

RESOLUTION NO. OB-1

A RESOLUTION ADOPTING BYLAWS OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY OF THE SCOTTS VALLEY REDEVELOPMENT AGENCY

WHEREAS, the Oversight Board for the Successor Agency of the Scotts Valley Redevelopment Agency ("Oversight Board") has been established to direct the Successor Agency to take certain actions to wind down the affairs of the Scotts Valley Redevelopment Agency in accordance with the California Health & Safety Code; and

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

NOW, THEREFORE, IT IS HEREBY RESOLVED AND ORDERED by the Oversight Board 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 to the adoption of this resolution.

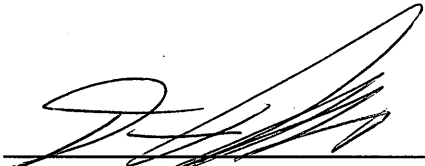
PASSED AND ADOPTED by the Oversight Board this 2nd day of April, 2012, by the following vote:

AYES: BUSTICHI, CABIGAS, CLARK, DILLES, KATES, LEOPOLD, ZIEL

NOES: None

ABSENT: None

ABSTAIN: None


Dene Bustichi, Chair, Oversight Board

Attest: 
Tracy A. Ferrara, Secretary

**BYLAWS OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY OF THE
SCOTTS VALLEY REDEVELOPMENT AGENCY**

ARTICLE I- THE OVERSIGHT BOARD

Section 1. Name of Authority.

The official name shall be the "Oversight Board of the Successor Agency of the Scotts Valley Redevelopment Agency" (the "Oversight Board").

Section 2. Purpose and Powers.

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

Section 3. Place of Business.

The office and regular place of business of the Oversight Board shall be at the Scotts Valley City Hall at One Civic Center Drive, Scotts Valley, California. The Oversight Board may hold its meetings at this location or at such other locations as the Oversight Board may from time to time designate in its notice of any meeting.

ARTICLE II- OFFICERS

Section 1. Officers and Officials.

The officers of the Oversight Board shall be composed of seven board 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 elected pursuant to the guidelines set forth in California Health & Safety Code section 34179.

Other officials acting as staff shall include the City Manager, and such other employees of the Successor Agency of the Scotts Valley Redevelopment Agency and/or the City of Scotts Valley as deemed necessary.

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 City Clerk of the City of Scotts Valley shall 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. The Secretary shall maintain a record of all official proceedings of the Oversight Board. In the absence of the Secretary, the City Manager shall designate staff to act as Secretary.

Section 5. Vacancies.

When a seat of the Oversight Board becomes vacant, the position will be filled by a member appointed by the agency who originally appointed the former member.

Section 6. Compensation.

Oversight Board members shall serve without compensation or reimbursement for expenses.

Section 7. Terms of Office.

Each Oversight Board member shall serve at the pleasure of the entity that appointed such member.

ARTICLE III- MEETINGS

Section 1. Regular Meetings.

Regular meetings of the Oversight Board shall be held at a time and place which the Oversight Board may from time to time designate.

Section 2. Special Meetings.

The Chairperson of the Oversight Board may, when he/she deems it necessary, and, upon the written notice to the members of the Oversight Board, call a special meeting of the Oversight Board for the purpose of transacting the business designated. The means and method for calling such a special meeting shall be as set forth in the Ralph M. Brown Act, California Government Code section 54950 et seq., as it now exists or may hereafter be amended.

Section 3. 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. Every official act of the Oversight Board shall be adopted by a majority vote except in situations where the law calls for a vote of greater than a majority.

Section 4. Conducting Business.

The order of business of each meeting shall be as contained in the Agenda prepared by the staff with input from the Chairperson of the Oversight Board. The Agenda shall be a listing by topic of the subjects which shall be taken up for consideration:

- (I) Call to Order
- (II) Roll Call
- (III) Public Comment Time
- (IV) Consent Calendar
- (V) Regular Agenda Items
- (VI) Adjournment

ARTICLE IV- MISCELLANEOUS

Section 1. Amendments to the Bylaws.

The Bylaws 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, provided that no such amendment shall be adopted unless at least seven (7) days' written notice thereof has been previously given to all Board Members of the Oversight Board. Such notice shall identify the section or sections of the Bylaws proposed to be amended.

Section 2. Conflicts of Interest.

All Board Members are subject to the provisions of California law including Chapter 7, Title 9 of the California Government Code, relative to conflicts of interest and to any additional conflicts of interest codes adopted by the Oversight Board.

Section 3. Procedures in the Absence of Rules.

In the absence of a rule herein to govern a point or procedure, Robert's Rules of Order shall be used as a guide.