

RESOLUTION NO. OB 2012-06

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE EAST PALO ALTO REDEVELOPMENT AGENCY ADOPTING BYLAWS

**WHEREAS**, the Oversight Board of the Successor Agency to the East Palo Alto Redevelopment Agency ("Oversight Board", as applicable) has been established to direct the Successor Agency to take certain actions to wind down the affairs of the Redevelopment Agency in Accordance with the California Health and Safety Code; and

**WHEREAS**, the Oversight Board desires to adopt bylaws and regulations for the general operation of the Oversight Board, including but not limited to the designation of officers and conduct of meetings.

**NOW, THEREFORE**, the Oversight Board of the Successor Agency to the East Palo Alto Redevelopment Agency does hereby resolve as follows:

**SECTION 1.** The Bylaws of the Oversight Board, a copy of which is attached hereto and incorporated herein as Exhibit "A", are hereby approved.

**SECTION 2.** The Secretary shall certify the adoption of this Resolution.

**PASSED, APPROVED and ADOPTED** at a special meeting of the Oversight Board of the Successor Agency to the East Palo Alto Redevelopment Agency held this 30th day of April, 2012 by the following vote, to wit:

**AYES:** 7 AYES

**NOES:**


**ABSENT:**

**ABSTAIN:**



\_\_\_\_\_  
Ruben Abrica, Chairperson  
Oversight Board of the Successor Agency  
to the East Palo Alto Redevelopment Agency

**ATTEST:**

  
\_\_\_\_\_  
Oversight Board Secretary  
\_\_\_\_\_  
Approved as to form, OSB Counsel

**BYLAWS OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE EAST PALO ALTO REDEVELOPMENT AGENCY**

**ARTICLE 1- THE OVERSIGHT BOARD**

**Section 1. Name of Authority**

The official name shall be the "Oversight Board of the Successor Agency to the East Palo Alto Redevelopment Agency" (herein referred to as "Oversight Board").

**Section 2. Place of Meeting**

The office and regular place of meeting of the Oversight Board shall be at the East Palo Alto City Hall, 2415 University Avenue, East Palo Alto, California. The Oversight Board may hold its meetings at such other locations as the Oversight Board may from time to time designate by resolution, in the order of adjournment, or notice of call of any special meeting.

**Section 3. Powers**

The Oversight Board shall be vested with all the rights, powers, duties, privileges, and immunities established by the California Health and Safety Code Sections 34179, 34180, and 34181.

**ARTICLE 2- OFFICERS**

**Section 1. Officers and Officials**

The officers of the Oversight Board shall be composed of seven members.

The members shall elect one of their members as the chairperson and select one of their members as the vice chairperson. All Oversight Board members shall be selected pursuant to California Health and Safety Code 34179. Other officials acting as its staff shall be the Executive Director of the Successor Agency, a secretary, and such other employees of the Successor Agency/and or the City of East Palo Alto as deemed necessary by the Executive Director of the Successor Agency.

**Section 2. Chairperson**

The Chairperson of the Oversight Board shall preside at all meetings of the Oversight Board.

**Section 3. Vice-Chairperson**

The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson.

**Section 4. Secretary**

The Executive Director of the Successor Agency shall designate a person to serve as the Secretary to the Oversight Board. The Secretary shall keep the records of the Oversight Board, shall act as secretary at meetings of the Oversight Board, shall record all votes, keep a record of the proceedings of the Oversight Board in a journal of proceedings to be kept for such purpose and shall perform all

duties incident to the office. In the absence of the Secretary, the Executive Director to the Successor Agency shall appoint a member of the staff to act as Secretary.

## ARTICLE 3 – MEETINGS

### Section 1. Regular Meetings

Regular meetings of the Oversight Board shall be held at a date and time as determined by the Oversight Board. The meetings will be held in the Council Chambers at City Hall, East Palo Alto, California, or at such other locations as the Oversight Board may from time to time designate by resolution or in the notice of call of any special meeting. In the event a day of meeting shall be a legal holiday, said meeting shall be held on the next business day unless otherwise determined by the Oversight Board.

### Section 2. Special Meetings

The Chairperson of the Oversight Board may, call a special meeting or may call a special, upon the written request of four members of the Oversight Board shall call a special meeting of the Oversight Board for the purpose of transacting the business designated in the call. The procedure for calling the special meeting shall be as required in Government Code Section 54950 et seq.).

### Section 3. Adjourned Meetings

The board members may adjourn any meeting to a time and place specified in the order of adjournment.

### Section 4. Quorum

Four (4) board members of the Oversight Board shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained.

### Section 5. Order of Business

Agenda. The order of business of each meeting shall be as contained in the Agenda prepared by the Oversight Board Secretary in conjunction with the Chair. All resolutions shall be in writing and designated by number,

- (a) Preparation of Agenda: The staff of the Successor Agency in conjunction with the Chairperson shall be responsible for the preparation of the Agenda. The Oversight Board, by a majority vote, may direct a matter to be placed upon a future agenda or any Board Member may work with the Chairperson to place an item on the Agenda.
- (b) Delivery of Agenda: The Agenda and related staff reports will ordinarily be delivered to the board members via e-mail in advance of the meeting to which it pertains. The Agenda and staff reports shall also be available to the general public at the time it is delivered to the board members.
- (c) Roll Call: Before proceeding with the business of the Oversight Board, the Oversight Board Secretary shall call the roll of the board members

- (d) Public Comment: Pursuant to *Government* Code 54954.3, each agenda for a regular or special meeting shall provide "Public Comment." The purpose of such item shall be to provide an opportunity for members of the public to directly address the Oversight Board on items of interest to the public that are within the subject matter jurisdiction of the Oversight Board. In order to assure that the intent of *Government* Code 54954.3 is carried out, two (2) minutes is the amount of time allocated for each individual speaker.
- (e) Consent Agenda: Items of routine nature, and noncontroversial, shall be placed on the consent agenda. All items may be approved by one blanket motion. Prior to *review* of the consent agenda, any board member may request that any item be withdrawn from the consent agenda for separate consideration.
- (f) Call to Order: The meeting of the Oversight Board shall be called to order by the Chairperson or in his/her absence, by the Vice Chairperson.
- (g) Question to be Stated: When necessary the Presiding Officer shall verbally restate each question immediately prior to calling for the *vote*. Following the *vote*, the Presiding Officer shall verbally announce whether the question carried or was defeated.
- (h) Maintenance of Order: The Presiding Officer is responsible for the maintenance of order and decorum at all times. No person is allowed to speak who has not first been recognized by the Presiding Officer. All questions and remarks shall be addressed to the Presiding Officer.

#### Section 6. Rules, Decorum and Order

Points of Order: The Presiding Officer shall determine all Points of Order subject to the right of any member to appeal to the Oversight Board.

#### Section 7. Addressing the Oversight Board

- (a) Manner of Addressing the Oversight Board: Any member of the public desiring to address the Oversight Board shall proceed to the podium and wait to be recognized by the Presiding Officer. After being recognized, he shall state his name and address for the record.

All remarks and questions shall be addressed to the Presiding Officer and not to any individual board member, staff member or other person. No person shall enter into any discussion without being recognized by the Presiding Officer.

- (b) Persons Authorized to be Within Platform: No person except Oversight Board Officials shall be permitted behind the Oversight Board dais without permission or consent of the Presiding Officer.

#### Section 8. Voting Procedure

- (a) Voting Procedure: In acting upon every motion, the vote shall be taken by roll call or by voice vote. The vote on each motion shall then be entered in full upon the record. The Secretary shall call the names of all members seated when a roll call vote is ordered or required. Members shall respond 'aye,' 'no' or 'abstain.'

- (b) Failure to Vote: A board member who abstains due to reasons of conflict shall, for purpose of the item under consideration, be considered as if absent. A board member abstaining for reasons other than conflict shall be counted as present for purposes of a quorum and such abstentions are counted with the majority. A board member who leaves the dais solely to avoid participating in a specific item shall, in absence of a conflict, be counted as if they were present but abstaining and such abstentions are also counted with the majority.
- (c) Reconsideration: Any board member who voted with the majority may move a reconsideration of any action at the same meeting. If the motion to reconsider passes, then the original item may be reconsidered at that time After a motion for reconsideration has once been acted upon, no other motion for reconsideration thereof shall be made.

### Section 9. Resolutions

Definitions: The Actions of the Oversight Board will take one of three forms: "resolution," "minute order," and "motion" (thereafter recorded by minute entry). (b) A "minute order" as used locally denotes an Oversight Board action which is recorded simply by an item entry in the minutes of the meeting at which it was accomplished, and no separate document is made to memorialize it.

## ARTICLE 4 – MISCELLANEOUS

### Section 1. Procedure for Department of Finance

The Board shall appoint a staff member whose duty shall be to inform the State Department of Finance of any final action of the Board by the next business day after the Board has taken final action. It shall be the responsibility of the staff member to inform the Board and the Board's Counsel of any correspondence from the Board of Finance in response to any action taken by the Board. The staff member shall be responsible for appointing another staff member should the designated staff member be unavailable.

### Section 2. Alternates

The Board shall recognize any alternate appropriately appointed by an appointing entity. The alternate shall have the same voting rights as any current Board member.

### Section 3. Amendments to Bylaws and Rules of Procedure

The Bylaws and Rules of Procedure of the Oversight Board may be amended by the Oversight Board at any regular or special meeting by a vote of the majority of the Oversight Board members.

### Section 4. Rules Directory

To the extent not required by State laws, these rules of procedure shall be considered directory only; and compliance herewith shall not be considered mandatory or jurisdictional.