

**COUNTY OF ALAMEDA COUNTYWIDE OVERSIGHT BOARD**

**RESOLUTION NUMBER NO. OB-2018-01**

**A RESOLUTION OF THE COUNTY OF ALAMEDA  
COUNTYWIDE OVERSIGHT BOARD  
ADOPTING BYLAWS FOR THE OVERSIGHT BOARD**

**WHEREAS**, the Redevelopment Dissolution Law (AB 1X 26, enacted June 28, 2011, as amended by AB 1484, enacted June 27, 2012 and SB 107, enacted September 22, 2015) and Section 34177 of the Health and Safety Code required the successor agencies, among other things, to expeditiously wind down affairs of each former redevelopment agency ("RDA"), while continuing to meet the former RDA's enforceable obligations, overseeing completion of redevelopment projects, and disposing of the assets and properties of the former RDA, all as directed by the successor agencies' oversight boards pursuant to HSC Section 34179; and

**WHEREAS**, Health and Safety Code 34179 (j), provided for the creation of a single Countywide Oversight Board ("Oversight Board") commencing on and after July 1, 2018; and

**WHEREAS**, Bylaws have been prepared and presented to the Oversight Board for consideration; and

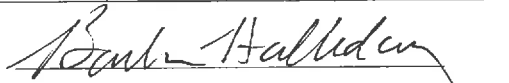
**WHEREAS**, the Oversight Board held a public meeting on September 24, 2018, and considered the Bylaws following the notice required by law; and

**WHEREAS**, the Oversight Board has determined that adoption of the Bylaws would serve the interests of the Oversight Board and the public.

**NOW, THEREFORE, BE IT RESOLVED** that the Oversight Board hereby adopts "Bylaws, County of Alameda Countywide Oversight Board" attached to this resolution as Exhibit I.

**PASSED AND ADOPTED** at a regular meeting of the Oversight Board for the County of Alameda Countywide Oversight Board this 24th day of Sept, 2018 by the following vote:

<b>Board Members</b>	<b>Carson County Board of Supervisors</b>	<b>Halliday City Selection Committee</b>	<b>Sethy Ind. Special District Committee</b>	<b>Mack-Rose County Office of Education</b>	<b>Dela Rosa Chancellor of the CA Comm. College</b>	<b>O'Connell County Board of Supervisors (Public)</b>	<b>Katz Mulvey Recognized Employee Organization</b>
AYES:	X	X	X	X			X
NOES:							
ABSENT:					X	X	
ABSTAIN:							

  
 \_\_\_\_\_  
 Chairperson,

ATTEST:   
 \_\_\_\_\_  
 Secretary of the Countywide Oversight Board

**EXHIBIT I**  
**BYLAWS**  
**COUNTY OF ALAMEDA COUNTYWIDE OVERSIGHT BOARD**  
(see attached)

## BYLAWS

### COUNTY OF ALAMEDA COUNTYWIDE OVERSIGHT BOARD

#### ARTICLE I - THE OVERSIGHT BOARD

##### **Section 1. Name of Oversight Board**

The name of the Oversight Board shall be the "County of Alameda Countywide Oversight Board" (hereinafter referred to as the "Oversight Board").

##### **Section 2. Purpose**

As required by California Health and Safety Code (hereinafter "HSC") Section 34179 (j), the Oversight Board is created. The Oversight Board shall be vested with all the rights, powers, duties, privileges, and immunities established by HSC Sections 34179, 34180, and 34181. The primary purpose of the Oversight Board is to oversee activities of the successor agencies within the County of Alameda (hereinafter "Successor Agencies") to wind down affairs of the former redevelopment agencies.

##### **Section 3. Membership/Duration**

###### **a. Total Membership/Appointment**

Pursuant to HSC Section 34179 (j), the total membership of the Oversight Board shall be seven (7), appointed as follows:

- (1) One member may be appointed by the County Board of Supervisors;
- (2) One member may be appointed by the City Selection Committee established pursuant to Section 50270 of the Government Code;
- (3) One member may be appointed by the Independent Special District Selection Committee established pursuant to Section 56332 of the Government Code, for the types of special districts that are eligible to receive property tax revenues pursuant to Section 34188;
- (4) One member may be appointed by the Alameda County Superintendent of Education to represent schools if the superintendent is elected;
- (5) One member may be appointed by the Chancellor of the California Community Colleges to represent community college districts in the county;
- (6) One member of the public may be appointed by the County Board of Supervisors;
- (7) One member may be appointed by the recognized employee organization representing the largest number of successor agency employees in the county

Pursuant to HSC Section 34179 (k), the Governor may appoint individuals to fill any member position identified herein that has not been filled by July 15, 2018 or any member position that remains vacant for more than 60 days.

The members shall serve without compensation and without reimbursement for expenses. Each member shall serve at the pleasure of the entity that appointed such member.

b. Duration

The Oversight Board shall cease to exist when all successor agencies subject to its oversight have been formally dissolved pursuant to HSC Section 34187.

**Section 4. Local Entity**

Pursuant to subdivision (e) of Section 34179 of the HSC, the Oversight Board shall be deemed to be a local entity for purposes of the Ralph M. Brown Act, the California Public Records Act, and the Political Reform Act of 1974.

**Section 5. Fiduciary Responsibilities**

Oversight Board members shall have fiduciary responsibilities to holders of enforceable obligations, as that term is defined in HSC 34171 (d), and the taxing entities that benefit from distributions of property tax and other revenues pursuant to HSC Section 34188. Oversight Board members shall exercise independent judgment considering the interests of the community as a whole and not solely the interests of their appointing entities.

**Section 6. Resignation**

Any Oversight Board member may resign at any time by giving written notice to his or her appointing entity and the Chairperson, who shall forward such notice to the Successor Agencies and to the State Department of Finance (hereinafter "DOF"). Any such resignation will take effect upon receipt or upon any date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

**Section 7. Filling of Vacancies**

In the event of a vacancy on the Oversight Board, the appointing entity for the vacant seat shall select a member to fill such vacancy as soon as reasonably practicable, provided, however, that the Governor may appoint individuals to fill any member position that remains vacant for more than sixty (60) days.

**Section 8. Staff**

The Auditor-Controller Agency (hereinafter "ACA") has selected the ACA, Tax Analysis Unit to staff the Oversight Board. Pursuant to HSC Section 34183, the ACA may recover directly from the Redevelopment Property Tax Trust Fund, reimbursement for all costs incurred by it, which shall include any associated startup costs.

The Oversight Board may direct the Successor Agencies to provide additional legal or financial advice than what was given by the Successor Agencies staff. The Oversight Board may engage legal counsel as may be deemed necessary from time to time.

The ACA Tax Analysis Unit should designate a staff member to act as Secretary at the meetings of the Oversight Board. The Secretary shall prepare agendas, and minutes of meetings of the Oversight Board, shall keep a record of the meetings in a journal of proceedings of the Oversight Board, and shall attest to documents of the Oversight Board. The Successor Agencies

shall pay for all their costs relating to the meetings of the Oversight Board and may include those costs in the administrative budgets of the Successor Agencies.

The Executive Directors of the Successor Agencies, or their designees, shall be the designated contact between the Oversight Board and the DOF, as well as other public agencies and private parties. The Executive Director or designee shall provide his/her telephone and email contact information to DOF in accordance with HSC Section 34179(h)(2).

## ARTICLE II - OFFICERS

### **Section 1. Officers**

The officers of the Oversight Board shall consist of a Chairperson, and a Vice Chairperson, who shall be elected in the manner set forth in this Article.

### **Section 2. Chairperson**

The Chairperson shall preside at all meetings of the Oversight Board. The Chairperson shall sign all documents necessary to carry out the business 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. In the event of the death, resignation or removal of the Chairperson, the Vice Chairperson shall assume the Chairperson's duties until such time as the Oversight Board shall elect a new Chairperson.

### **Section 4. Election**

The Chairperson and Vice Chairperson shall be elected from among the members of the Oversight Board. Each shall then serve at the pleasure of the Oversight Board. Each officer shall hold office until resignation or until his/her successor is elected and takes office.

## ARTICLE III - MEETINGS

### **Section 1. Regular Meetings**

Regular meetings of the Oversight Board shall be held as needed to conduct business. The Oversight Board shall meet at least annually at 2:00 p.m. on the third Monday of January, or at such other date(s) and time(s) as may be set from time to time by resolution of the Oversight Board. The meetings should be held at 1111 Jackson Street, Second Floor, Oakland, California or at such other locations as the Oversight Board may from time to time designate in the notice of call of any special meeting.

### **Section 2. Special Meetings**

Special meetings may be held upon notice of the Chairperson, or by written request of at least a majority of the members of the Oversight Board, for the purpose of transacting any business designated in the notice, after notification of all members of the Oversight Board by written notice personally delivered or by electronic mail at least twenty-four (24) hours before the time specified in the notice for a special meeting. At such special meeting, no business other than that designated in the notice shall be considered.

**Section 3. Adjourned Meetings**

Any meeting of the Oversight Board may be adjourned to an adjourned meeting without the need for notice requirements of a special meeting, provided the adjournment indicates the date, time and place of the adjourned meeting. Oversight Board members absent from the meeting at which the adjournment decision is made shall be notified by the Chairperson of the adjourned meeting.

**Section 4. Cancellation of Meetings**

The Chairperson may, from time to time, cancel any meeting of the Oversight Board and upon cancellation will give public notice of the meeting cancellation in accordance with the law.

**Section 5. All Meetings to be Open and Public**

All meetings of the Oversight Board shall be open and public to the extent required by law. All persons shall be permitted to attend any such meetings, except as otherwise provided by law. The Oversight Board can meet in Closed Session, provided the criteria established under State law are met and the meeting is properly noticed.

**Section 6. Posting Agendas/Notices**

The Secretary, or his/her authorized representative, shall post an agenda for each regular Oversight Board meeting or a notice for each special Oversight Board meeting containing a brief general description of each item of business to be transacted or discussed at the meeting together with the time and location of the meeting. Agendas/notices shall be posted at 1111 Jackson Street, Oakland, California (a location readily accessible to the public) at least seventy-two (72) hours in advance of each regular meeting and at least twenty-four (24) hours in advance of each special meeting. All agendas and notices required by law for proposed actions by the Oversight Board shall also be posted on the Oversight Board's internet webpage.

**Section 7. Right of Public to Appear and Speak**

At every regular meeting, members of the public shall have an opportunity to address the Oversight Board on matters within the Oversight Board subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during the time set aside for public comment; provided, however, that the Oversight Board may direct that public input and comment on matters on the agenda be heard when the matter regularly comes upon the agenda. The time allotted for public discussion for each individual speaker shall be three (3) minutes. The Chairperson may limit the

total amount of time allocated for public discussion on particular issues and/or the time allocated for each individual speaker.

**Section 8. Non-Agenda Items**

Matters brought before the Oversight Board at a regular meeting, which were not placed on the agenda of the meeting, shall not be acted upon by the Oversight Board at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act. Those non-agenda items brought before the Oversight Board which the Oversight Board determines will require Oversight Board consideration and action and where Oversight Board action at that meeting is not so authorized shall be placed on the agenda for the next regular meeting.

**Section 9. Quorum**

The powers of the Oversight Board shall be vested in the members thereof in office from time to time. A majority of the total membership of the Oversight Board shall constitute a quorum for the purpose of conducting the business of the Oversight Board, exercising its powers and for all other purposes, but less than that number may adjourn the meeting from time to time until a quorum is obtained. An affirmative vote by a majority (4) of the total membership (7) of the Oversight Board shall be required for approval of any matters brought before the Oversight Board.

**Section 10. Order of Business**

All business and matters of the Oversight Board shall be transacted in conformance with Robert's Rules of Order Newly Revised and any additional procedural rules adopted by resolution by the Oversight Board. In the event of any conflict between these Bylaws or procedural rules adopted by the Oversight Board and Robert's Rules of Order, these Bylaws and such procedural rules shall be controlling.

**Section 11. Minutes**

Minutes of the meetings of the Oversight Board shall be prepared in writing by the Secretary. Copies of the minutes of each Oversight Board meeting shall be made available to each member of the Oversight Board and the Successor Agencies. Approved minutes shall be filed in the official book of minutes of the Oversight Board.

**ARTICLE IV - REPRESENTATION BEFORE PUBLIC BODIES**

Any official representations on behalf of the Oversight Board before the Successor Agencies, the ACA, the State Controller, DOF, or any other public body shall be made by the Chairperson or the Chairperson's designee.

**ARTICLE V - AMENDMENTS**

These Amended and Restated Bylaws may be amended upon an affirmative vote by a majority of the total membership of the Oversight Board, but no such amendment shall be adopted

unless at least seven (7) days written notice thereof has previously been given to all members of the Oversight Board. Notice of the amendment shall identify the section or sections of these Bylaws proposed to be amended. The Successor Agencies shall be notified of any amendments to these Bylaws.