



Minutes
Roseville Economic Development Authority (REDA)
City Council Chambers, 2660 Civic Center Drive
Monday, November 28, 2016 at 6:00 p.m.

1. Roll Call

President Roe called the meeting to order at approximately 6:00 p.m. Voting and Seating Order: Commissioners McGehee, Willmus, Laliberte, Etten and Roe. Executive Director Trudgeon was also present.

Additional staff present included Community Development Director Kari Collins and Community Development staff Jeanne Kelsey.

2. Pledge of Allegiance

3. Approve Agenda

McGehee moved, Laliberte seconded, approval of the agenda as presented.

Ayes: McGehee, Willmus, Laliberte, Etten and Roe

Nays: None.

Motion carried.

4. Public Comment

5. Board and Executive Director Reports and Announcements

6. Approve Consent Agenda

7. Consider Items Removed from Consent Agenda

8. Public Hearing and Action Consideration

9. Business Action Items

a. Amend By-Laws

As detailed in the staff report of today's date and attachments, Community Development Director Kari Collins reviewed requested action related to the annual review of the REDA by-laws (Attachment B) and resolution (Attachment A) under the advice of REDA Attorney Martha Ingram.

Attachment B

Member Etten questioned who was considered the Treasurer of the REDA and whether or not that should be designated.

Mr. Collins referred to the by-laws and Treasurer duties assigned to the Executive Director, with the City's Finance Director serving as the Assistant Treasurer for the REDA.

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President Roe noted at the institution of the REDA, action was taken in accordance with the by-laws for designation as appropriate.

Member Etten sought further clarification for the Executive Director and President in their roles; and noted changes in that clause that may be needed as part of other changes being discussed tonight. Member Etten also questioned if there was a distinction regarding what types of documents were being referred to and whether or not signing and authorization could occur under or over a particular monetary amount without further REDA approval.

Ms. Collins advised that Executive Director Trudgeon's and her consultation with EDA Attorney Ingram, the original enabling resolution stipulated the roles for the officers and the Authority itself. Ms. Collins noted that and was also addressed in the draft resolution (Attachment A – lines 47 – 68). Ms. Collins noted these were outlined in statutory requirements for an EDA.

President Roe referenced Article 3 (The Officers) of the by-laws as referenced in the staff report (page 1, italicized language), agreeing that Member Etten's points were valid in that similar language on the top of page 3 appeared to be contradictory regarding the Executive Director and President in signing documents. President Roe asked that staff review the clauses to ensure their consistency, including the language on the top of page 3 and Section II on page 1 as to signing of documents, deeds, or particular instruments.

Ms. Kelsey advised that, in her conversations with EDA Attorney Ingram, Ms. Ingram recommended retaining standard EDA by-laws in keeping with statutory requirements; and making any modifications via a resolution. Ms. Kelsey noted one other document was the previously referenced enabling resolution that essentially governs the REDA and was referred to in the by-laws and would be deferred to. Ms. Kelsey reported that she had requested Ms. Ingram to attend the December 5, 2016 REDA meeting to explain the rationale in modifying certain sections of the by-laws at this time, as well as for requesting an additional resolution for other pending amendments.

Given the number of concerns raised tonight, Executive Director Trudgeon suggested tabling action tonight for a better understanding at the December 5, 2016 meeting.

President Roe reiterated Member Etten's question regarding language of the resolution (lines 31 – 39) for expenditures over \$50,000 versus the \$5,000 limit for the City Council. President Roe stated that he too wanted to understand the justification for that, and whether the higher limit was related to land transactions. President Roe asked that EDA staff also clarify that distinction on December 5th.

From a technical standpoint, President Roe suggested a change in the resolution language (line 64) related to incurring the expenditure, suggesting that should be the “incurring” versus “authorizing.”

Willmus moved, Etten seconded, TABLING consideration of adopting amended REDA by-laws (Attachment B) and corresponding resolution until December 5, 2016.

Ayes: McGehee, Willmus, Laliberte, Etten and Roe.

Nays: None.

Motion carried.

b. Adopt 2017 Meeting Calendar

Ms. Kelsey reviewed the proposed 2017 REDA organizational and quarterly meeting schedule as detailed in the staff report. Ms. Kelsey suggested additional meetings could be held on an “as needed” basis, typically before or after a regular City Council meeting.

Ms. Collins concurred, advising that these quarterly meetings would address larger discussion or policy items; with immediate or transactional issues addressed if and when necessary at additional meetings in coordination with the City Council meetings as noted by Ms. Kelsey.

Discussion ensued regarding the January REDA and City Council organizational meetings and whether they could coincide, and a specific date accordingly; anticipation of a 2-hour presentation by the Urban Land Institute on a different January REDA meeting date than the scheduled organizational meeting; and length of time for business meetings for either body from a staff perspective.

Councilmember Willmus noted that the January 17, 2016 meeting was a Tuesday rather than Monday evening due to holiday scheduling.

Willmus moved, Laliberte seconded, adoption of 2017 REDA meeting calendar (Attachment A *as amended*); with staff directed to schedule the REDA organizational meeting on January 9, 2017 to coincide with the City Council’s organizational meeting; and if possible schedule the presentation on that same night if feasible, otherwise on January 17, 2017 as previously intended by staff.

Ayes: McGehee, Willmus, Laliberte, Etten and Roe.

Nays: None.

Motion carried.

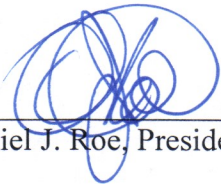
10. Adjourn and Convene as City Council

Willmus moved, Etten seconded, adjourning the meeting at approximately 9:18 p.m. and convening as the City Council.

Ayes: McGehee, Willmus, Laliberte, Etten and Roe.

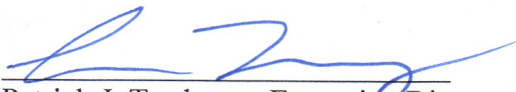
Nays: None.

Motion carried.



Daniel J. Roe, President

ATTEST:



Patrick J. Trudgeon, Executive Director