

<p style="text-align: center;">CITY OF WASHINGTON URBAN REDEVELOPMENT AUTHORITY BYLAWS</p>

ARTICLE 1: Name:

- 1.1 The name of the Authority shall be the City of Washington Urban Redevelopment Authority.

ARTICLE 2: Purpose and Members:

2.1 **Purpose:**

The City of Washington Urban Redevelopment Authority has been created in accordance with O.C.G.A. § 36-61-17 and activated by action of the City Council of the City of Washington to exercise Washington's "urban redevelopment powers" as defined under and provided in Georgia's Urban Redevelopment Law, O.C.G.A. Section 36-61-1, et seq. (the Urban Redevelopment Law"). The powers and purposes set forth in the Urban Redevelopment Law, the Activating Resolution, or any amendments, modifications or changes to the foregoing. The Authority shall also have such additional purposes and powers as provided pursuant to subsequent amendments to the Urban Redevelopment Law or any other law applicable thereto, subject only to any limitations which may be imposed by resolution of the City Council of Washington.

2.2. **Members:**

The Urban Redevelopment Authority shall consist of up to seven (7) voting members who shall be residents of Washington, Georgia (referred to herein as "members") as provided in the resolution determined by the majority vote of the Urban Redevelopment Authority members. The members are appointed by the Mayor of Washington with concurrence by the City Council of Washington.

2.3 **Terms of Members:**

Persons appointed as members of the Urban Redevelopment Authority by the Mayor shall serve for terms of three (3) years each. Members of the Authority shall serve for their respective terms of office as specified herein and in the Resolution until their respective successors are appointed and qualified.

2.4 **Officers:**

The Officers of the Authority shall consist of a Chairman, a Vice-Chairman, a Secretary and a Treasurer, all of whom shall be members of the Authority. All Officers of the Authority shall be elected at the August meeting of the Authority. Such Officers shall serve for a term of one (1) year commencing with the August meeting of the Authority and thereafter until their successors are elected.

The Chairman of the Urban Redevelopment Authority shall have the authority to preside at all meetings of the Board of Directors and shall have the authority to postpone regular meetings of the Authority and to call special meetings of the Authority, The Chairman shall have the authority to execute any and all documents on behalf of the Authority, including contracts and any other such documents. The Chairman shall also perform such other duties as may be delegated by the Urban Redevelopment Authority Members.

The Vice Chairman of the Urban Redevelopment Authority shall preside at meetings in the absence of the Chairman and shall be authorized to perform all functions of the Chairman in his absence. In the event that the Chairman shall not be able to carry out the duties of Chairman, the Vice Chairman shall become the Acting Chairman until the next regular meeting of the Urban Redevelopment Authority at which time a successor shall be chosen as the Chairman.

The Secretary shall be charged with keeping custody of Minutes of the meetings of the Urban Redevelopment Authority and the Seals of Authority and shall perform such other duties and shall have other duties from time to time that may be delegated by the Urban Redevelopment Authority.

The Treasurer shall be charged with maintaining the financial records of the Urban Redevelopment Authority, including its checking account and any special accounts which may be established from time to time and create an audit of accounts to be presented to the Urban Redevelopment Authority. The Treasurer and the Chairman shall be authorized to sign checks along with the signatures of the City of Washington's Mayor and City Administrator authorized and issued on behalf of the Urban Redevelopment Authority.

ARTICLE 3: Meetings:

3.1 **Meetings:**

Regular meeting of the Urban Redevelopment Authority shall be held at the Washington City Hall Annex Building (104 E. Liberty Street) on the third Tuesday of each month at 4:00pm. Such meetings may be cancelled or postponed by the Chairman, provided that 24 hours' notice of such action is given to all Members of the Authority. Special meetings of the Authority may be called by the Chairman, or by a majority of the Members.

3.2 **Notice of Meetings:**

Notice of regular or special meetings, including the time and place shall be provided to the members at least two business days prior to such meeting. The Chairman, Vice Chairman or Secretary shall cause such notices to be given in person, by telephone, by mail or email. Public Notice of all Urban Redevelopment Authority meetings shall be in accordance with the appropriate provisions of the Georgia Open Meeting Act.

3.3. **Attendance:**

Members of the Urban Redevelopment Authority are required to attend all meeting of the Authority. Failure to attend three (3) consecutive meetings without an excuse shall be deemed "neglect of duty" under the Act O.C.G.A. 36-61-17.

Quorum:

A majority of the members of the Agency shall constitute a quorum. No vacancy on the Urban Redevelopment Authority shall impair the right of the quorum to exercise all of the rights and perform all of the duties of the Authority.

Official Action:

A vote by a majority of Members at any meeting where a quorum is present shall constitute official action by the Agency.

Reimbursement: No Compensation:

The Members of the Urban Redevelopment shall be reimbursed, upon submission of vouchers or receipts for all actual expenses incurred in the performance of their duties out of funds of the Urban Redevelopment Authority; but members shall not receive no further compensation.

ARTICLE 4: Budget:

4.1 **Budget:**

The Urban Redevelopment Authority Members shall adopt a Fiscal Year Budget on or before December 31st for the upcoming year. Upon the adoption of a budget for the Authority for any given year, there shall be no expenditure in excess of any line item contained in such budget without the prior approval of the Urban Redevelopment Authority Members.

4.2 **Fiscal Year:**

The Fiscal Year of the Urban Redevelopment Authority shall commence on January 1st of Each calendar year and shall end on December 31st of the calendar year;

4.3 **Seal:**

The Urban Redevelopment Authority shall be permitted to provide an Authority Seal which shall, if approved be in the form of a circle and shall have inscribed thereon the name of the Urban Redevelopment Authority and other appropriate wording. The Seal shall be in the custody of the Secretary and affixed to official documents of the Urban Redevelopment Authority executed by the Members of the Authority.

ARTICLE 5: Executive Director

5.1 **Executive Director:**

The Urban Redevelopment Authority may have an Executive Director who may or may not be a member of the Authority. The Executive Director shall be appointed by the Members of the Authority for such term and for such compensation as may be determined by the Members of the Urban Redevelopment Authority, provided, however, if the Executive Director is an appointed member of the Authority, that person shall receive No Compensation for services but shall be entitled to the necessary expenses, including travel expenses, incurred in the discharge of duties.

The Executive Director shall maintain the Authority's office on a daily basis, serve as the Authority's liaison to other similar Authorities and perform such other duties as may be directed by the Authority.

ARTICLE 6: Conflict of Interest and Ethics:

6.1 **Policy:**

No member or employee of the Urban Redevelopment Authority shall have, directly or Indirectly, any financial interest, profit, or benefit in any contract, work, or business of the Authority nor in the sale, lease, or purchase of any property to or from the Authority. Should one or more members or employees have acquired, prior to their affiliation with the Authority, property located in an area in which the Authority is undertaking to implement a redevelopment plan and the Authority wishes to purchase or otherwise acquire such property from the member or employee, then in such event, the sale or transfer of such property, upon full disclosure of the member or employee's interest in property, shall not be deemed a violation this Article.

The Urban Redevelopment Authority Conflict of Interest and Ethics Policy incorporates a Code of Ethics to those maintained by the City of Washington. For purposes of clarification, the Members and employees of the Urban Redevelopment Authority shall be required to comply with applicable provision of the Act and the laws of the State of Georgia as such relate to conflicts of interest and ethics.

ARTICLE 7: Governance Changes:

7.1 **Establishment of Bylaws:**

These bylaws are established pursuant to further the efficiency and operation of the Urban Redevelopment Authority and shall become effective upon a majority vote of the members of the Authority; provided, however, that as and to the extent of any Inconsistency between the provisions of the bylaws and the Act, the provisions of the Act shall control.

7.2 **Amendment of Bylaws:**

These bylaws may be amended or repealed upon the affirmative vote of the majority of Urban Redevelopment Authority Members, provided such amendment or repeal is not Inconsistent with the Act or any other laws applicable to the Authority, such Amendment or repeal is proposed at a prior meeting of the Authority, and further Provided that notice of the meeting at which the vote is to be taken shall set forth the Proposal to be acted upon

7.3 **General Provisions:**

The Bylaws may be amended at any regular or special meeting of the Urban Redevelopment Authority Members by the affirmative vote of a majority of the Members; provided, that a written notice of any proposed Amendment to the Bylaws must be given to each Member of the Authority at least 24 hours prior to the meeting where the action is taken. Nothing in these Bylaws shall be to the contrary of any provision of O.C.G.A. Title 36, Chapter 61.