

MARGATE COMMUNITY REDEVELOPMENT AGENCY

AMENDED AND RESTATED BY LAWS

ARTICLE 1 ESTABLISHMENT AND PURPOSE

1.1 Establish and Name. The Board of County Commissioners of Broward County, Florida-, as the governing body of Broward County, a charter county, pursuant to Section 163.410, Florida Statutes adopted Resolution No. 96-0697 on August 13, 1996, delegated to the City Commission of the City of Margate, the authority to exercise all powers conferred upon local governments by Part III, Chapter 163, Florida Statutes. Upon a finding of necessity as set forth in F.S. 163.355, and upon a further finding that there is desire to create a public body corporate and politic, to conduct redevelopment activities in the City of Margate, (hereinafter sometimes referred to as “City”), the City Commission of the City of Margate, pursuant to Ordinance 96-15 (passed at second reading on October 2, 1996) created the Margate Community Redevelopment Agency (“MCRA”).

1.2 Purpose and Objectives. The purpose of the MCRA is to formulate a workable program for utilizing appropriate private and public resources, to eliminate and prevent the development or spread of slum and blighted areas within the City of Margate, as identified in the findings of necessity, or for the reduction or prevention of crime, or for the provision of affordable housing, whether for rent or for sale, to residents of low or moderate income, including the elderly, and may include blight and slum clearance and redevelopment of areas within the District that are deteriorating, or any combination or part thereof, in accordance with a community redevelopment plan.

1.3 Seal. The MCRA shall have a corporate seal which shall be circular in form and shall bear the name MCRA. The Secretary shall be the custodian of the corporate seal.

1.4 Members and Term. In accordance with section 163.357(1) and 163.356(2) of the Florida Statutes, and Ordinance 96-15, the City Commission has designated itself and the Mayor of the City as the “board of commissioners” and governing body of the MCRA. Reference to the MCRA board of commissioners, as a whole, shall be “CRA Board” or “MCRA Board” or “Board”. An individual member of the MCRA Board shall be referred as a Board Member or by their title as Chair or Vice Chair.

1.5 Compensation. The Commissioners shall serve without compensation from the MCRA, but shall be entitled to reimbursement for their actual and necessary expenses incurred in the discharge of their duties for the MCRA. Requests for reimbursement shall be subject to the requirements of Section 112.061, Florida Statutes.

ARTICLE 2 OFFICERS AND EMPLOYEES

2.1 Executive Officers. The executive officers of the MCRA shall be a Chair and a Vice Chair, each of whom shall be designated by the City Commission from among the members of the MCRA Board.

2.2 Chair. The Chair shall preside at all meetings of the MCRA and shall execute instruments in the name of the MCRA as may be required, establish such ad hoc committees, from time to time, as may be deemed appropriate, the members of which shall be appointed in such manner and number as the Board

may determine appropriate, and the Chair shall have such duties as may be determined by the Board and consistent with law. The Chair shall approve the MCRA Board's meeting agenda prior to the MCRA Executive Director publishing the agenda for the public.

2.3 Vice Chair. The Vice Chair shall, in the absence, disqualification, resignation, death or disability of the Chair, or at the Chair's direction, exercise the functions of the Chair.

2.4 Executive Director. The MCRA shall hire and designate an individual to serve as the Executive Director of the MCRA to administer its business and operations. Once hired, the Executive Director shall be an MCRA employee.

~~2.4.1—General. The City Manager or designee, firm or person appointed by the MCRA accordingly shall serve as the Executive Director.~~

~~2.4.2—Responsibility.~~ The Executive Director or designee shall be responsible for the following:

- a. Carrying out the policies established by the MCRA Board.
- b. General supervision over, and responsibility for, the performance of the day-to-day operations and staff of the MCRA.
- c. Overseeing MCRA fiscal operations.
- d. Hiring of MCRA employees, agents, consultants, experts, legal counsel, and specialist, as provided for in the annual budget of the MCRA.

2.5 Secretary. The ~~CRA Coordinator or designee, as determined by the~~ Executive Director, shall serve as the Secretary of the MCRA. ~~The MCRA Secretary and as such~~ shall prepare MCRA agendas, be the custodian of the official seal and all books and records of the MCRA, keep the minutes and a recording of all votes of all MCRA Board meetings, send out all notices of meetings, and perform such other duties as may be designated by the MCRA Board. The ~~CRA Coordinator~~ Secretary shall keep the seal in safe custody and have the power to affix or cause to be affixed the MCRA's official seal to and attest all contracts and instruments to be executed by the MCRA. ~~The CRA Coordinator shall be under the supervision of the Executive Director, or designee.~~

2.6 Agents and Consultants. The MCRA administrative and technical needs shall be supported by the City pursuant to the terms of a Service Agreement, whereby the City shall provide staff and consultant services, including managerial, legal, accounting, public relations and general clerical and administrative services. The MCRA may hire, retain, and engage such employees, agents, consultants, experts, attorney's and specialist as it deems necessary and as provided for in the annual budget of the MCRA.

ARTICLE 3 MEETINGS

3.1 Regular Meetings. The MCRA shall hold a regular meeting at least ten (10) times each fiscal year on a day, and at a time and place to be designated from time to time by the MCRA Board. A regular meeting may be cancelled by the Chair, or designee if it is determined that there will not be a quorum, or circumstances present a conflict with the meeting.

3.2 Special Meetings. The Chair or any other four (4) Members of the MCRA Board may require the calling of a special meeting at a reasonable time and place requesting the Executive Director to arrange for and give notice of such special meeting.

3.3 Emergency Meetings. Emergency meetings of the MCRA Board may be called at any time and place by the Chair or by a majority of the MCRA Board or by the Executive Director providing personal, e-mail, or telephonic notice to the MCRA Board, specifying the time and place of the emergency meeting and the business to be transacted. No other business shall be considered at such meeting.

3.4 Notice of Meetings. The Executive Director or designee shall mail or deliver notice of each regular meeting to the MCRA Board at least three (3) days prior to such meeting. Written notice of any special meeting shall be provided at least two (2) days prior to such meeting. The notice of any special meeting shall set forth the purpose of the special meeting and no other business shall be conducted at that meeting. Notice of all special and regular meetings shall be provided to the public, appropriate City officials and the news media. Notice of emergency meetings shall be provided to the public, appropriate City officials and the news media as is reasonable under the circumstances.

3.5 Quorum and Voting. A majority of the MCRA Board Members that are physically present at the MCRA Board meeting shall constitute a quorum for the purpose of conducting business. When a quorum is present, the MCRA may act by a vote of a majority of the MCRA Board Members present, unless otherwise provided in law or these By Laws. If any meeting cannot be conducted because a quorum is not present, the MCRA Board Members who are present may adjourn the meeting to a time certain, and notice of such adjourned meeting shall be given to each MCRA Board Member, unless waived.

3.6 Recessed and Continued Meeting. Where a meeting having been set and noticed under the provisions of these ~~bylaws~~By Laws, is recessed during the course of said meeting to a future time and place certain, there shall be no requirements for giving notice of the time and place of continuation of said meeting other than the announcement thereof at said meeting.

3.7 Rules of Order. All meetings shall be conducted under the most recent edition of Robert's Rules of Order, Revised, unless otherwise provided by applicable law. The Rules will be applied liberally to further the business of the MCRA, and the Chair shall be the arbiter of the application of the Rules; provided that upon the call of any two Board Members the question of the application of the Rules shall be put to a vote.

ARTICLE 4 CONTRACTS

4.1 Execution of Instruments. Legal instruments of the MCRA will be executed by the Chair, ~~countersigned by the Executive Director,~~ and attested to by the Secretary, with the corporate seal affixed thereto. In the absence of the Chair, such instruments may be executed by the Vice Chair. Purchase orders and agreements for goods or services that are in an amount that is within the Executive Director's purchasing authority may be executed by the Executive Director without approval by the MCRA Board.

4.2 Real Property Acquisition and Disposition. The acquisition, conveyance and leasing of real property by the MCRA shall be done in accordance with the application provisions of Chapter 163, Florida Statutes.

4.3 Purchasing Procedures. ~~Except as may be otherwise required by law~~Pursuant to the requirements of Florida law, or when required by the MCRA Board, the Executive Director or his/her designee ~~shall~~may procure goods or services in accordance with the ~~proper adopted purchasing procedures, where applicable and as outlined in the~~ City's Procurement Policy as provided in Ordinance 2017-12 and adopted by the MCRA Board by Resolution No. 533, as may be amended from time to time.

ARTICLE 5 FISCAL MATTERS

5.1 Fiscal Year. The fiscal year of the MCRA shall begin October 1 and end on September 30 of each year.

5.2 Budget. The MCRA Board shall cause an annual budget to be prepared with a work program for each fiscal year, and such other budgets as the Board members may determine. The MCRA shall not expend any funds other than those in the budget or otherwise authorized by the MCRA Board, provided that the MCRA Board shall have the power to amend its budget from time to time as necessary.

5.3 Accounting Practices. The MCRA shall comply with applicable Florida law and all applicable regulations regarding uniform accounting practices and procedures for units of local government.

5.4 Annual Audit. The MCRA Board shall arrange for an independent financial audit of the Redevelopment Trust Fund each fiscal year and a report of such audit by an independent certified public accountant in accordance with the provisions of Section 163.38797(8), Florida Statutes. The MCRA shall provide a copy of such report to each taxing authority contributing to the Redevelopment Trust Fund. The auditors shall be selected by the MCRA Board. The auditor of the MCRA may be the same auditor doing the annual audit of the City.

5.5 Annual Report. The MCRA shall file with the City and with the Auditor General, on or before March 31 of each year, a report of its activities for the preceding fiscal year in accordance with the provisions of Section 163.356(3)(c), Florida Statutes.

5.6 Bonding of Officers and Employees. The MCRA may require that any or all MCRA Board Members and employees who have check writing or cash management responsibility be required to post bond for faithful performance duty. The MCRA may pay bonding cost for all such bonds it requires.

5.7 Maintenance and Disbursement of Funds. All funds of the MCRA shall be used only for purposes permitted by applicable law as provided in the Redevelopment Plan of the MCRA. Funds shall be distributed only at the direction of and with the approval of the MCRA Board pursuant to an adopted budget and with appropriate requisitions or checks requests signed by the Executive Director or his/her designee under the City of Margate's Procurement Policy as provided in Ordinance No. 2017-12 and adopted by MCRA Resolution No. 533, as may be amended from time to time. The Executive Director shall have the power, without the prior approval of the Board, to make budgetary transfers among budgeted accounts up to twenty five thousand dollars (\$25,000) per transfer, and such transactions reported to the Board at the next meeting.

ARTICLE 6 COMMITTEES

6.1 Power to Create. The MCRA Chair may create necessary committees, from time to time, as shall be necessary to carry out the functions, purposes and objectives of the MCRA. [See section 2.2 regarding appointment of committees.]

ARTICLE 7 AMENDMENTS

7.1 Amendments. The By Laws of the MCRA may be amended at any regular or special meeting by a super majority vote of the MCRA Board. ~~No such amendment shall be adopted unless at least two (2) weeks written notice has been previously give to the MCRA Board Members.~~

ARTICLE 8 INDEMNIFICATION AND INSURANCE

8.1 Indemnification of the MCRA, its Officers, Members and Employees. Any member of the MCRA, its officers, Board Members or other employees may be indemnified or reimbursed by the MCRA for reasonable expenses (including, but not limited to, attorney's fees, judgments and payment in settlement) in connection with any action, suit or preceding civil or criminal, actual or threatened, to which he/she or they shall be made a party by reason of being or having been, or by reason of any actual or alleged acts performed or omitted to be performed in connection with such person being or having been a MCRA Board member, or employee of the MCRA; provided, however, that no person shall be so indemnified or reimbursed in relation to any matter in such action, suit or proceeding as to which he/she shall finally be adjudged to have been guilty of or liable for gross negligence or willful misconduct or criminal acts in performance of her or his duties to the MCRA; and provided further, that no person shall be so indemnified or reimbursed in relation to any matter in such action, suit or proceeding which has been made the subject of a compromise settlement except with the approval of the MCRA. The foregoing right of indemnification or reimbursement shall not be exclusive of other rights to which such person, his/her heirs, executors or administrators may be entitled as a matter law.

8.2 Insurance. The MCRA may purchase insurance for the purpose of indemnifying its officers, Board Members, and other employees to the extent that such indemnification is allowed in Section 8.1 herein. The MCRA may purchase other insurance, including liability and hazard insurance, as it deems necessary and appropriate.

Approved and adopted this _____ day of _____, 2020.

By: _____
Tommy Ruzzano, Chair