

2017 RESOLUTION 0001
REDEVELOPMENT AUTHORITY OF THE CITY OF WATERTOWN
ORGANIZING RESOLUTION

WHEREAS: The City of Watertown approved the establishment of the Redevelopment Authority for the City of Watertown through Council Resolution #8398 on December 20, 2016, and;

WHEREAS: Members of the Redevelopment Authority for the City of Watertown were appointed by the Mayor and approved by the City Council, and;

WHEREAS: The Redevelopment Authority for the City of Watertown wishes to establish itself through the adoption of an organizing charter.

NOW THEREFORE BE IT RESOLVED: that the Redevelopment Authority for the City of Watertown hereby accepts and adopts the organizing charter so noted in Attachment A, and agrees to abide by the principles and guidelines established therein.



Robert Marchant, Chairperson

5/9/17

Date



Kristen Fish, Executive Director

5/9/17

Date

ORGANIZING CHARTER

NAME. The name of the Authority shall be "Redevelopment Authority of the City of Watertown" referred to as "the RDA" at times within this document. All contracts and other documents shall be executed as "Redevelopment Authority of the City of Watertown."

OFFICE. The RDA shall meet in places accessible to the public in the City of Watertown. The official records of the RDA shall be maintained by the Clerk of the City of Watertown, pursuant to a Memorandum of Understanding between the RDA and the City of Watertown, or by the Executive Director at such office location to be determined by the RDA.

OFFICERS. The Officers of the RDA shall be a Chairperson, a Vice-chairperson, and a Secretary (which is the Executive Director).

CHAIRPERSON. The Chairperson shall preside at all meetings of the RDA. The Chair, together with the Executive Director, shall sign all contracts, notes and other forms of obligations made on behalf of the RDA, except that any contract for services between the RDA and the Executive Director shall be signed on behalf of the RDA by the Chairperson and the Vice-Chairperson and not the Executive Director. In addition, the RDA may designate certain items requiring signature to be signed only by the Executive Director, where this does not conflict with the intent of state statutes. Electronic and facsimile signatures may be employed.

VICE-CHAIRPERSON. The Vice-chairperson shall perform all duties of the Chairperson in the absence or incapacity of the Chairperson.

SECRETARY. The Secretary shall keep the records of the RDA, including minutes of all meetings. The Secretary shall keep a permanent record of the proceedings of the RDA. The Secretary shall prepare or cause to be prepared notices of all meetings as required by law.

TREASURER. The Treasurer of the City of Watertown shall act as Treasurer of the RDA, pursuant to a Memorandum of Understanding between the RDA and the City of Watertown. The Treasurer shall have the care and custody of all funds of the RDA. Such funds shall be deposited in the name of the RDA in such bank or banks as the RDA may select by resolution. The Treasurer shall keep or cause to be kept complete, accurate and regular books of account showing all receipts and expenditures, and periodically and when called upon by the Chairperson, the Executive Director, or the RDA, render an account of all transactions, as well as preparing and submitting reports of the financial condition of the RDA.

EXECUTIVE DIRECTOR AND OTHER PERSONNEL. The Executive Director shall be appointed by the RDA and shall also be the Secretary of the RDA. The Executive Director shall be an independent service provider to the RDA, pursuant to contract, and not an employee of the RDA, unless the RDA specifically designates the Executive Director to be an employee by

resolution. The Executive Director shall perform his or her duties pursuant to the overall direction of the Chairperson and the RDA but shall have general supervision over the administration, management, and financial operations of the business and other related affairs of the RDA. The Executive Director may not appoint personnel without express authority to do so by resolution of the RDA.

STATUTORY AND OTHER DUTIES AND POWERS. The RDA, its Officers, its Executive Director, and any other personnel have all powers and duties designated by state statute.

ELECTION OF OFFICERS. The Chairperson and Vice-chairperson shall be elected from among the board of the RDA at the charter meeting of the RDA. The term of the Office of Chairperson and Vice-chairperson shall be two years, except that the initial term shall expire on the date of the second annual meeting that occurs after the charter meeting of the RDA. The Chairperson and Vice-chairperson may be elected to multiple successive terms. Regular elections for Chairperson and Vice-chairperson shall occur on the date of every other annual meeting.

ANNUAL MEETING. The RDA shall hold an annual meeting at such time and place as determined by the Chairperson.

REGULAR MEETING. The RDA shall hold regular meetings at such time and place as determined by the Chairperson.

SPECIAL MEETINGS. The RDA shall hold a special meeting at such time and place as determined by the Chairperson, if the Chairperson deems a special meeting to be necessary to the proper functioning of the RDA. The Chairperson shall call a special meeting if three or more members of the board of the RDA request a special meeting in writing.

STANDING COMMITTEES.

Budget and Finance Committee. There shall be a Budget and Finance Committee, consisting of not less than three and not more than five members appointed by the Chairperson. The membership shall include at least two members of the board of the RDA. The Budget and Finance Committee shall develop a recommended budget for the RDA for consideration by the board and shall oversee the management of the budget the board approves, in coordination with the Executive Director and Treasurer. The committee shall have general oversight over financial matters impacting the RDA and shall make recommendations to the board that the committee considers necessary to the proper financial operation of the RDA.

OTHER COMMITTEES. The RDA may by resolution designate such other permanent committees as it deems necessary to the proper functioning of the RDA and may delegate authority to appoint members to any such committee to the Chairperson.

QUORUM. At all meetings of the RDA the presence of a majority of members then serving shall constitute a quorum for the purpose of transacting business. At all meetings of any Committee of the RDA, the presence of a majority of members then serving on the Committee shall constitute a quorum for the purpose of transacting business.

MANNER OF VOTING. *Resolutions.* All business transacted by the RDA relating to the expenditure of funds or finances in general, approval of contracts execution of deeds or other instruments, performance of statutory requirements, amendments of this Organizational Resolution, and actions in any manner whatsoever pertaining to the powers, responsibilities or obligations of the RDA shall be carried on by the adoption of an appropriate resolution. Voting on all resolutions coming before the RDA, having been properly introduced, moved for adoption, and seconded, shall be by roll call and no member of the board of the RDA present at the meeting may be excused from voting, except due to a conflict of interest, which shall be disclosed to the RDA and specifically noted in the minutes of the meeting.

Verbal Motions. All other business may be transacted by the adoption of verbal motions duly entered on the minutes of the RDA. Voting on all such motions coming before the RDA, having been properly recognized by the Chairperson and seconded, shall be by voice vote, unless a roll call is ordered by the Chairperson.

AMENDMENT OF ORGANIZATIONAL RESOLUTION. This Organizational Resolution may be amended by majority vote of all members of the board of the RDA, provided at least 7 days' written notice of the amendment was provided to each member of the board of the RDA.