

**CITY OF PLYMOUTH
ECONOMIC DEVELOPMENT AUTHORITY
AGENDA
MAY 3, 2016, 6:30 p.m.
MEDICINE LAKE CONFERENCE ROOM**

1. CALL TO ORDER

2. GENERAL BUSINESS

- A. Adopt Bylaws
- B. Appoint officers
- C. General discussion

3. ADJOURN

To: Dave Callister, City Manager

EDA MEETING

Prepared by: Danette Parr, Economic Development Manager

May 3, 2016

Item: **Economic Development Authority Organizational Meeting**

BACKGROUND

The purpose of the May 3rd Economic Development Authority (EDA) meeting is to address organizational aspects of the newly formed EDA, as well as to discuss current and future economic development efforts.

ORGANIZATIONAL ASPECTS

On January 12, 2016 the City Council adopted a resolution establishing the Plymouth EDA for the purpose of supporting the City's proactive economic development initiative. In addition, the EDA will need to adopt Bylaws to govern the organizational aspects of the Board. As is reflected in the attached resolution, the EDA will also need to appoint officers to serve as Vice-President, Treasurer, Secretary, and Assistant Treasurer. The offices of Vice-President and Treasurer must be held by Boardmembers, but the offices of Secretary and Assistant Treasurer shall be appointed members of city staff.

In addition, the EDA Bylaws provide flexibility in respect to scheduling regular meetings. To allow for consistency, the EDA may want to initially schedule meetings to take place once a quarter, on a Tuesday evening when the City Council is not scheduled to meet, such as a third Tuesday. The EDA can adjust the meeting schedule as needed.

ADDITIONAL AREAS

In addition to the above organizational elements, staff intends to discuss the following areas with the EDA:

- Recent Plymouth economic development indicators
- Ongoing aspects of the economic development initiative
- Future activities to support economic development efforts.
- Feedback from the EDA related to economic development priorities.

ATTACHMENT

Draft EDA Bylaws

Draft Organizational Resolution

BYLAWS OF THE ECONOMIC DEVELOPMENT AUTHORITY
OF THE CITY OF PLYMOUTH, MINNESOTA

ARTICLE I - THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the "Economic Development Authority of the City of Plymouth, Minnesota" (which may sometimes be referred to as the "EDA" or the "Authority"), and its governing body shall be called the Board of Commissioners (the "Board"). The Board shall be the body responsible for the general governance of the Authority and shall conduct its official business at meetings thereof.

Section 2. Seal of Authority. As required by Minnesota Statutes, Section 469.096, Subdivision 1, the Authority shall have an official seal, which shall be in the form depicted on Exhibit A.

Section 3. Office of Authority. The offices of the Authority shall be the City of Plymouth, Minnesota City Hall.

ARTICLE II - OFFICERS

Section 1. Officers. The officers of the Authority shall be a President, a Vice-President, a Treasurer, an Assistant Treasurer and a Secretary. The City of Plymouth Mayor shall serve as the Board President. The Vice-President and the Treasurer shall be members of the Board and shall be elected annually, and no Commissioner may be both President and Vice-President simultaneously. The Assistant Treasurer and the Secretary shall be appointed members of city staff.

Section 2. President. The President shall preside at all meetings of the Board. Except as otherwise authorized by resolution of the Board, the President and the Secretary (the Vice-President, in the Secretary's absence or incapacity) shall sign all contracts, deeds and other instruments made or executed by the Authority, except that all checks of the Authority shall be signed by the Treasurer and Assistant Treasurer. At each meeting the President shall submit such recommendations and information as he or she may consider proper concerning the business, affairs, and policies of the Authority.

Section 3. Vice-President. The Vice-President shall perform the duties of the President in the absence or incapacity of the President.

Section 4. Secretary. The Secretary shall keep minutes of all meetings of the Board and shall maintain all records of the Authority. The Secretary shall be a member of city staff and appointed by the Board. The Secretary shall also have such additional duties and responsibilities as the Board may from time to time and by resolution prescribe.

Section 5. Treasurer. The Treasurer shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Board may select. The Treasurer and Assistant Treasurer shall sign all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Board. The Treasurer shall keep regular books of accounts showing receipts and expenditures and shall

render to the Board, at least annually (or more often when requested), an account of such transactions and also of the financial condition of the Authority. The Treasurer shall post a bond as required by Minnesota Statutes, Section 469.096, Subdivision 6. The Assistant Treasurer shall act as the Treasurer's agent and assistant to perform the above-described duties, subject to the Treasurer's approval thereof.

Section 6. Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Board or the bylaws or rules and regulations of the Authority.

Section 7. Vacancies. Should the office of Vice-President, Treasurer, Assistant Treasurer or Secretary become vacant, the Board shall elect a successor at the next regular meeting, or at a special meeting called for such purpose, and such election shall be for the unexpired term of said officer.

Section 8. Additional Personnel. The Board may from time to time employ such personnel as it deems necessary to exercise its powers, duties, and functions. The selection and compensation of such personnel shall be determined by the Board.

ARTICLE III - MEETINGS

Section 1. Regular Meetings. The regular meetings of the Board shall occur according to a meeting schedule, if any, adopted or revised from time to time by resolution of the Board.

Section 2. Special Meetings. Special meetings of the Board may be called by the President or any two members of the Board for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered at any time prior to the time of the proposed meeting to each member of the Board or may be mailed to the business or home address of each member of the Board at least two (2) days prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the call, but if at least four members of the Board are present at a special meeting, any and all business may be transacted at such special meeting. Notice of any special meeting shall be posted and/or published as may be required by law.

Section 3. Quorum. The powers of the Authority shall be vested in the Board. Four Commissioners shall constitute a quorum for the purpose of conducting the business and exercising the powers of the Authority and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Board upon a vote of a majority of the Commissioners present.

Section 4. Order of Business. At the regular meetings of the Board the following shall be the order of business:

1. Call to order.
2. Roll call.
3. Approve agenda.
4. Consent agenda.
5. General business.

6. Other reports.
7. Adjourn.

All resolutions shall be written or transcribed and shall be retained in the journal of the proceedings maintained by the Secretary.

Section 5. Adoption of Resolutions. Resolutions of the Board shall be deemed adopted if approved by not less than a simple majority of all Commissioners present, unless a different requirement for adoption is prescribed by law. Resolutions may but need not be read aloud prior to vote taken thereon and may but need not be executed after passage.

Section 6. Rules of Order. The meetings of the Board shall be governed by the most recent edition of Robert's Rules of Order.

ARTICLE IV - MISCELLANEOUS

Section 1. Amendments to Bylaws. The bylaws of the Authority shall be amended only by resolution approved by at least four of the members of the Board.

Section 2. Fiscal Year. The fiscal year of the Authority shall coincide with the fiscal year of the City of Plymouth, Minnesota.

Adopted on May 3, 2016.

Exhibit A

Form of Official Seal

RESOLUTION ORGANIZING THE ECONOMIC
DEVELOPMENT AUTHORITY OF THE CITY OF PLYMOUTH, MINNESOTA

IT IS HEREBY RESOLVED by the Board of Commissioners (the "Board") of the Economic Development Authority of the City of Plymouth, Minnesota (the "EDA") as follows:

1. Recitals.

(a) On January 12, 2016, the City of Plymouth, Minnesota (the "City"), acting through its City Council, adopted an enabling resolution establishing the EDA pursuant to Minnesota Statutes, Sections 469.090 through 469.1082.

(b) The Board wishes to provide for the basic organization of the EDA, including appointment of officers and adoption of Bylaws.

2. Adoption of Bylaws and Appointment of Officers. The Board hereby (1) approves the Bylaws of the EDA, as presented on the date hereof for the Board's consideration, and (2) appoints and approves the following officers of the EDA (Note: the offices of President, Vice-President and Treasurer must be held by Boardmembers, but the offices of Secretary and Assistant Treasurer need not be; the offices of President and Vice-President must be held by different persons):

President	<u>Mayor Slavik</u>
Vice-President	_____
Treasurer	_____
Secretary	_____
Assistant Treasurer	_____

The President shall be the chief presiding officer of the Board and shall have such other responsibilities as may be required by law or conferred on the President by resolution of the Board. In the absence of the President, the Vice-President shall assume all of said responsibilities of the President. The offices of President, Treasurer, and Secretary shall be elected annually, as required by law. The Secretary shall act as the chief recording officer for the Board and shall maintain a file of minutes of Board meetings and resolutions.

In accordance with Minnesota Statutes, Section 469.096, Subdivision 8, all checks of the EDA shall be signed by the Treasurer and the Assistant Treasurer and shall state the nature of the claim for which the check is issued. As required by law, the EDA shall adopt an official seal.

3. Regular Meetings of the Board. The Board's regular meetings shall be held at such times as the Board may designate.

The following Boardmembers were present:

and the following were absent:

The motion for the adoption of the foregoing resolution was introduced by Boardmember _____ and was duly seconded by Boardmember _____ and upon vote being taken thereon, the following voted in favor thereof:

and the following voted against the same:

whereupon the resolution was declared duly passed and adopted and was signed by the President and Secretary.

Adopted by the Board of Commissioners on May 3, 2016.

By _____
President

Attest _____
Secretary

STATE OF MINNESOTA)
COUNTY OF HENNEPIN) SS
CITY OF PLYMOUTH)

I, the undersigned, being the duly qualified and acting Secretary of the Economic Development Authority of the City of Plymouth, Minnesota, do hereby certify that I have carefully compared the attached and foregoing extract of minutes of a regular or special meeting of the Board of Commissioners held on _____, 2015, with the original minutes on file in my office and the extract is a full, true and correct copy of the minutes insofar as they relate to a Resolution Organizing the Economic Development Authority of the City of Plymouth, Minnesota.

WITNESS my hand officially as Secretary on _____, 2015.

Secretary