



## BY-LAWS FOR THE HOUSING AND REDEVELOPMENT AUTHORITY OF THE CITY OF EDINA, MINNESOTA

### ARTICLE I – THE AUTHORITY

Section 1. Name of the Authority. The name of the Authority shall be the “Housing and Redevelopment Authority of Edina, Minnesota.”

Section 2. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization.

Section 3. Office of Authority. The offices of the Authority shall be at 4801 West 50<sup>th</sup> Street in the City of Edina, State of Minnesota.

Section 4. Purpose, Powers and Responsibilities. The Authority shall have the purpose and all the powers and responsibilities of a municipal Housing and Redevelopment Authority as provided in Minnesota Statute 469.

Section 5. Fiscal Year and Financial Matters. The fiscal year of the Authority shall be the calendar year. All purchasing, spending and investments shall be conducted in accordance with Minnesota Statutes. The Board may establish financial accounting and reporting policies and procedures to supplement State Law as it deems appropriate.

### ARTICLE II – MEMBERSHIP

Section 1. Board Membership and Terms. The Commissioners of the Authority shall be the same as the current members of the Edina City Council, with terms running concurrent with the City Council terms.

Section 2. Compensation of Commissioners. Pursuant to Minnesota Statutes, Section 469.011, subdivision 4, as amended, Commissioners may receive compensation and reimbursement for necessary expenses.

Section 3. Meeting Attendance. It shall be the duty of each Commissioner to attend regular and special meetings of the Authority and to attend each subcommittee meeting to which a member is appointed. Attendance of Commissioners shall be entered in the minutes of each meeting.

## ARTICLE III – OFFICERS AND EXECUTIVE DIRECTOR

Section 1. Officers. The officers of the Authority shall be a Chair, Vice-Chair, and Secretary.

Section 2. Chair. The Chair shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chair shall sign all contracts, deeds and other instruments to be entered into or given to the Authority. At each meeting the Chair shall submit such recommendations and information as he/she may consider proper concerning the business, affairs and policies of the Authority.

Section 3. Vice-Chair. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair; and in case of the resignation or death of the Chair, the Vice-Chair shall perform such duties as are imposed on the Chair until such time as the Authority shall select a new Chair.

Section 4. Secretary. The Secretary shall perform the duties of a Secretary for the Authority, and, when authorized and directed by resolution of the Authority, shall sign, with the Chair all contracts, deeds, and other instruments to be entered into or given by the Authority.

Section 5. Executive Director. The Authority shall appoint an Executive Director. No Commissioner of the Authority shall be eligible to serve as the Executive Director. The Executive Director shall be the chief appointed executive of the Authority, and shall have such responsibilities and authority as the Commissioners may from time to time by resolution prescribe. In addition, the Executive Director is responsible for recording and maintaining accurate records of the meetings of the Board and of all official actions taken by or on behalf of the Authority.

Section 6. Executive Compensation. The Executive Director shall provide service to the Authority as part of the defined duties as an employee of the City of Edina. As such, no additional compensation shall be due to the Executive Director. Time and expenses incurred by the Executive Director when carrying out duties of the Authority, shall be billed to the Authority and not to the City of Edina.

Section 7. Additional Duties. The officers of the Authority shall perform such other duties and functions as may, from time to time be required by the Authority, or these bylaws, or the rules and regulations of the Authority.

Section 8. Appointment and Vacancies. The Chair, Vice-Chair and Secretary shall be appointed by the Commissioners at the annual meeting. Should the office of Chair, Vice-Chair or Secretary become vacant, the Authority shall appoint a successor from its membership, and such appointment shall be for the unexpired term of the calendar year.

Section 9. Additional Personnel. The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Municipal Housing and Redevelopment Act of Minnesota, subject to and pursuant to the applicable laws of the State of Minnesota. Such personnel shall have such authority and perform such duties as the Authority from time to time shall determine.

The Executive Director shall have the authority to appoint staff to complete the work of the Authority. Staff time dedicated to purposes of the Authority shall be considered part of the regular work load and shall not cause compensation above and beyond that of the exempt staff's regular employment with the City. Staff classified as nonexempt are eligible for overtime, with prior approval from their supervisor. When carrying out the duties of the Authority, staff time shall be billed to the Authority and not to the City of Edina.

#### ARTICLE IV – MEETINGS

Section 1. Annual Meeting. There shall be an annual meeting of the Authority which shall be the first regular meeting of the Authority in January of each year.

Section 2. Conduct of Business at the Annual Meeting. The following, among any other appropriate matters, may be considered at the annual meeting:

- a. Appointment of Officers, Commissioners, Executive Director and establishment of their terms.
- b. Determination of new committees and assignment of Commissioners if needed.
- c. Designation of official newspaper.
- d. Designation of official depository.
- e. Receipt of Annual Report.
- f. Designation of a fixed place for regular meetings to be held until the next annual meeting.
- g. Determination of dates for regular meetings until the next annual meeting.
- h. Discussion of bylaws and any suggested amendments.

Section 3. Public Notice of Meeting. Public notice of all meetings of the Authority shall comply with the Open Meetings Law, Minnesota Statute 13D.

Section 4. Public Participation. All regular meetings of the Authority shall include an opportunity for members of the public to address the Commissioners on matters related to the official business of the Authority.

Section 5. Regular Meetings. Regular meetings of the Authority shall be held at the City Hall, City of Edina, in the City Council Chambers on the same days as regular meetings of the City Council of the City of Edina, Minnesota.

Section 6. Special Meetings. Special meetings of the Authority may be called by the Chair, any two members of the Authority, or the Executive Director, for the purpose of transacting any business designated in the call.

Section 7. Meeting Location. The Authority may hold its regular or special meetings at such place as it may designate in advance.

Section 8. Rules of Order. To efficiently transact public business in compliance with Minnesota Statute and fairness, Robert's Rules of Order shall be used as a parliamentary guide.

Section 9. Quorum. A quorum of the Authority shall consist of three of the five Commissioners. In the absence of a quorum, no official action may be taken by, on behalf of, or in the name of the Authority.

Section 10. Adoption of Resolutions. Resolutions of the Authority shall be in writing and shall be deemed adopted if approved by not less than a simple majority of all Commissioners present, except as otherwise required by law.

Section 11. Conflict of Interest. Any Commissioner or employee who has a financial interest in any matter that is before the Authority shall publicly state the nature of the interest, excuse himself or herself from participation in the discussion or any decision-making process regarding the matter, and comply with the requirements of Minnesota Statutes, Section 469.009, as amended.

## ARTICLE V – COMMITTEES

The Authority may, from time to time, appoint such committees as it deems appropriate to assist it in carrying out its powers, duties and functions. All such committees shall be advisory only to the Authority. Members of such committees need not be members of the Authority but shall be residents or property owners of the City of Edina. All members of such committees shall serve at the pleasure of the Authority. Each such committee shall exist for such period and perform such activities as the Authority, from time to time, shall determine.

## ARTICLE VI – AMENDMENTS

The bylaws of the Authority may be amended at any meeting of the Authority and shall be amended only with the approval of a majority of all of the Commissioners.

Established March 4, 1974  
Amended March 17, 1986  
Amended April 5, 2016