



CENTRAL FALLS REDEVELOPMENT AGENCY

BY-LAWS

(As written and amended on July 12, 2017)

ARTICLE I

THE AGENCY

SECTION 1 **NAME OF AGENCY**

The name of the Agency shall be "Central Falls Redevelopment Agency", hereinafter referred to as the "Agency".

SECTION 2 **OFFICE OF AGENCY**

The office of the Agency shall be at the City Hall building, 580 Broad Street, Central Falls, Rhode Island 02863.

SECTION 3 **PURPOSE**

The purpose of the Agency is to eliminate and prevent the spread of blighted and substandard areas within the City of Central Falls through redevelopment by means of well-planned, integrated, stable, safe, and healthful neighborhoods in the manner and means provided for in Chapters 31, 32 and 33 of Title 45 of the Rhode Island General Laws of 1965, as amended from time to time (the "Redevelopment Act").

SECTION 4 **POWERS**

The Agency shall have all of the powers, duties and responsibilities in connection with the redevelopment of blighted and substandard area in the City of Central Falls, and for all other purposes, as set forth in the applicable laws of the State of Rhode Island and of the federal government, and any applicable municipal ordinances and the City of Central Falls Home Rule Charter, now or hereinafter in effect for redevelopment agencies generally or the Agency in particular.

SECTION 5 **MEMBERSHIP, TERM AND APPOINTMENT**

The Agency shall consist of five (5) resident electors of the City of Central Falls, as appointed by the Mayor of the City of Central Falls and approved by the City Council. No member of the

Agency may be an elected officer or an employee of the City of Central Falls. The powers of the Agency shall be vested in the members of the Agency then in office. Members shall receive their actual and necessary expenses, including travel expenses, and may receive other compensation as the City Council may prescribe. The members who are first appointed shall be designated to serve for terms of one (1), two (2), three (3), four (4), and five (5) years respectively. A member holds office until his or her successor has been appointed and has qualified. All vacancies occurring during a term shall be filled for the unexpired term.

ARTICLE II

OFFICERS

SECTION 1 OFFICERS

The officers of the Agency shall be a Chairperson, a Vice-Chairperson, and a Secretary. The agency shall elect a Chairperson and Vice-Chairperson from among its members. The Agency shall elect or appoint a secretary, who need not be a member of the Agency. Election of these officers shall take place at the annual meeting of the Agency. The term of office of the Chairperson, Vice-Chairperson and Secretary, unless otherwise prescribed by the City Council, shall be for the calendar year, or for that portion remaining after each officer is designated or elected.

SECTION 2 CHAIRPERSON

The Chairperson shall preside at all meetings of the Agency. Except as otherwise authorized by resolution of the Agency, the Chairperson shall sign all contracts, deeds, and other instruments made by the Agency as recorded in the minutes of the Agency. At each meeting, the Chairperson shall submit such recommendations and information as he or she may consider proper concerning the business, affairs and policies of the Agency.

SECTION 3 VICE-CHAIRPERSON

The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson; and in case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Agency shall elect a new Chairperson.

SECTION 4 SECRETARY

The Secretary shall keep the records of the Agency, shall act as Secretary of the meetings of the Agency and record all votes, shall keep a record of the proceedings of the Agency, and shall perform all duties incident to the office. In the absence or incapacity of the Secretary, these duties shall be performed by the Director. In the event the Director is also the Secretary of the Agency, then the agency may by resolution designate another person to perform the duties of the Secretary in the Secretary's absence or incapacity.

SECTION 5 DIRECTOR

The Director of the Agency shall have general supervision over the administration of its business and affairs, subject to the direction of the Agency. The Central Falls Director of Planning and Economic Development shall serve as the Director, unless otherwise appointed by resolution of the Agency.

The Director shall sign all vouchers and other documents relating to the expenditure of funds under the authorized budget. In the absence or incapacity of the Director, these documents shall be signed by the Chairperson or Vice-Chairperson. The Director may sign contracts on behalf of the Agency, provided however that all such contracts are either (a) approved by the Agency prior to their execution, or (B) ratified by the Agency after the Director has presented, either in person or in writing, a reasonably detailed report concerning such contract at the next regularly scheduled meeting of the Agency following the execution of such contract. The prior approval or subsequent ratification by the Agency of contracts signed by the Director shall be either by resolution or recorded in the minutes of the meetings of the Agency. No contract signed by the Director shall be binding upon the Agency unless previously approved or subsequently ratified by the Agency pursuant to this paragraph.

The compensation of the Director shall be determined by the Agency, provided that a temporary appointee selected from among the members of the Agency shall serve without compensation (other than the payment of necessary expenses).

All Agency funds will be in the care and custody of the Finance Director of the City of Central Falls.

SECTION 6 ADDITIONAL DUTIES

The officers of the Agency shall perform such other duties and functions as may from time to time be required by Agency or the by-laws or rules and regulations of the Agency.

SECTION 7 VACANCIES

Should the office of Chairperson or Vice-Chairperson become vacant, the Agency shall elect a successor from its members at the next regular meeting, and such election shall be for the remainder of the current term of such officer as defined in Section 1 hereof.

SECTION 8 ADDITIONAL PERSONNEL

The Agency may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions, and it shall determine the qualifications of such person and their tenure and compensation. The Director, if the Director of Planning and Economic Development for the City of Central Falls, may delegate administrative functions of the Agency, other than those requiring signature, to staff within their department as needed.

The Agency shall adopt such policies for the selection of employees and consultants as it deems necessary within the boundaries established by Federal, State, and City law.

ARTICLE III

MEETINGS

SECTION 1 ANNUAL MEETINGS

The annual meeting of the Agency shall be held on the second Wednesday of January at 7:00 P.M. at the regular meeting place of the Agency. In the event such date shall fall on a legal holiday, the annual meeting shall be held on the next succeeding secular day.

SECTION 2 REGULAR MEETINGS

Regular meetings shall be held with notice at 7:00 P.M. on the second Wednesday of each month at the regular meeting place of the Agency. In the event the day of the regular meeting shall be a legal holiday, said meeting shall be held on the next succeeding secular day. In the event it becomes necessary to hold a regular meeting at a place other than the regular meeting place of the Agency, written notice of such change of place shall be provided to each member of the Agency at least two days prior to the date of such regular meeting in their generally preferred method.

SECTION 3 SPECIAL MEETINGS

The Chairperson of the Agency may when they deems expedient, and shall, upon the written request of two members of the Agency, call a special meeting on the Agency for the purpose of transacting any business designated in a written notice of such special meeting. Said notice shall be provided to each member of the Agency in their generally preferred method at least two days prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the notice thereof, but if all of the members of the Agency are present at a special meeting, any and all business may be transacted at such special meeting.

SECTION 4 MEETING LOCATION

All meetings of the Agency shall be held in a location that is accessible to the handicapped, as determined by the laws of the State of Rhode Island. All meetings shall be held within the City of Central Falls, Rhode Island.

SECTION 5 QUORUM

The powers of the Agency shall be vested in the members thereof in office from time to time. Three members 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. When a quorum is in attendance, action may be taken by the Agency upon a vote of a majority of the members present.

SECTION 6 ORDER OF BUSINESS

At the regular meeting of the Agency the following shall be the order of business:

1. Call to Order
2. Roll call.
3. Approval of the minutes of the previous meeting.
4. Bills and communications.
5. Report of the Director.
6. Unfinished business.
7. New business.
8. Adjournment.

All resolutions shall be in writing and shall be retained permanently in the record of the proceedings of the Agency.

SECTION 7 AMENDMENTS TO BY-LAWS

The By-Laws of the Agency shall be amended only with the approval of at least three of the members of the Agency at a regular or a special meeting, but no such amendment shall be adopted unless at least seven days written notice thereof has been previously provided to all of the members of the Agency. Provided, however, that the By-Laws of the Agency may be amended by unanimous vote of all of the members of the Agency at a regular or special meeting, if a written waiver of notice is signed by each member of the Agency either before or after said meeting and said waiver of notice is incorporated into the minutes of said meeting.

ARTICLE IV

WAIVER OF NOTICE

Whenever under the provisions of these By-Laws the members are authorized to hold any meeting at a designated place or at a designated hour, such meeting may be held elsewhere than the place designated and at other than the hour designated without notice, if a written waiver of notice is signed by each member of the Agency either before or after such meeting and all the members of the Agency are present. Attendance in person by a member at any meeting shall be the equivalent of having waived notice thereof.