

Table of Contents

1. OVERVIEW OF COMMUNITY ECONOMIC DEVELOPMENT.....33

2. WHITEWATER CDA MISSION33

3. POLICY STATEMENT33

4. CREATION BY CHARTER ORDINANCE44

5. DEFINITION.....44

6. GENERAL RULES BY STATUTE, ORDINANCE, OR RESOLUTION44

7. WHITEWATER CDA GOVERNANCE54

8. WHITEWATER CDA POWERS, PURPOSE, DUTIES, AND AUTHORITY55

9. COMMISSIONER APPOINTMENTS, COMPOSITION, OCCURRENCE AND TERM77

10. COMMISSIONER VACANCIES88

11. COMMISSIONER COMPENSATION AND REIMBURSEMENT99

12. COMMISSIONER ROLES99

13. RESPONSIBILITIES AND EFFECTIVENESS OF COMMISSIONERS.....1010

14. DISCOVERY1212

15. COMMISSIONERS SHOULD NOT:.....1212

16. COMMISSIONER’S FIDUCIARY DUTIES (Appendix E)1414

17. COMMISSIONER D & O INSURANCE.....1414

18. NON-DISCLOSURE AGREEMENT1514

19. COMMISSIONER’S CODE OF ETHICS (Appendix G)1515

20. REMOVAL OF COMMISSIONER.....1616

21. COMMISSION MEETINGS.....1616

22. MEETING DEVICES.....1919

23. BALLOTS, VOTES, PUBLIC COMMENTS, APPEARANCE, MEETING CONDUCT, ATTENDANCE, RECORDS, MINUTES2020

24. DECISIONS2121

25. WHITEWATER CDA PERSONNEL2121

26. EFFECTIVE BOARD & STAFF RELATIONS2222

27. COMMUNICATING WITH THE PUBLIC2323

28. MUNICIPAL LIAISONS.....2525

29. OUTSIDE ASSISTANCE2525

30. FISCAL AFFAIRS AND FINANCIAL OVERSIGHT2525

31. WHITEWATER CDA OPERATING BUDGET.....2625

32. WHITEWATER CDA ANNUAL REPORT2626

33. AUTHORIZATION.....2626

Formatted: Indent: Left: 0.15", Hanging: 0.31"

34. EVIDENCE OF AUTHORITY.....2626

35. SEVERABILITY2626

36. AMENDMENT OF BY-LAWS AND RULES OF PROCEDURES2626

38. CONCLUSION2727

39. REFERENCES2828

APPENDIX—2929

AMENDMENTS TO THIS DOCUMENT (IN ORDER OF MOST RECENT).....3039

REPOSITORY.....3131

HISTORY OF THE HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY.....3232

CDA POLICIES.....3536

POLICY: TRANSFERS OF RESIDUAL EQUITY.....3536

POLICY: RELATIONSHIP BETWEEN THE CDA AND THE INNOVATION CENTER.....3536

POLICY: FDIC RULES.....3536

POLICY: REPAYMENT OF 2021 CDBG CLOSEOUT PROGRAM FUNDS.....3536

POLICY: GRANTING CDA DIRECTOR ACCESS TO ALL FINANCIAL RECORDS.....3636

POLICY: REAL PROPERTY POLICY.....3636

CDA PROGRAMS3737

FINANCIAL AWARDS3938

CDA RESOLUTION TRACKING.....4039

Formatted: TOC 2

Formatted: Font: Bold

EXHIBITS

- [EXHIBIT A - Council Resolution & Charter Ordinances](#)
- [EXHIBIT B - Johnson Block - Fiduciary Duties: What Your Commissioners Need to Know](#)
- [EXHIBIT C -Whitewater Liability Policies](#)
- [EXHIBIT D -Chapter 7.04 - Code of Ethics](#)
- [EXHIBIT E - Chapter 2.62 - Transparency Ordinance](#)
- [EXHIBIT F - Policy 501.04.10 - Procurement Policy](#)
- [EXHIBIT G - Policy 501.01.2 - Real Property](#)

1. OVERVIEW OF COMMUNITY ECONOMIC DEVELOPMENT

Community Economic Development (CED) or Local Economic Development (LED) is a community-driven process where communities identify and initiate their solutions to economic, social, and environmental issues to build healthy, economically viable communities. CED contains principles and goals based on a grassroots approach. This deliberate approach has a direct influence on the local economy and quality of life for its residents.

The CED process is committed to longitudinal methods that support the community. To be successful a Community Development Authority must be supported by key community leaders, social groups, organizations, its residents, and institutions that are committed to investing in the community for positive city-wide changes for the benefit of the entire community. Success depends on many things: people willing to get involved, knowledge and skill of the leaders, motivated and effective community and political leadership, community spirit, community culture, and entrepreneurial/community vitality and ingenuity.

2. WHITEWATER CDA MISSION

The Whitewater CDA is devoted to growing and sustaining our city's vibrant economy and providing an outstanding quality of life for its residences. We are dedicated to supporting the lifestyle needs, ideas, trends, and integrity of our 21-century community, workforce, and businesses through first-class assistance from the Whitewater CDA. The CDA is committed to maintaining an economically healthy community for its residents, and businesses while taking a steadfast approach to building an economically healthy community for its residents, and businesses while maintaining a steadfast focus on the quality of life for our citizens. The CDA focuses on quality business recruitment, retention, expansion, and housing.

3. POLICY STATEMENT

It is the policy of the Community Development Authority of the City of Whitewater (Whitewater CDA and/or CDA) to promote business sustainability and growth, housing and community development, and increased tax base throughout the entire City of Whitewater. In addition, the CDA is responsible for: providing and retaining gainful employment opportunities for citizens of the City and its region; quality attainable housing; and stimulating the flow of investment capital into the City. Further, the CDA and Common Council work together for the creation and management of Tax Incremental Districts, the general economic health of the city by preventing and eliminating blight, substandard, and deteriorated areas and properties through the utilization of all means appropriate. This encourages well-planned, integrated, stable, safe,

and healthful neighborhoods, the provision of healthful homes, a decent living environment, and adequate places of employment for the people of the City of Whitewater and the region.

4. CREATION BY CHARTER ORDINANCE

In July 1983, the City of Whitewater, pursuant to §66.4325 of the Wisconsin Statutes (entitled, "Housing and Community Development Authorities"), created a housing and community authority, which is known as the "Community Development Authority of the City of Whitewater" (Whitewater CDA). The Whitewater CDA is deemed to be a separate body politic as outlined in §66.4325, Wisconsin Statutes, and may act as an agent of the city in exercising necessary public powers and having all the powers, duties, and functions conferred on housing authorities, redevelopment authorities, and housing and community development authorities by applicable law. (Whitewater, 1983) (Appendix A)

5. DEFINITION

By Wisconsin Statute §66.1335 the Community Development Authority of the City of Whitewater is a separate body politic for the purpose of carrying out blight elimination, slum clearance, urban renewal programs and projects, and housing projects. The city Ordinance creating the Housing and Community Development Authority also gives the Whitewater CDA authority to act as the agent of the city in planning and carrying out community development programs and activities approved by the City Manager and Common Council. The Community Development Authority of the City of Whitewater is authorized under the Federal Housing and Community Development Act of 1974 as an agent to perform all acts, except the development of the general plan of the city, which may be otherwise performed by the planning commission under Wisconsin Statutes §66.1105 (entitled, "Tax increment law"), §66.1301 (entitled, "Urban redevelopment") to §66.1329 (entitled, "Urban redevelopment; enforcement of duties"), §66.1331 (entitled, "Blighted area law") or §66.1337 (entitled, "Urban renewal"). (Legislature)

6. GENERAL RULES BY STATUTE, ORDINANCE, OR RESOLUTION

The Whitewater CDA shall be governed and controlled by: Statutes of the State of Wisconsin, and as the same may hereafter be amended; all ordinances of the City of Whitewater as they relate to the Whitewater CDA, and as such ordinances may hereafter be amended and adopted; and by the By-Laws and Rules of Procedure set forth herein. All provisions of the Wisconsin Statutes, ordinances, or resolutions of the City of Whitewater as may be enacted from time to time, shall take precedence over these By-Laws and Rules of Procedure.

7. WHITEWATER CDA GOVERNANCE

The Whitewater CDA is governed by a Board of Commissioners, for the economic benefit, and economic health of the entire City of Whitewater, its residents, and businesses. The Whitewater CDA is a separate body politic that operates at its discretion, except by statutory authority or identified matters that shall receive approval from the Common Council. The Whitewater CDA was created at the behest of the Common Council and operates for the welfare and benefit of the entire city.

8. WHITEWATER CDA POWERS, PURPOSE, DUTIES, AND AUTHORITY

POWERS. The Whitewater CDA shall have all powers, duties, and functions set out in Wis. Stat. §66.1201 (entitled "Housing authorities") and §66.13333 (entitled "Blight elimination and slum clearance") of the Wisconsin Statutes for housing and redevelopment authorities. As to all housing projects initiated by the Whitewater CDA, it shall proceed under §§66.1105 (entitled "Tax increment law"), 66.1301 (entitled "Urban redevelopment") to 66.1329 (entitled "Urban redevelopment; enforcement of duties"), 66.1331 (entitled "Blighted area law"), 66.1333 (entitled "Blight elimination and slum clearance") or 66.1337 (entitled "Urban renewal") as determined appropriate by the Common Council on a project by project basis.

As to all Whitewater CDA programs and activities that are undertaken by the city under the Federal Housing and Community Development Act of 1974, the Whitewater CDA shall proceed under all applicable laws and ordinances not inconsistent with the laws of the State of Wisconsin. In addition, the Whitewater CDA shall act as agent of the City of Whitewater to perform all acts, except the development of the general plan of the city, which may otherwise be performed by the planning commission. Wisconsin Statutes §§66.1105 (entitled, "Tax increment law"), 66.1301 (entitled, "Urban redevelopment") to 66.1329 (entitled, "Urban redevelopment; enforcement of duties"), 66.1331 (entitled, "Blighted area law") or 66.1337 (entitled, "Urban renewal"). (Legislature).

PURPOSE. The Whitewater CDA is a municipal entity that strategizes to implement local initiatives and trends, address community topics and concerns, and pursue opportunities that support community-wide prosperity. We encourage residents, organizations, stakeholders, and the community to work together towards common goals. Our key functions are to support initiatives that foster affordable housing, household stability, entrepreneurship, innovation, business attraction, retention, and expansion, reinforce our vision, commit to our values, and carry out our mission.

DUTIES. The CDA shall exercise all powers conferred and perform all duties imposed by state statute, policies and/or local ordinances of the City of Whitewater. Further duties are to facilitate borrowing for infrastructure and acquisition costs related to redevelopment projects in the Tax Incremental Finance (TIF) Districts as well as reviewing and providing direction on specific redevelopment proposals in these areas. The CDA has the authority to sell and refinance debt relating to TIF Districts utilizing the issuance and sale of bonds.

AUTHORITY. The Whitewater CDA has the authority of Wisconsin Statute §66.1335. In addition to its statutory powers, the Whitewater CDA with Common Council approval is authorized, within the limits of funds available, and Common Council approval for such purposes, but are not limited, to:

1. Acquire land, buildings, or equipment.
2. Sell, lease, encumber, or retain and manage property acquired.
3. Issue bonds, incur debt, invest funds.
4. Hire third-party consultants.
5. Expenditure of funds over \$10,000 and expenditure of any funds not designated in a CDA account to follow city procurement process.
6. Exercise of eminent domain.
7. Amend, delete, or add to By-Laws and Rules of Procedures.
8. Prepare CDA budget for recommendation to Common Council.
9. Provide recommendations for inclusion in the City of Whitewater Comprehensive Plan and provide revisions.
10. Provide recommendations on redevelopment, and planning, and zoning.
11. Evaluate and prepare Tax Incremental District(s) (TID) project plans and financial projections. Prepare annual report of projections of TID expenditures, revenues, and other TID-related CDA programs or initiatives.
12. Prepare and implement Tax Increment District (TID) financial management guidelines.
13. Preparation and implementation of redevelopment assistance criteria, including the recommendation of developer agreements for specific projects.
14. Preparation and administration of the business and developer recruitment and retention assistance activities, as well as CDA-approved programs.
15. Act as City of Whitewater's Housing Authority.
16. The Whitewater CDA is a separate body-politic, which is integrated into the city's departmental structure. The CDA may call upon departmental support, board, commission, or agency of the City for assistance and cooperation in the performance of the Whitewater CDA's duties and functions. All-City departments, boards, commissions, and agencies are hereby authorized and directed to cooperate with and furnish assistance to the Whitewater CDA in the performance of the CDA's duties and functions.
17. Work with business, education, government, labor, and citizens to:
 - a. Retain and expand existing business and commercial enterprises within the City.
 - b. Recruit new businesses and encourage the expansion and diversification of business and commercial enterprises within the City to expand local employment opportunities and the tax base.
 - c. Foster and facilitate economic development activities through cooperative efforts with area organizations, adjoining municipalities, the county, and the state.
 - d. Assist new and existing businesses through programs and resources which facilitate quality growth and development within the City.
 - e. Publicize and promote the business, employment, residential, educational, and recreational opportunities available in the City.

- f. Foster, develop, and enhance a sense of community, a positive community image, and civic pride.
- 18. The Community Development Authority has the power to purchase and sell property with the consent of the City Council. With consent, the chair (or the chair's designee) shall have the power to sign all documents required for the purchase and sale of such property.
- 19. Prepare and periodically update an economic development plan and development strategy for use by the City Manager and Common Council. In formulating the said plan, the Whitewater CDA shall monitor and evaluate economic conditions in the City, identify economic problem areas, and prioritize any economic solutions identified.
- 20. Consider alternative approaches to improving economic deficiencies in the City in problem areas identified.
- 21. Recommend specific programs and projects to allocate available City resources among the elements of the City's economic development effort.
- 22. Recommend items for inclusion in the annual City budget to implement the development strategy adopted by the Common Council.

9. COMMISSIONER APPOINTMENTS, COMPOSITION, OCCURRENCE AND TERM

Pursuant to the City of Whitewater Charter Ordinance No. 5 (Appendix B), the Whitewater CDA is required to follow Wisconsin Statutes which require the composition of seven (7) members to its Board. Members of the Whitewater CDA Board shall consist of seven resident persons having sufficient ability and experience in the fields of urban renewal, community development, and housing, as commissioners of the Whitewater CDA. These persons shall be known as Commissioners of the Whitewater CDA. (Council, Charter Ordinance No. #5, 1983) (Appendix B)

APPOINTMENT. Common Council of the City of Whitewater shall appoint seven (7) "resident persons having sufficient ability and experience in the field of urban renewal, community development, and housing, as commissioner of the CDA (§66.1335 (2))."

CRITERIA FOR THE APPOINTMENT. When considering applicants for appointment to the Whitewater CDA, the City manager will consult with the CDA Executive Director looking at a variety of factors that includes, but is not limited to the following:

1. **Availability:** Regular attendance at commission meetings is mandatory. If a commissioner member fails to attend three consecutive regular meetings or fails to attend at least three-fourths of the regular meetings during the preceding 12 months, s/he may be replaced.
2. **Training:** Economic Development 101 training for economic development commissioners. Commissioners must attend this course sometime within their first 6 months after appointment.
3. **Several Previous Terms (Incumbents):** No member of any commission (non-council member) can serve for more than one consecutive four (4) year term. If an applicant has fulfilled their first consecutive term, s/he must have been off said commission for one four (4) term before reapplying for an appointment. (§66.1335 (2b))."

4. **Knowledge and Life Experience:** Relevant life experience, whether personal or professional, can provide added value to the composition of a commission and is often viewed favorably in the selection process.
5. **References:** References are an important resource in helping to identify applicant strengths and weaknesses as part of the selection process
6. **Residency:** The Whitewater CDA requires residence within the municipal limits of the City of Whitewater.

COMPOSITION. Two (2) of the commissioners shall be members of the Common Council and shall serve during their term of office as Council members. Five (5) of the commissioners shall be resident members of the public, and shall serve 4 years or until their successor(s) is appointed and qualifies (§66.1335 (2b))." ((Council, Charter Ordinance No. #4, 1983) (Amended Charter Ordinance No. #4, 2021)).

OCCURRENCE. Individual commission appointments occur annually, typically at the first Common Council meeting following the Spring Election. However, due to unexpected vacancies or resignations, appointments can occur at any time throughout the year.

TERM. There are seven (7) seats on the Whitewater CDA Board of Commissioners. Two (2) Common Council members shall serve the Whitewater CDA Board, and are appointed annually during Common Council commission appointment. The two Common Council members may only serve during their term of Common Council office. Five (5) non-council members shall serve four (4) years and until their successors are appointed and qualified.

10. COMMISSIONER VACANCIES

VACANCIES. Vacancies on the board are never considered cause to delay program activities. On a seven-member Board, four Commissioners shall constitute a quorum to conduct business. The open seat shall be filled for the unexpired term and appointed during the normal selection period.

The process for filling commission vacancies is as follows:

- Vacancies are announced via the City website, social media, and the official newspaper before any appointment being made.
- A standard application form shall be provided in electronic and hard copy for use by all applicants (including incumbents wishing to be reappointed).
- Once applications are received, they are compiled by the City Clerk and delivered to the City Manager and Common Council President for review.
- The Whitewater CDA president, Executive Director, and City Manager review applications and arrange for face-to-face meetings with applicants. If schedules do not permit a face-to-face meeting, this step can be completed by phone or web conference.
- The Whitewater CDA President, CDA Executive Director, and City manager convene to discuss applicants and select candidates for recommendation to

the Common Council. Recommended appointments are placed on the agenda for the next Common Council meeting for approval.

- The Common Council deliberates on the recommended appointments and approves or denies the appointments.
- Individuals who have been successfully appointed to a commission are then contacted by the City Manager's designee and a date is set for orientation.
- The new commission member attends a commission member orientation as soon as possible following appointment.

11. COMMISSIONER COMPENSATION AND REIMBURSEMENT

The Commissioners shall receive no compensation for their services, but shall be entitled to reimbursement for their actual and necessary expenses, including reasonable local travel expenses incurred in the discharge of their duties.

Commissioners must receive prior approval from the Whitewater CDA Board for their reimbursable activities. Wisconsin Statute §66.1335 (2)(d)

12. COMMISSIONER ROLES

PRESIDING OFFICERS. The presiding officer of the CDA shall be designated as the chairperson and shall be elected annually by the CDA. To act in the absence of the chairperson, the CDA shall elect a vice-chairperson to preside at meetings. The presiding officer shall preside at all meetings of the CDA and shall have the right to vote and make motions; shall rule on matters of procedure, subject to appeal from such rulings by proper motion; shall conduct the meetings in accordance with the rules of the by-laws and appropriate laws, shall have such powers and duties as may be necessary for the conduct of orderly meetings, and such other powers and duties as herein assigned to her/him, or as may be assigned to her/him.

Chairperson and vice-chairperson are voted on by the majority vote of the commissioners at the first meeting in April annually. The Community Development Director shall not be a commissioner of the Whitewater CDA but shall act as its Executive Director (ED).

The Chairperson is granted governance of the following accepted board practices:

- **Facilitator** – The Chairperson must be viewed as a facilitator, rather than a controller, of Board Meetings. He or she begins the meetings on time, directs the Board through the agenda, and attempts to adjourn the meeting on schedule. As the facilitator, the Chairperson/President ensures that all Commissioners have the opportunity for fair participation, attempts to make sure all sides are heard, and moves the Board to act on the issues.
- **Liaison** – The Chairperson must be able to communicate the Board's needs and concerns to the ED and vice versa. In addition, the Chairperson/President offers personal support and counsel to the ED and acts as his/her sounding board.

- **Team-builder** – The Chairperson/President must foster structure among Commissioners. When this cooperation is endangered, he or she must mediate, counsel, and discipline fellow commissioners to keep the team intact to achieve needed cooperation. The Chairperson must mediate so that all work is directed to the mission of the agency.

VICE-CHAIRPERSON. The Whitewater CDA shall elect a vice-chairperson to act in the absence of the Chairperson and preside at the meeting. The vice-chairperson shall have the right to vote and make motions; shall rule on matters of procedure, subject to appeal from such rulings by proper motion; shall conduct the meetings by these rules; shall have such powers and duties as may be necessary for the conduct of orderly meetings; and such other powers and duties as assigned to the Chairperson, or as may be assigned to the Chairperson.

In the event of absence of the Chair and Vice-Chair, the longest-tenured Commissioner serving on the Whitewater CDA in attendance shall preside over the meetings.

TREASURER. The Whitewater CDA does not elect to hold a seat for Treasurer. This task is fulfilled by the City Finance Director.

SECRETARY. The Executive Director or designee shall serve the Whitewater CDA as its secretary. These duties include handling agendas, minutes, correspondence, and clerical work of the Whitewater CDA; to keep accurate notes of all matters coming before the Whitewater CDA; to receive and file all communications, applications, requests, and any documents directed to the Whitewater CDA; to mark each document so received with the official filing stamp of the Whitewater CDA; to publish or mail, as the case may be, all notices and advertisements required by law or as directed by the Whitewater CDA; to prepare, post to the City website, and mail when applicable to each member of the Whitewater CDA not later than the **Friday-Monday** before the meeting, a completed board packet. The secretary may utilize such members of the City staff to accomplish these tasks.

Example of roles

OPERATION	BOARD ROLE	EXECUTIVE DIRECTOR ROLE
Day-to-Day Operations	No Role	Makes All Decisions
Budget	Approves	Develops & Recommends
Routine Monthly Expenditures	Monitors	Establishes & Carries Out
Development of Policy	Adopts & Monitors	Recommends & Carries Out
Billing, Credit, & Collections	Monitors	Recommends & Carries Out
Hires, Directs, & Evaluates Staff	Co-Approval	Recommendation to City Manager
Staff Grievances	Report to City Manager	None if pertains to ED, ED if other Staff
Staff Salaries	Co-Approval	Recommendation to City Manager
Evaluating Staff	Evaluates the Executive Director	Recommendation to City Manager