

**STATE OF GEORGIA
CITY OF JONESBORO
COUNTY OF CLAYTON**

RESOLUTION NO. 2026 - ____

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE URBAN REDEVELOPMENT AGENCY OF THE CITY OF JONESBORO, GEORGIA, ADOPTING BYLAWS FOR THE GOVERNANCE AND OPERATION OF THE AGENCY; AUTHORIZING AN OFFICIAL SEAL; PROVIDING FOR ADMINISTRATIVE OFFICERS; PRESERVING EXISTING RIGHTS AND OBLIGATIONS; PROVIDING FOR AN EFFECTIVE DATE; AND FOR OTHER LAWFUL PURPOSES.

WHEREAS, Chapter 61 of Title 36 of the Official Code of Georgia Annotated, known as the Urban Redevelopment Law, creates in each municipality a public body corporate and politic known as the Urban Redevelopment Agency of the municipality;

WHEREAS, on April 13, 2015, the City Council of the City of Jonesboro, Georgia, adopted Resolution No. 2015-05, made the findings required by the Urban Redevelopment Law and elected to have the Urban Redevelopment Agency of the City of Jonesboro, Georgia, exercise the City's urban redevelopment project powers;

WHEREAS, on August 10, 2026, the City Council reaffirmed the continued existence and authority of the Agency, restored an independent Board consisting of seven commissioners, established the composition and terms of the Board and provided for appointment of commissioners by the Mayor with the advice and consent of the City Council;

WHEREAS, the Mayor designated Donya L. Sartor as Chair and Councilwoman Santia Fox as Vice Chair from among the duly appointed commissioners as provided by O.C.G.A. § 36-61-18(e);

WHEREAS, the Board desires to adopt comprehensive bylaws that conform to the Urban Redevelopment Law, the City's activating and reconstituting resolutions, the Georgia Open Meetings Act, the Georgia Open Records Act and other applicable law; and

WHEREAS, the Board finds that adoption of the bylaws attached as Exhibit A will promote lawful, transparent and efficient administration of the Agency and protection of its public assets.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE URBAN REDEVELOPMENT AGENCY OF THE CITY OF JONESBORO, GEORGIA, AS FOLLOWS:

SECTION 1. ADOPTION OF BYLAWS

The bylaws attached to this Resolution as Exhibit A are adopted as the bylaws of the Urban Redevelopment Agency of the City of Jonesboro, Georgia.

SECTION 2. OFFICIAL SEAL

The Agency is authorized to obtain and use an official seal in the form described in the bylaws. Until that seal is obtained, the Agency may use a generic corporate seal or act without a seal when a seal is not required by law or by a binding instrument.

SECTION 3. ADMINISTRATIVE OFFICERS

The Board may appoint a Secretary, a Treasurer and any assistant officers by motion or resolution at the meeting at which this Resolution is adopted or at a later meeting. Any appointment of a City officer or employee is subject to authorization by the City and any agreement required by law.

SECTION 4. NO IMPAIRMENT

Nothing in this Resolution or the bylaws shall impair any lawful bond, contract, lease, security interest, property right or other enforceable obligation of the Agency or the City.

SECTION 5. CONFLICTING ACTIONS

Prior bylaws, rules and actions of the Agency are superseded only to the extent they conflict with this Resolution or the attached bylaws. Prior lawful actions and obligations remain in effect.

SECTION 6. EFFECTIVE DATE

This Resolution and the attached bylaws shall become effective immediately upon adoption.

SO RESOLVED, ADOPTED, AND APPROVED this ____ day of _____, 2026.

Donya L. Sartor
Chair

Secretary

EXHIBIT A

Bylaws of the Urban Redevelopment Agency of the City of Jonesboro, Georgia

BYLAWS
OF THE
URBAN REDEVELOPMENT AGENCY
OF THE CITY OF JONESBORO, GEORGIA

ARTICLE I. THE AGENCY

Section 1.1. Name. The name of the public body corporate and politic governed by these bylaws is the Urban Redevelopment Agency of the City of Jonesboro, Georgia, referred to in these bylaws as the Agency.

Section 1.2. Legal Authority and Status. The Agency exists under the Urban Redevelopment Law, O.C.G.A. § 36-61-1 et seq. It was authorized to transact business and exercise the City's urban redevelopment project powers by Resolution No. 2015-05, adopted by the City Council on April 13, 2015. The Agency is not a department of the City, although the Agency and the City may cooperate and may share personnel, services or facilities as authorized by law.

Section 1.3. Purpose. The Agency shall exercise the urban redevelopment project powers lawfully delegated to it for the rehabilitation, conservation and redevelopment of pockets of blight and for related public purposes established by the Urban Redevelopment Law and applicable urban redevelopment plans.

Section 1.4. Principal Office. The principal office of the Agency shall be located at Jonesboro City Hall or at another location in the City designated by resolution of the Board. The Agency may maintain additional offices or records locations as the Board determines necessary.

Section 1.5. Governing Instruments. The Agency shall act in conformity with applicable federal and state law, the City's activating and reconstituting resolutions, urban redevelopment plans approved by the City, binding financing and contractual obligations, these bylaws and resolutions of the Board. If a conflict exists, controlling law and lawful obligations shall govern.

ARTICLE II. BOARD OF COMMISSIONERS

Section 2.1. Powers of the Board. The powers of the Agency are vested in and shall be exercised by its Board of Commissioners. No individual commissioner may bind the Agency or direct Authority personnel unless the Board has expressly authorized that action or these bylaws assign that duty to the commissioner.

Section 2.2. Number and Composition. As established by the City Council on August 10, 2026, the Board consists of seven commissioners. Four seats shall be held by elected officials of the City serving in office at the time of appointment. Three seats shall be held by persons who do not hold elected office with the City and who satisfy all other eligibility requirements.

Section 2.3. Appointment. The Mayor shall appoint each commissioner with the advice and consent of the City Council as required by O.C.G.A. § 36-61-18(b). The Board has no authority to appoint a commissioner or fill a vacancy on the Board.

Section 2.4. Eligibility. Each commissioner shall reside within the statutory area of operation of the Agency and shall remain eligible throughout the term. Eligibility shall be determined under the Urban Redevelopment Law and the City's August 10, 2026 resolution. A commissioner shall promptly notify the Mayor, the City Clerk, the Chair and the Secretary of any change that may affect eligibility.

Section 2.5. Terms. The regular term of each commissioner is one year as established by the City Council. Each commissioner shall continue to serve after expiration of the term until a successor has been appointed and qualified. A commissioner may be reappointed if the commissioner remains eligible.

Section 2.6. Qualification and Certificates. Before participating as a commissioner, each appointee shall accept the appointment and satisfy any qualification required by law. A certificate of each appointment or reappointment shall be filed with the City Clerk as required by O.C.G.A. § 36-61-18(c). The Secretary shall maintain a copy in the Agency's records.

Section 2.7. Vacancies. A vacancy shall be filled by appointment of the Mayor with the advice and consent of the City Council. An appointee filling a vacancy shall serve the remainder of the unexpired term and until a successor has been appointed and qualified.

(a) Elected Official Seat. If a commissioner holding an elected official seat ceases to hold the elected City office that qualified the commissioner for that seat, the Agency seat becomes vacant upon departure from the elected office.

(b) Nonelected Seat. If a commissioner holding a nonelected seat becomes an elected official of the City, the commissioner no longer qualifies for that seat unless the City Council lawfully redesignates the seat while preserving the required composition of the Board.

(c) Other Vacancies. A vacancy also occurs upon death, effective resignation, loss of statutory eligibility or lawful removal. A vacancy does not reduce the quorum established in Section 4.5.

Section 2.8. Resignation. A commissioner may resign by written notice delivered to the Mayor, the City Clerk and the Secretary. If no effective date is stated, the resignation shall become effective upon lawful acceptance. The City Clerk and Secretary shall retain the resignation and documentation of its acceptance in their respective official records.

Section 2.9. Removal. A commissioner may be removed only as provided by O.C.G.A. § 36-61-18(f) and other applicable law. Removal for inefficiency, neglect of duty or misconduct in office requires a hearing, a copy of the charges at least ten days before the hearing and an opportunity to be heard in person or through counsel.

Section 2.10. Attendance. Commissioners shall make diligent efforts to attend and prepare for all meetings. If a commissioner misses three consecutive regular meetings, the Secretary shall report the attendance record to the Chair, the Mayor and the City Council. Absence does not create an automatic vacancy. Any removal must comply with Section 2.9.

Section 2.11. Compensation and Expenses. A commissioner shall receive no compensation for service as a commissioner. The Agency may reimburse necessary and reasonable expenses, including travel expenses, incurred in the discharge of official duties if the expense is documented and approved under a policy or specific authorization of the Board.

ARTICLE III. OFFICERS

Section 3.1. Chair and Vice Chair. The Mayor shall designate a Chair and a Vice Chair from among the duly appointed commissioners as required by O.C.G.A. § 36-61-18(e). The Chair and Vice Chair shall serve while they remain commissioners and until the Mayor makes a successor designation. The Board shall not elect or remove the Chair or Vice Chair.

Section 3.2. Chair. The Chair shall preside at meetings, preserve order, facilitate the Board's work and perform duties assigned by law, these bylaws or the Board. The Chair may sign instruments authorized by the Board. The Chair has the same right to make motions, participate in discussion and vote as every other commissioner. The Chair has no additional vote to break a tie.

Section 3.3. Vice Chair. The Vice Chair shall perform the duties of the Chair when the Chair is absent, unable to act or when the office of Chair is vacant. When acting as Chair, the Vice Chair has the powers and duties of the Chair.

Section 3.4. Secretary. The Board shall appoint a Secretary who need not be a commissioner. The Secretary shall provide meeting notices, prepare agendas with the Chair, record attendance and votes, prepare and preserve minutes, maintain the journal of proceedings, keep the Agency's records, maintain the official seal, attest authorized instruments and perform other duties assigned by the Board. The Secretary shall coordinate responses to requests under the Georgia Open Records Act.

Section 3.5. Treasurer. The Board shall appoint a Treasurer who need not be a commissioner. The Treasurer shall oversee the Agency's accounting system, financial records, deposits, disbursements, periodic financial reports, budget administration, annual reporting and audit coordination. The Treasurer shall perform these duties subject to Board oversight and adopted financial controls.

Section 3.6. Combined or Assistant Offices. The same person may serve as Secretary and Treasurer. The Board may appoint an Assistant Secretary, an Assistant Treasurer or other administrative officers and may define their duties by resolution. An assistant may act only within the Agency granted by the Board.

Section 3.7. City Personnel. The Board may request that a City officer or employee serve in an administrative capacity. Any such service is subject to authorization by the City and any intergovernmental agreement, personnel assignment or reimbursement arrangement required by law. Service as an administrative officer does not make the person a commissioner or confer voting rights.

Section 3.8. Administrative Officer Vacancies. The Board may remove an administrative officer appointed by the Board and may fill a vacancy by majority vote at a meeting with a

quorum. Removal from an Agency office does not affect the person's City employment or office unless the City takes separate lawful action.

ARTICLE IV. MEETINGS

Section 4.1. Regular Meetings. The Board shall schedule at least one regular meeting during each calendar quarter. The Board may cancel or reschedule a regular meeting by lawful action or when the Chair determines that no business requires action, provided all notices required by law are given.

Section 4.2. Special Called Meetings. The Chair may call a special meeting. The Chair shall call a special meeting upon the written request of any three commissioners. The request shall identify the business to be considered.

Section 4.3. Public Notice and Agenda. All meetings shall be noticed and conducted in accordance with the Georgia Open Meetings Act, O.C.G.A. § 50-14-1 et seq. The Secretary shall post or publish the time, place and dates of regular meetings as required by law. For a special meeting, the Secretary shall provide the public notice required by law.

Section 4.4. Notice to Commissioners. The Secretary shall give each commissioner reasonable notice of every meeting and shall provide available agenda materials. Notice may be delivered personally or by mail, telephone or electronic communication. Failure to receive internal notice does not invalidate a meeting if public notice was lawful and a quorum is present, but intentional failure to notify a commissioner is prohibited.

Section 4.5. Quorum. Four commissioners constitute a quorum. A vacancy does not reduce this requirement. The Board shall not conduct deliberations or exercise Authority powers without a quorum except to receive information that does not constitute a meeting under applicable law, to adjourn or to take other action expressly permitted by law.

Section 4.6. Voting. Each commissioner, including the Chair, has one vote. Authority action requires the affirmative vote of a majority of the commissioners present when a quorum exists unless law, these bylaws or a binding instrument requires a greater vote. A tie vote defeats the motion. Proxy voting and absentee voting are prohibited. Voting shall be public and recorded in the minutes.

Section 4.7. Abstention and Recusal. A commissioner who has a legal conflict of interest shall disclose the conflict, refrain from participating and refrain from voting as required by law. The minutes shall reflect the disclosure and recusal. The effect of a recusal on the quorum shall be determined under applicable law.

Section 4.8. Remote Participation. A commissioner may participate remotely only to the extent permitted by the Georgia Open Meetings Act or other applicable law. The minutes shall identify each commissioner who participated remotely and the legal basis for remote participation when required.

Section 4.9. Executive Session. The Board may enter executive session only for a purpose authorized by the Georgia Open Meetings Act and only after the vote and public identification required by law. The Board shall not take binding action in executive session. The presiding

officer or other authorized person shall execute the required affidavit and the Agency shall maintain minutes and records as required by law.

Section 4.10. Minutes. The Secretary shall prepare minutes that accurately state the commissioners present, motions, seconds, votes and other information required by law. Draft minutes and final minutes shall be made available within the periods required by the Georgia Open Meetings Act. The Board shall approve or correct minutes at a subsequent meeting.

Section 4.11. Order of Business. The Chair and Secretary shall prepare a proposed agenda. The Board may adopt a standard order of business by resolution. Any two commissioners may request that a matter within the Agency's authority be placed on a future agenda. The Chair shall apply reasonable rules of order and decorum without limiting lawful participation by a commissioner or the public.

Section 4.12. Parliamentary Procedure. The current edition of Robert's Rules of Order Newly Revised shall serve as a guide when applicable law, these bylaws and rules adopted by the Board do not address a procedural question. Parliamentary rules shall not be used to defeat a right or duty established by law, these bylaws or a binding obligation.

Section 4.13. Public Participation. The Board may adopt reasonable and content-neutral rules for public comment and conduct at meetings. Nothing in these bylaws creates a right to public comment beyond any right provided by law or a rule adopted by the Board.

ARTICLE V. COMMITTEES

Section 5.1. Creation. The Board may create standing or special committees by resolution. The resolution shall state the committee's purpose, membership, authority and duration.

Section 5.2. Membership. A committee may include commissioners and other qualified persons. A person who is not a commissioner has no vote on the Board and may not exercise a power reserved to the Board.

Section 5.3. Authority. A committee is advisory unless the Board lawfully delegates a limited function. No committee may approve a contract, dispose of property, incur debt, expend Authority funds or otherwise bind the Agency unless applicable law expressly permits the delegation and the Board grants it by resolution.

Section 5.4. Open Government. Each committee shall comply with the Georgia Open Meetings Act and the Georgia Open Records Act to the extent applicable. Committee records are Authority records and shall be delivered to the Secretary for retention.

ARTICLE VI. PERSONNEL, COUNSEL AND ADVISORS

Section 6.1. Executive Director and Personnel. The Agency may employ an executive director, technical experts and other permanent or temporary agents and employees as authorized by O.C.G.A. § 36-61-18(e). The Board shall determine their qualifications, duties and compensation by contract, policy, budget or resolution. No commissioner acting alone may hire, discharge, supervise or direct an Agency employee unless the Board has expressly delegated that authority.

Section 6.2. Legal Counsel. The Agency may employ or retain its own counsel and legal staff as authorized by law. Counsel shall represent the Agency as a distinct public body and shall advise the Board concerning the Agency's legal interests and obligations.

Section 6.3. Consultants and Advisors. The Board may retain financial advisors, engineers, planners, architects, accountants, property managers and other professionals as necessary. Each engagement shall be authorized and procured in accordance with law and Authority policy.

Section 6.4. Delegated Authority. A delegation to personnel, counsel or an advisor shall be stated in writing through a contract, policy, job description or resolution. A delegation may not include a power that law reserves to the Board, the City or the City's governing authority.

ARTICLE VII. FINANCIAL ADMINISTRATION

Section 7.1. Fiscal Year. The fiscal year of the Agency shall be the same as the fiscal year of the City.

Section 7.2. Annual Budget. The Board shall adopt a budget before the beginning of each fiscal year or as soon as practicable. The budget shall identify anticipated revenues, expenditures, debt service and project obligations. Expenditures shall be made only under the adopted budget, a lawful budget amendment or a specific authorization of the Board.

Section 7.3. Depositories and Investments. Authority funds shall be deposited in financial institutions and accounts designated by the Board. Funds shall be secured, invested and accounted for as required by Georgia law and written financial controls adopted by the Board.

Section 7.4. Disbursements. Checks, drafts, electronic payments and other disbursements shall be authorized, documented and approved under the budget and written internal controls adopted by the Board. The Board shall designate authorized signers and approval requirements by resolution. No payment shall be made solely on the direction of an individual commissioner.

Section 7.5. Procurement. The Agency shall procure goods, services, construction and professional services in accordance with applicable law and a written procurement policy adopted by the Board. The Board may adopt or incorporate portions of the City's procurement policy if suitable for the Agency. No person shall divide a purchase or engagement to avoid an approval or procurement requirement.

Section 7.6. Financial Records and Reports. The Treasurer shall maintain or cause to be maintained complete and accurate accounts of the Agency's assets, liabilities, revenues, expenses, contracts and project funds. The Treasurer shall provide financial reports to the Board at intervals established by the Board and shall make financial information available to the City as required by law or agreement.

Section 7.7. Audit. The Agency shall obtain or participate in an audit of its financial affairs as required by Georgia law and any binding financing document. If legally permissible, the Agency's financial statements may be included as a discretely presented component unit or otherwise included in the City's audit, provided the Agency's transactions and balances are separately identifiable.

Section 7.8. Debt and Bonds. The Agency may issue bonds, notes or other evidence of indebtedness only through a resolution of the Board and in conformity with the Urban

Redevelopment Law, applicable validation requirements and binding financing documents. The authorizing resolution shall prescribe the form, terms, execution and delivery of the obligation. No Authority obligation shall constitute a debt or pledge of the City unless the City takes separate lawful action.

Section 7.9 Ratification of Existing Obligations

All existing bonds, notes, contracts, leases, agreements, intergovernmental agreements, financing documents, security instruments, deeds, easements, assignments, resolutions and other instruments, transactions and obligations previously lawfully authorized, approved, issued, executed, delivered or undertaken in the name of or on behalf of the Urban Redevelopment Agency of the City of Jonesboro are hereby acknowledged, adopted, confirmed and ratified and shall remain in full force and effect according to their respective terms.

All prior lawful actions of the Agency and its commissioners, officers, employees, agents and authorized representatives relating to such instruments, transactions and obligations are likewise confirmed and ratified. Nothing in this Resolution or the Bylaws shall terminate, impair, modify, release or otherwise affect any valid right, title, interest, duty, liability or obligation of the Agency.

This ratification applies only to the extent that the applicable action, instrument, transaction or obligation was within the lawful authority of the Agency or is otherwise capable of lawful ratification. Nothing in this Section shall validate an act that was void when taken, approve an unauthorized amendment, acknowledge full performance by any party, waive any breach or default, cure a conflict of interest or waive any claim, defense, offset, immunity or remedy of the Agency.

ARTICLE VIII. CONTRACTS, PROPERTY AND INSTRUMENTS

Section 8.1. Board Authorization. A contract, lease, deed, easement, assignment, release, settlement or other instrument that binds the Agency shall be approved by the Board unless the Board has delegated authority for that category of instrument through a lawful written policy, contract or resolution.

Section 8.2. Execution. Unless the Board authorizes another method, the Chair shall execute an instrument approved by the Board and the Secretary shall attest it when attestation is appropriate. The Vice Chair may execute an instrument when acting for the Chair or when the Board expressly authorizes the Vice Chair to sign. The Board may authorize another officer, employee or agent to execute a specified instrument or category of instruments.

Section 8.3. Real Property. Acquisition, disposition, lease or encumbrance of real property shall be approved by the Board and shall comply with the Urban Redevelopment Law, the applicable urban redevelopment plan, binding financing documents and other applicable law. Before action, the Board shall obtain the legal, financial and technical review reasonably necessary to protect the Agency's interests.

Section 8.4. Official Seal. The official seal may be circular and bear the name Urban Redevelopment Agency of the City of Jonesboro, Georgia, together with other appropriate wording. The seal may be affixed to an authorized instrument by the Secretary or other person

authorized by the Board. Failure to affix the seal does not invalidate an instrument unless law or a binding instrument requires a seal.

Section 8.5. Electronic Signatures and Counterparts. To the extent permitted by law, the Agency may execute records through electronic signatures and may execute instruments in counterparts. The Secretary shall preserve the complete executed record.

Section 8.6. No Impairment. These bylaws shall not be interpreted to impair or alter any valid bond, contract, lease, security interest, property right or other enforceable obligation of the Agency or the City.

ARTICLE IX. ETHICS AND CONFLICTS OF INTEREST

Section 9.1. Public Trust. Commissioners, officers, employees and agents shall act in the Agency's lawful interests, protect public assets, avoid misuse of office and comply with all ethics and conflict of interest requirements imposed by law. The Board may adopt supplemental ethics policies that are consistent with law and these bylaws.

Section 9.2. Prohibited Voluntary Acquisition. A person subject to O.C.G.A. § 36-61-19 shall not voluntarily acquire a direct or indirect interest in an urban redevelopment project of the City, in property included or planned to be included in such a project or in a contract or proposed contract connected with such a project.

Section 9.3. Involuntary Acquisition. If an interest described in O.C.G.A. § 36-61-19 is acquired involuntarily, the affected person shall immediately disclose the interest in writing to the City Council and concurrently to the Agency. The disclosures shall be entered in the appropriate minutes as required by law.

Section 9.4. Existing or Recent Property Interest. A commissioner, officer or employee who presently owns or controls, or owned or controlled during the preceding two years, a direct or indirect interest in property known to be included or planned for inclusion in an urban redevelopment project shall immediately make the written disclosures required by O.C.G.A. § 36-61-19 and shall not participate in Authority action affecting that property.

Section 9.5. Other Conflicts. A commissioner, officer or employee shall disclose any other financial or personal interest that creates a conflict under applicable law and shall abstain and recuse when required. Disclosure alone does not cure a conflict when law prohibits participation or the underlying interest.

Section 9.6. Gifts and Use of Position. No commissioner, officer or employee shall solicit or accept a gift, benefit or favor intended to influence an official action or use Authority information, property or position for unauthorized private benefit.

Section 9.7. Record of Disclosure. The Secretary shall preserve written disclosures and shall ensure that the minutes reflect a disclosure, departure from deliberation and abstention to the extent required by law. Any violation of O.C.G.A. § 36-61-19 constitutes misconduct in office.

ARTICLE X. OPEN GOVERNMENT AND RECORDS

Section 10.1. Open Records. Authority records are subject to the Georgia Open Records Act, O.C.G.A. § 50-18-70 et seq. The Secretary or another records officer designated by the Board shall coordinate preservation, retrieval, review and production of records. Records shall be withheld or redacted only when authorized by law.

Section 10.2. Records Retention. The Agency shall retain minutes, resolutions, contracts, financial records, property records, project records, correspondence and other public records in accordance with applicable retention schedules and litigation or audit holds. Commissioners and committee members shall promptly transfer Authority records maintained on personal devices or accounts to the Agency's official recordkeeping system.

Section 10.3. Confidential Information. A commissioner, officer, employee or agent shall not disclose information that is lawfully confidential, privileged or protected from public disclosure. This duty does not authorize withholding a public record or discussing public business outside a lawful meeting.

ARTICLE XI. RELATIONSHIP WITH THE CITY

Section 11.1. Reserved Powers. The powers reserved to the City and its governing authority by O.C.G.A. § 36-61-17(b) remain vested in the City. The Agency shall not exercise a reserved power, including approval or amendment of an urban redevelopment plan, a finding or designation reserved by law, levy of taxes or assessments, appropriation of City funds or issuance of City general obligation debt.

Section 11.2. City Resolutions. The number, composition, method of appointment and terms of commissioners are controlled by the City's August 10, 2026 resolution and applicable law. The Board may not amend those matters through these bylaws. If the City lawfully changes one of those matters, these bylaws shall be read consistently with the later City action until formally amended.

Section 11.3. Cooperation. The Agency may enter intergovernmental agreements and other lawful arrangements with the City or another public body for funding, personnel, facilities, services, projects and administration. Any shared service shall preserve separate authorization, accounting and records for the Agency.

Section 11.4. No Unauthorized Commitment of City. No commissioner, officer, employee or agent of the Agency may pledge the credit of the City, obligate City funds, direct City personnel or commit City property unless the City has taken the separate action required by law.

ARTICLE XII. AMENDMENT, CONSTRUCTION AND EFFECTIVE DATE

Section 12.1. Amendment Procedure. A proposed amendment or repeal shall be submitted in writing and introduced at a regular or special meeting. The proposal shall be included with the notice or agenda for the meeting at which final action will be considered and shall be provided to each commissioner at least seven calendar days before that meeting. Adoption requires at least five affirmative votes, which is two-thirds of the full Board of seven members rounded to the next whole number.

Section 12.2. Limitations. No amendment may conflict with applicable law, alter a matter reserved to the City, impair a binding obligation or authorize action beyond the Agency's powers. A conforming copy of each amendment shall be filed with the City Clerk and maintained in the Agency's records.

Section 12.3. Severability. If a court of competent jurisdiction declares any provision of these bylaws invalid or unenforceable, the remaining provisions shall continue in effect to the fullest extent permitted by law.

Section 12.4. Headings and Construction. Article and section headings are for convenience and do not limit the text. References to a statute include lawful amendments and successor provisions. Words in the singular include the plural when context permits. These bylaws shall be interpreted to promote lawful, transparent and effective Authority action.

Section 12.5. Supersession. These bylaws supersede prior bylaws and procedural rules of the Agency only to the extent of a conflict. They do not invalidate prior lawful actions or impair existing rights and obligations.

Section 12.6. Effective Date. These bylaws are effective upon adoption by the Board of Commissioners.

SECRETARY'S CERTIFICATE

I, the undersigned Secretary of the Urban Redevelopment Agency of the City of Jonesboro, Georgia, certify that the foregoing Resolution and attached Bylaws are true and correct copies of the Resolution and Bylaws adopted by the Board of Commissioners of the Urban Redevelopment Agency of the City of Jonesboro, Georgia, at a meeting duly called and held on the ____ day of _____, 2026, at which a quorum was present and acting throughout, and that the Resolution and Bylaws remain in full force and effect.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Agency this ____ day of _____, 2026.

Secretary
[AUTHORITY SEAL]