisory authority over the administrative and business affairs of the Agency. The Executive Director shall implement the resolutions and other directives properly adopted or given by the Board. The Executive Director will regularly attend meetings of the Board, and shall, in the Executive Director's sole discretion, make recommendations to the Agency Chairperson and Board. The Executive Director may direct Agency or City Staff, consultants, or legal counsel on behalf of the Agency. Except as otherwise specifically provided by resolution or decision of the Board, the Executive Director shall sign all contracts, deeds, orders, checks, and other instruments, including instruments of indebtedness, made by the Agency, after such documents have been properly approved by the Agency Board.

Section 5. Secretary. The Secretary of the Agency shall be the Council Office Clerk or a designee. The Secretary acts as recorder of the meetings of the Agency and records all votes according to the requirements of the Utah Open and Public Meetings Act, Title 52, Chapter 4 of the Utah Code (the "**Open and Public Meetings Act**"). The Secretary must (1) keep a record of the proceedings of the Agency in a journal of proceedings to be kept for such purpose, (2) keep the official documents and records of the Agency, and (3) perform all duties incident to the office. The Secretary must keep in safe custody the Agency seal and records.

Section 6. Board Members. At the meetings of the Agency, any Board Member may submit such recommendations and information as he/she may consider proper concerning the business, affairs, and policies of the Agency.

Section 7. Additional Duties. The officers of the Agency shall perform such other duties and functions as may from time to time be required by the Board, the Bylaws, or policies of the Agency.

Section 8. Appointment of Chairperson and Vice Chairperson. On an annual basis, at the first meeting of the Agency Board in a given calendar year, the Agency Board shall appoint a Chairperson and Vice-Chairperson by written resolution through a vote of the Agency Board in accordance with the procedures identified in Article V, section 7. The terms of the Chairperson and Vice-Chairperson shall expire at the end of the calendar year, regardless of when the appointment was made. If for any reason the Chairperson and/or Vice-Chairperson are not appointed, the Chairperson shall be the Chair of the West Jordan City Council and the Vice-Chairperson shall be the Vice-Chair of the West Jordan City Council.

Section 9. Appointment of Secretary. On an annual basis the Agency Board shall consider the need to appoint a Secretary by written resolution through a vote of the Agency Board in accordance with the procedures identified in Article V section 7. If for any reason the Secretary is not appointed, the Council Office Clerk shall serve as the Secretary.

ARTICLE III – EMPLOYEES AND CONTRACTORS

Section 1. Employees of the Agency. The Executive Director may, from time to time, employ such additional personnel as may be necessary to exercise the powers, duties and functions of the Agency. The selection and compensation of such personnel shall be determined by the Executive Director, subject to the policies established by the Board.

Section 2. Independent Contractors. The Executive Director may enter into contracts with independent contractors for technical expertise and any other agents and persons, permanent and temporary, to exercise its powers, duties, and functions, and determine their qualifications, duties, and compensation. For legal services required by the Agency, the Agency may employ or retain under contract its own legal counsel.

ARTICLE IV – BOARD

Section 1. Governance. The powers of the Agency shall be vested in the Board of Directors of the Agency. The Board shall govern the Agency and shall exercise all powers not otherwise enumerated to the Agency officers, including but not necessarily limited to, the following:

1. Adopt resolutions as the Board deems appropriate and as the Agency Policies and Procedures may require;
2. Approve the Agency's annual budget, including any amendments;
3. Approve any indebtedness by the Agency;
4. Approve any agreement by the Agency other than agreements that the Executive Director is specifically authorized to enter into on behalf of the Agency;
5. Approve any acquisition or disposition of real property by the Agency, and
6. Perform all other actions that may be required by law, these Bylaws or the Policies and Procedures of the Agency.

ARTICLE V - MEETINGS

Section 1. Regular Meetings. Regular Board meetings that are scheduled in advance over the course of a year will be held on the same day as regular City Council meetings in the Council Chambers. Regular Board meetings may be held prior to, following, or during a recess of a Council meeting. Agency meetings may be noticed on a separate Agency agenda or a joint agenda with the City Council.

Section 2. Special Meetings. When the Chair (or the Vice-Chair in the absence or incapacity of the Chair), or two or more members of the Board deem it expedient, he, she, or they may call a special meeting of the Board for the purpose of transacting any business designated in the call. Any Board Member and co-sponsoring Board Member may sponsor a special meeting by submitting a memo and any relevant information to the Agency Officers.

Section 3. Notice of Meetings. All meetings of the Board shall be noticed in accordance with the Open and Public Meetings Act.

Section 4. Quorum. The Board Quorum and voting requirements are identical to the Quorum and voting requirements of the City Council.

Section 5. Resolutions. All resolutions must be in writing and designated by number, reference to which must be inscribed in the minutes and an approved copy filed in the official book of Agency Resolutions. Resolutions shall be signed by the Chairperson (or acting Chairperson) and countersigned by the Agency Secretary (or in the absence of the Secretary, by the Executive Director).

Section 6. Procedures. Except as otherwise expressly set forth in these Bylaws or as determined by the Board, meetings of the Board will proceed according to the rules of procedure adopted by the City Council.

Section 7. Manner of Voting. Voting on formal resolutions, appointment of Officers, and such other matters as may be requested by a majority of the Board members must be by roll call, and the ayes and nays, as well as the names of members abstaining, must be entered upon the minutes of such meeting.

Section 8. Approval of Minutes. Draft minutes of past Board meetings may be approved at the next Board meeting. Alternately, if no Board meeting is planned in the near future, the Agency Secretary shall distribute (via email or some other agreed-upon method) the draft minutes to all Board members for review, corrections, and approval. Minutes reviewed in such a manner shall be deemed approved upon the earlier of (a) all Board members expressing their approval of the minutes in writing (including via email), or (b) the passing of the fourteenth calendar day after the distribution of the draft minutes by the Agency Secretary.

ARTICLE VI

Section 1. Approval of Bylaws. These Bylaws are effective immediately upon approval by the Board.

Section 2. Amendments to the Bylaws. These Bylaws may be amended only by resolution of the Board at a regular or a special meeting.

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[SIGNATURE PAGE TO BYLAWS]

ADOPTED as of the _____ day of _____, 2021, by resolution of the Board of Directors of the Agency.

Attest:

_____, *Chair*

_____, Secretary

2d Amending RDA Bylaws

Final Audit Report

2021-06-16

Created:	2021-06-15
By:	Cindy Quick (Cindy.quick@westjordan.utah.gov)
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