



20 N. Swinton Avenue  
Delray Beach, FL 33444

Agenda Item #9.A.  
April 12, 2018

~ CRA BOARD SUMMARY ~

**TO:** CRA Board of Commissioners  
**FROM:** Jeff Costello, CRA Executive Director  
**DATE:** April 12, 2018  
**RE:** Appointment of CRA Officers: First Vice-Chair and Treasurer

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**Recommended Action:**

By separate motions:

1. Appoint a member of the Board to the position of CRA First Vice-Chair.
2. Appoint a member of the Board to the position of CRA Treasurer.

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**Background:**

On April 3, 2018 at the City Commission meeting, the City Commission, by Resolution No. 53-18, declared itself to be the Community Redevelopment Agency for the City of Delray Beach ("CRA") and reserved the right to appoint two (2) additional members to act as members of the CRA pursuant to Section 163.357, Fla. Stat.

Pursuant to the CRA By-laws, the Officers of the CRA shall include the Chair, Vice Chair, First Vice-Chair, Treasurer, and Secretary, which is filled by the CRA Executive Director. The By-laws further state that the First Vice-Chair and Treasurer shall be appointed on an annual basis.

Resolution No. 53-18, appointed Mayor Shelly Petrolia as the Chair of the CRA and Vice-Mayor Adam Frankel as the Vice-Chair of the CRA, however, the resolution did not appoint a First Vice-Chair or Treasurer. Thus, as this time it is necessary to appoint Board members to fill these positions.

**CRA Attorney Review:**

N/A

**Finance Review:**

N/A

**Funding Source/Financial Impact:**

N/A

**Timing of Request:**

N/A

RESOLUTION NO. 53-18

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF DELRAY BEACH, FLORIDA, DECLARING THE CITY COMMISSION TO BE THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF DELRAY BEACH IN ACCORDANCE WITH SECTION 163.357, FLORIDA STATUTES, REPEALING ALL PRIOR RESOLUTIONS IN CONFLICT HEREWITH; PROVIDING AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

WHEREAS, Florida Statute section 163.357 authorizes the governing body of a municipality, by resolution, to declare itself to be the Community Redevelopment Agency conferring upon it all the rights, powers, duties, privileges, and amenities of the Community Redevelopment Agency as set forth at Part III, Chapter, 163, Florida Statutes; and

WHEREAS, upon adoption of such Resolution, the members of the governing body shall be members of the Community Redevelopment Agency, however, such members shall constitute the head of the legal entity separate, distinct and independent of the governing body of the municipality; and

WHEREAS, the City Commission of the City of Delray Beach has determined that it is in the best interest of the City of Delray Beach for the City Commission, as the governing body, to declare itself the Community Redevelopment Agency for the City of Delray Beach.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF DELRAY BEACH, FLORIDA, AS FOLLOWS:

Section 1. That the foregoing recitals are hereby confirmed and ratified.

Section 2. The City Commission of the City of Delray Beach does hereby declare itself to be the Community Redevelopment Agency (CRA) for the City of Delray Beach pursuant to the provisions of Section 163.357, Fla. Stat. The Mayor of the City of Delray Beach shall be the chair of the CRA and the Vice-Mayor shall serve as the Vice-Chair of the CRA.

Section 3. The City Commission does hereby reserve the right pursuant to Section 163.357, Fla. Stat. to appoint two additional members to act as members of the CRA. Pursuant to statute, the first person appointed shall initially serve a term of two (2) years and the second person shall serve a period of four (4) years. Thereafter all terms shall be for four (4) years.

Section 4. That all resolutions or parts of resolutions in conflict herewith be, and the same are hereby repealed.

Section 5. That this resolution shall become effective immediately upon passage.

PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
Shelly Petrolia, Mayor

ATTEST:

\_\_\_\_\_  
Katerri Johnson, CMC, City Clerk

APPROVED AS TO FORM AND  
LEGAL SUFFICIENCY.

\_\_\_\_\_  
R. Max Lohman, City Attorney

**REVISION DATE:**  
**11/9/2017**

**RESTATED AND AMENDED**  
**BY-LAWS**  
**OF**  
**DELRAY BEACH COMMUNITY REDEVELOPMENT AGENCY**

**ARTICLE I**  
**Fiscal Year**

The fiscal year of the Board shall be October 1 through September 30.

**ARTICLE II**  
**Composition of the Agency**

2.1 Composition of the Agency. The members of the Community Redevelopment Agency Board of Commissioners (hereinafter referred to as the "Board") shall be composed of the seven Commissioners appointed by the City Commission of the City of Delray Beach.

2.2 Purpose and Powers. The purposes and powers of the Community Redevelopment Agency (hereinafter referred to as the "Agency") are those as set forth in Florida Statutes Chapter 163.

**ARTICLE III**  
**Meetings of the Agency**

3.1 Regular and Workshop Meetings. The Agency shall hold its regular meetings monthly on the second and fourth Thursdays in each month. The Agency shall hold its monthly workshop meeting on the fourth Thursday of each month prior to the Regular Meeting. Regular and workshop meetings may be scheduled at other times or cancelled so long as proper notice is provided.

3.2 Special Meetings. Special meetings may be held upon the call of the Chair or upon the request of not less than three members of the Board. The call or request for a

special meeting shall be communicated to the secretary of the Agency and the subject or subjects of the proposed meeting shall be specified.

### 3.3 Notice.

(a) Regular and workshop meetings. The Agency shall annually file a notice with the City Clerk for the City of Delray Beach as to the time and place of the Regular and Workshop Meetings. No notice other than these By-Laws shall be required for a regular monthly or workshop meeting of the Agency.

(b) Special meetings. Except in the case of an emergency situation, notice of special meetings shall be in writing, specifying the subject or subjects of the meeting posted at City Hall Delray Beach, Florida, and received by the individual Board members no later than forty eight (48) hours prior to the scheduling of the meeting; however, with respect to any meeting at which amendments to these by-laws will be considered, notice of such a meeting shall be given to each of the individual board members no less than seven (7) days prior to the meeting. Nothing in this paragraph, however, shall prohibit the holding of a meeting of the Board provided a quorum is present, and members of the Board constituting a quorum at the meeting execute a waiver of notice.

3.4 Quorum and Voting Requirements. Quorum and voting requirements shall be as defined and set forth in Florida Statutes Chapter 163.

3.5 Consent Agenda. The Executive Director shall place upon the Consent Agenda those matters requiring action of the Board which the Executive Director, in her best judgment, believes do not require a formal presentation before the Board. Prior to taking action on the Consent Agenda, any member of the Board may request that any or all items on such Consent Agenda may be removed from such Agenda and placed under the applicable heading of "Old Business" or "New Business," as the case may be. After the Chair requests whether any Board member wishes to have an item removed from the Consent Agenda, the Board shall proceed to take action on all items in the Consent Agenda by a single motion to approve the Consent Agenda.

3.6 Order of Business. The order of business at regular meetings of the Board shall be as follows:

- (1) Call to order
- (2) Calling of roll
- (3) Approval of Agenda - additions/deletions
- (4) Acceptance and corrections, if any, of the minutes of the previous meeting.
- (5) Planning and zoning matters

- (6) Public comments on non-agenda items and the consent agenda
- (7) Consent Agenda
- (8) Old business – Public comments shall be allowed during the discussion of each item under old business
- (9) New business – Public comments shall be allowed during the discussion of each item under new business.
- (10) Commission Board Attorney, Executive Director and staff comments
- (11) Adjournment

3.7 Place of Agency Meetings. Meetings of the Agency shall be held at the Delray Beach City Hall, or such other place as specified by the Secretary in the notice of meeting.

3.8 Robert's Rules. The meeting shall be conducted in accordance with Robert's Rules of Order; however, deviations from such parliamentary procedure shall not constitute a substantive defect as to any action taken by the Board, and shall be deemed utilized for procedural convenience only.

3.9 Public's Right to Comment. Members of the public shall be given a reasonable opportunity to be heard by the Board before the Board takes official action on a proposition. Public participation at Board meetings shall be provided in a manner consistent with the following procedures:

- 1. Public comment shall be permitted on non-agenda items and items on the consent agenda as provided in the Order of Business. Members of the public shall be entitled to speak for an amount of time not to exceed two (2) minutes per person. Additional time may be permitted at the discretion of the Chair with the consent of the Board.
- 2. During the Old Business and New Business sections of the Board meeting, prior to the Board acting on any item, members of the public shall be entitled to provide public comment for an amount of time not to exceed two (2) minutes per person. Additional time may be permitted at the discretion of the Chair with the consent of the Board.
- 3. The Board may consider a request by an individual to speak on behalf of an organization, group, or faction for a time period not to exceed five (5) minutes.
- 4. Members of the public will be requested to complete a form or other document in order to inform the Board of a desire to be heard, to indicate his

- or her support, opposition, or neutrality on a proposition, and to indicate his or her designation of a representative to speak for his or her on his or her group on a proposition if he or she chooses.
5. If a member of the public desires to provide public comment, the member of the public shall step to the floor microphone and state her/his name and address in an audible tone for the record.
  6. Remarks shall be limited to the question(s) or issue(s) under consideration.
  7. The Chair may further reasonably limit the time period provided for public comment, as necessary, in order to ensure that all members of the public seeking to speak are afforded an opportunity to do so in a timely manner.
  8. Members of the public are permitted and encouraged to submit written comments to the Board Secretary in advance of a Board Meeting, which shall become part of the official public record.
  9. Any person making disruptive, impertinent or slanderous remarks, or who shall become boisterous while addressing the Council and refuses to stop may be requested to leave the meeting by the Chair.
  10. Any person who, at a Board meeting, willfully interrupts or disturbs the meeting in violation of Section 871.01, Fla. Stat., entitled "Disturbing Schools and Religious and Other Assemblies," is subject to arrest by those law enforcement officers present.
  11. The public's right to speak prior to official action being taken by the Board does not apply in the following circumstances:
    - a. If the Board must take official action to deal with an emergency situation affecting the public health, welfare, or safety, when compliance with the requirements would cause an unreasonable delay in the ability of the Council to act;
    - b. Official action by the Board involving no more than a ministerial act, including, but not limited to, approval of minutes and ceremonial proclamations;
    - c. A meeting that is exempt from the open meeting requirements of Section 286.011, Fla. Stat.; or
    - d. Meetings in which the Board is acting in a quasi-judicial capacity; however, this exclusion does not affect the right of a person to be heard as otherwise provided by law.

#### **ARTICLE IV**

#### **Officers and Employees of the Agency**

4.1 Officers of the Agency. The Commission of the City of Delray Beach shall appoint a Chair and Vice-Chair to the Board on an annual basis. The Board shall elect a 1<sup>st</sup> Vice Chair, and a Treasurer. No one individual may hold more than one office on the Agency.

4.2 Chair. The Chair shall be appointed by the City Commission on an annual basis. The Chair shall preside at all meetings of the Board and perform such other duties consistent with his or her office as may be imposed by the Agency. He or she shall have a vote in the proceedings of the Board, but shall not have any veto power. He or she shall be considered the official head of the Agency for ceremonial purposes and shall also execute in the name of the Agency contracts and other legal documents as may be authorized by the Board.

4.3 Vice-Chair. The Vice-Chair shall be appointed by the City Commission on an annual basis. The Vice-Chair, in the absence or disability of the Chair, shall exercise the powers and perform the duties of the Chair. The Vice-Chair shall also assist the Chair generally and exercise such other powers and perform such other duties as shall be prescribed by the Agency.

4.4 First Vice-Chair. The First Vice-Chair shall be appointed by the Board on an annual basis, and shall serve in that function during such absence or disability of the Chair and Vice-Chair.

4.5 Secretary. The Secretary shall be the Executive Director of the Agency, and shall have general supervision over the administration of the business and affairs of the Agency, subject to the direction of the Board. The Secretary shall keep the minutes of all proceedings of the Agency. The Secretary shall prepare and serve all notices required by these By-Laws and the laws of the State of Florida. The Secretary shall have custody of the seal of the Agency, and affix the seal to instruments requiring the seal when duly signed. The Secretary, in conjunction with the Chair, shall execute contracts and other documents approved by the Board. In addition, the Secretary shall perform all other duties incident to the office of Secretary, and those that may be required by the Agency.

4.6 Treasurer. The Treasurer shall be appointed by the Board on an annual basis shall provide assistance to the Executive Director and Finance Director with respect to keeping the financial books of the Agency in a manner consistent with good accounting practices, and provide such professional assistance as the Agency may request in this regard. The Treasurer shall also perform such other duties as are incident to his office and this may be required by the Agency.

4.7 Vacancy on the Board. Should a member of the Board, no longer be a qualifying individual under Florida Statutes Chapter 163, the member shall automatically be removed as an officer of the Agency. If the vacancy results from the member not being appointed to his or her seat or for some other reason, the City Commission shall appoint a



new member who shall be substituted for, and take the place of, the vacating commissioner.

4.8 Election of Officers. The officers, other than the Chair, Vice-Chair, and Secretary of the Agency shall be elected at the regular annual meeting to be held on the second Thursday in August of each year.

4.9 Term of Office. The officers elected by the Board at the regular annual meeting in August shall hold office until the next annual meeting of the following year, or until their successors are duly elected.

4.10 Executive Director. The Board shall appoint an Executive Director to administer its business and operations.

1. General. The Executive Director shall be the chief executive officer of the CRA, and shall serve at the pleasure of the Board. The CRA Board shall establish the compensation of the Executive Director, at least annually. The Executive Director shall not also be a member of the Board.
2. Responsibility. The Executive Director shall be responsible for carrying out the policies established by the Board, and shall have general supervision over, and be responsible for the hiring of CRA employees, and the day to day operations of the CRA. The Executive Director, with the approval of the Board, through the budgeting process, shall set the compensation for the employees of the CRA.
3. Property Negotiations. The Executive Director may evaluate and negotiate for the CRA to acquire appropriate parcels of property in accordance with approved CRA redevelopment plans, applicable law, and Board actions. All contracts for the purchase and sale of property shall be subject to Board approval.

4.11 Employees, Agents, and Consultants. The Board may hire, retain, and engage such employees, agents, consultants, experts, attorneys, and specialists, as it deems necessary and appropriate.

4.12 Appointment of Liaisons and Representatives to Other Boards.

1. The CRA Board shall appoint one CRA Commissioner or CRA Employee to serve as the CRA's liaison to the West Atlantic Redevelopment Coalition, Inc. ("WARC"). The appointment shall be for a term of one (1) year, and the CRA Board shall make the appointment at the CRA's Annual Meeting. The liaison shall report back to the CRA Board, as necessary, to update the CRA Board on WARC's activities as it relates to the goals and objectives of the CRA.
2. The CRA Board shall appoint one CRA Commissioner or CRA Employee to serve as the CRA's liaison to the Pineapple Grove Main Street, Inc. The appointment shall be for a term of one (1) year, and the CRA Board shall

make the appointment at the CRA's Annual Meeting. The liaison shall report back to the CRA Board, as necessary, to update the CRA Board on Pineapple Grove Main Street's activities as it relates to the goals and objectives of the CRA.

3. The CRA Board shall appoint one CRA Commissioner to serve as the CRA's liaison to the City's Parking Management Advisory Board. The appointment shall be for a term of two (2) years, and the CRA Board shall make the appointment at the CRA's Annual Meeting. The liaison shall report back to the CRA Board, as necessary, to update the CRA Board on the Parking Management Advisory Board's activities as it relates to parking within the Community Redevelopment Area.
4. The CRA Board shall appoint two (2) CRA Employees to serve as the CRA's members on the Delray Beach Marketing Cooperative, Inc.'s ("DBMC") Board of Directors. The appointments shall be for a term of two (2) years, and the CRA Board shall make the appointments at the CRA's Annual Meeting. The individuals appointed to the DBMC Board of Directors shall report back to the CRA Board, as necessary, on the DBMC's activities.
5. The CRA Board shall also appoint one CRA Commissioner to serve as the CRA's liaison to the DBMC. The appointment shall be for a term of one (1) year, and the CRA Board shall make the appointment at the CRA's Annual Meeting.. The liaison shall report back to the CRA Board, as necessary, to update the CRA Board on the DBMC's activities.

## ARTICLE V

### AMENDMENT OF THE BY-LAWS

5.1 Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

5.2 Proposal of Amendments. Any Board member may propose an amendment to these By-Laws by written proposal to be sent to all members of the board, and the proposed amendment shall be considered at the next regular or special meeting of the Agency. Notice of any proposed amendment, and a copy of the amendment shall be provided to each Board member no later than seven (7) days prior to the meeting at which the amendment will be considered. The vote required to pass an amendment to the By-Laws shall be a majority vote of the members of the Board.