

**BY-LAWS OF THE  
CITY OF STAMFORD, CONNECTICUT  
URBAN REDEVELOPMENT COMMISSION  
Revised as of July 11, 2013)**

**ARTICLE I – THE COMMISSION**

Section 1. Name. The name of the Commission shall be “City of Stamford, Connecticut Urban Redevelopment Commission.”

Section 2. Seal. The seal of the Commission shall be in the form of a circle and shall bear the name of the Commission.

Section 3. Office. The office of the Commission shall be at such place in the City of Stamford, Connecticut, as the Commission may from time to time designate by resolution.

**ARTICLE II – OFFICERS**

Section 1. Officers. The Officers of the Commission shall be a Chairman, Vice-Chairman and Secretary-Treasurer, each of whom shall be elected by the Commission. Such other officers and assistant officers as may be deemed necessary may be elected by the Commission.

Section 2. Chairman. The Chairman shall preside at all meetings of the Commission. Except as otherwise authorized by resolution of the Commission or where the law requires the signature of the Mayor or other City official, the Chairman shall sign all contracts, deeds and other instruments made by the Commission. At each meeting, the Chairman shall submit recommendations and information concerning Commission policy for consideration by the Commission. The Chairman, subject to the approval of the Commission, shall appoint all standing and special committees and shall perform such other duties as may be required by custom of the Commission.

Section 3. Vice-Chairman. The Vice-Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman; and, in the case of the resignation or death of the Chairman, the Vice-Chairman shall perform such duties as are imposed on the Chairman until such time as the Commission shall elect a new Chairman.

Section 4. Secretary-Treasurer. The Secretary-Treasurer shall oversee the Executive Director, who shall keep the records of the Commission, shall act as Secretary of the meetings of the Commission and record all votes, and shall keep a record of the proceedings of the Commission in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to the office.

The Secretary-Treasurer shall oversee the Executive Director, who shall be primarily responsible for the funds of the Commission and shall deposit said funds in the name of the Commission in such financial institutions as the Commission may select. The Executive Director, with the approval of the Secretary-Treasurer, shall sign or appropriately designate another person approved by the Commission to sign all orders and requests for the payment of money and shall pay out and disperse such monies in accordance with the annual budget and approvals by the Commission. He/she shall oversee the Executive Director, who shall be responsible for the keeping of the books of accounts and shall render to the Commission on request an accounting of the financial condition of the Commission showing receipts and expenditures, and shall render to the Commission, on request, an account of all transactions and also of the financial condition of the Commission.

Section 5. Additional Duties. The members of the Commission shall perform such other duties and functions as may from time to time be required by the Commission subject to approval by majority vote of the Commission or the by-laws or rules and regulations of the Commission.

Section 6. Election or Appointment. The Chairman, Vice-Chairman and Secretary-Treasurer shall be elected at the annual meeting of the Commission from among the members of the Commission, and shall hold office for one (1) year or until their successors are elected and qualified.

Section 7. Vacancies. Should the office of Chairman or Vice-Chairman or Secretary-Treasurer become vacant, the Commission shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office. When the office of Executive Director becomes vacant, the Commission shall appoint a successor as provided in Section 9 of Article II.

Section 8. Committees. There shall be a standing Personnel Committee, and a standing Budget Committee, each of which shall be composed of two (2) members of the Commission. The Secretary-Treasurer shall at all times serve as a member of the Budget Committee.

From time to time, the Commission may designate from its number such other committees as it may deem judicious to hold office at the pleasure of the Commission.

Section 9. Executive Director. There shall be an Executive Director of Urban Renewal of the Commission (the "Executive Director") who shall carry out the policy determinations of the Commission and have general supervision over the administration of its business affairs, subject to the direction of the Commission. At each Commission meeting, he/she shall submit such recommendations and information as he may consider proper concerning the business and affairs of the Commission. The Executive Director shall keep in safe custody the seal of the Commission and shall have power to affix such seal to all contracts and instruments authorized to be executed by the Commission.

The Executive Director shall be engaged by the Commission. Any person appointed to fill the office of the Executive Director, or any vacancy therein, shall have such term as the Commission fixes, but no member of the Commission shall be eligible for this office except as a temporary appointee.

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

Section 10. Additional Personnel. The Commission may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the General Statutes of the State of Connecticut applicable thereto. The selection and compensation of such personnel shall be determined by the Commission subject to the laws of the State of Connecticut.

### **ARTICLE III – MEETINGS**

Section 1. Annual Meeting. The annual meeting of the Commission shall be held on the second Thursday of September of each calendar year at the regular meeting place of the Commission or on such other day and at such time and place as is determined by majority vote of the members of the Commission taken at any regular or special meeting of the Commission prior to such annual meeting.

Section 2. Regular Meeting. Regular meetings shall be held on the second Thursday of each month in the Commission offices at 888 Washington Boulevard, Stamford, Connecticut. In the event that a day of regular meeting shall be a legal holiday, said meeting shall be held within one (1) calendar week of the holiday.

Section 3. Special Meetings. The Chairman of the Commission may, when he/she deems it expedient, or shall, upon the written request of two (2) members of the Commission, call a special meeting of the Commission for the purpose of transacting any business designated in the call. Notice of a special meeting shall be delivered to each member of the Commission at least twenty-four (24) hours prior to the date and time of any Special meeting at the home address of each member, or may be e-mailed to any member who provides written authorization to receive such notices by e-mail. . At such special meeting, any and all business shall be considered which is designated in the call.

Section 4. Quorum. Three (3) Commissioners shall constitute a quorum for the purpose of conducting its business, for exercising its powers and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When only a quorum is in attendance, action may be taken by the Commission only upon unanimous vote of the members present.

Section 5. Order of Business. At the regular meeting of the Commission, the following shall be the order of business:

1. Roll call.
2. Reading and approval of minutes of the previous meeting.
3. Bills and communications.
4. Report of the Executive Director.
5. Reports of the Committees.
6. Unfinished business.
7. New business.
8. Adjournment.

Section 6. Conduct of Meetings. At all meetings of the Commission, participation in its discussions and deliberations shall be limited to the members of the Commission, its staff, legal counsel and technical consultants. Others in attendance at such meetings shall not be permitted to participate unless requested to do so by the Chairman. In all other matters, Roberts Rules of Order shall be the governing rules for all meetings. The Commission may enter into executive sessions when so voted by a majority of the members of such body present and voting and such executive sessions shall be closed to the public.

Section 7. Manner of Voting. The voting on all questions coming before the Commission shall be by roll call, and ayes and nays shall be entered upon the minutes of such meeting, except on the election of officers which may be by ballot. All resolutions shall be in writing and shall be copied in a journal of the proceedings of the Commission.

Section 8. Telephonic Attendance. In the event that a member is unable to be physically present at any duly noticed meeting of the Commission, such member may attend via a two-way telephonic speaker phone which permits such member to be heard and to hear the comments of others participating at such meeting. Any member so attending shall be deemed present for all purposes of these by-laws, including but not limited to, being part of the quorum, and having full right to vote and participate, so long as such telephonic communication is maintained and is audible to the public.

Section 9. Action Without a Meeting. Any action required or permitted to be taken by the Commission at a meeting may be taken without a meeting; provided that, each Commission member shall be polled and a majority of Commission members provide written consent setting forth the action to be taken. Any such action shall be ratified at the next regular or special meeting of the Commission

## **ARTICLE IV – AMENDMENTS OF BY-LAWS**

Amendments. These by-laws of the Commission may be altered, amended or repealed and new by-laws may be adopted upon the majority vote of all the members of the Commission at a regular or special meeting, provided, all members have been advised in writing of any and all proposed changes at least one week in advance of said meeting.