

RESOLUTION NO. OB 12-01

**A RESOLUTION OF THE SAN GABRIEL SUCCESSOR AGENCY
OVERSIGHT BOARD APPROVING BYLAWS**

THE SAN GABRIEL SUCCESSOR AGENCY OVERSIGHT BOARD DOES HEREBY
RESOLVE AS FOLLOWS:

Section 1. California Health & Safety Code Sections 34179 *et seq.* requires that an Oversight Board be established to oversee the dissolution of the San Gabriel Successor Agency including disposition of its assets and insuring that its obligations are honored. It is necessary for an Oversight Board to have bylaws to provide for the rules of its operation and to require that the Board function under the auspices of the California Open Meeting, Public Records, and Conflict of Interest laws.


Section 2. The San Gabriel Successor Agency Oversight Board hereby adopts the bylaws, attached hereto as Exhibit A and incorporated herein by this reference, as its official bylaws governing its structure and operation.

Section 3. The San Gabriel Successor Agency Oversight Board shall be governed under the requirements of the Ralph M. Brown Act (Government Code Sections 54950 *et seq.*) and all of its meetings shall be conducted in compliance therewith.

Section 4. In accordance with Article IX of the Bylaws, each member of the San Gabriel Successor Agency Oversight Board shall be subject to the City of San Gabriel's Conflict of Interest Code and reporting requirements.

PASSED, APPROVED and ADOPTED this 3rd day of May, 2012.

Ayes: 7
Noes: 0
Absent: 0
Abstain: 0


Chair

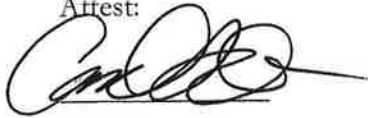
Attest:

Clerk

EXHIBIT A

San Gabriel Successor Agency

Oversight Board Bylaws

San Gabriel Successor Agency Oversight Board

BYLAWS

Approved by Resolution No. OB 12-01

I. Background and Purpose

The San Gabriel Successor Agency Oversight Board (“Board”) is a body formed, and operating under, Health & Safety Code Section 34179, *et seq.* The primary purpose of the Board is to oversee the process of winding down the activities of and disposing of the assets of the previously dissolved City of San Gabriel Redevelopment Agency (“RDA”) and performing such other functions as may be provided for by law. The Board is composed of seven members.

II. Oversight Board

The Board is charged with overseeing certain actions of the City of San Gabriel in its capacity as successor agency to the RDA and shall be imbued with all powers and authority as specified in California Health and Safety Code Sections 34179-34181 and any other applicable statutes or regulations which may be adopted.

A. Membership

The Board shall consist of seven members to be appointed as follows:

- (i) One member appointed by the Los Angeles County Board of Supervisors;
- (ii) One member of the public appointed by the Los Angeles County Board of Supervisors.
- (iii) One member appointed by the largest special district (by property tax share) operating within the territorial jurisdiction of the former RDA (if no such district exists then Los Angeles County may appoint a member to represent the public);
- (iv) One member appointed by the Los Angeles County Board of Education;
- (v) One member appointed by the Chancellor of the California Community Colleges;
- (vi) One member appointed by the Mayor of the City of San Gabriel; and
- (vii) One member representing the employees of the former RDA to be appointed by the Mayor of the City of San Gabriel.

B. Term of Office

Each Board member shall be appointed to serve at the pleasure of his or her appointing authority.

C. Oath or Affirmation

Any person appointed to serve as a Board member must take the oath or affirmation of office prior to formally and officially assuming his or her position as a Board member.

D. Duty of Loyalty and Commitment

The Board has a fiduciary responsibility to all holders of enforceable obligations of the RDA and to taxing entities that benefit from distributions of property tax and other revenues pursuant to Health and Safety Code Section 34188.

III. Officers

A. Designated Elected Officers

The elected officers of the Board shall consist of:

1. Chair
2. Vice Chair

B. Duties of Officers

1. Chair

- a. When necessary, the Chair shall be the official representative of the Board. He/she shall have the power to appoint committees and subcommittees and such other powers as may be delegated by the Board from time to time.
- b. The Chair shall serve as the presiding officer of all Board meetings.
- c. The Chair shall sign all acts, orders, resolutions and proceedings of the Board.

2. Vice Chair

In the temporary absence of the Chair, the Vice Chair shall assume duties of the Chair.

C. Eligibility to Hold Office

Any Board member may be elected to any office.

D. Election of Officers

Officers shall be elected by the Board with the first election occurring at the organizational meeting and annually thereafter on the second Tuesday of each April. Commencement of officers' terms shall take effect immediately upon election to office.

E. Removal

Officers serve at will and may be removed by a majority vote of the Board at any time with or without cause in the context of a noticed public meeting.

F. Succession

There shall be no automatic succession of officers upon the vacation of a superior officer position prior to the expiration term of the superior officer's position. A vacated officer position shall be filled by a majority vote of the Board at the earliest time possible in the context of a noticed public meeting.

IV. Board Meetings

A. Applicable Laws and Regulations

All Board meetings shall be conducted in accordance with Government Code sections 54950, *et seq.* (the "Brown Act") and any and all laws governing public meetings.

B. Types of Meetings

1. Regular Meetings

Regular Meetings will be held the second Thursday of each month, commencing at 2:00 p.m. at the Conference Room of the Community Development Department at 410 McGroarty Street in San Gabriel.

2. Special Meetings and Emergency Meetings

Special Meetings and Emergency Meetings may be called and held from time to time pursuant to the procedures set forth in the Brown Act.

3. Adjourned Meetings

The Board may adjourn any Board Meeting to a time and place specified in the order of adjournment pursuant to the procedures set forth in the Brown Act.

C. Location of Meetings

All Board Meetings shall be held in the Conference Room of the Community Development Department at 410 McGroarty Street in San Gabriel, unless otherwise designated by the Chair or the Board. However, the Board may, from time to time, elect to meet at other locations within the City and at different times on different days and upon such election will give public notice of the change of location in accordance with the Brown Act.

D. Quorum

A majority of the total membership of the Board will constitute a quorum, but a lesser number may adjourn a meeting.

E. Actions of The Board

All actions of the Board shall require the approval of a majority of the membership. An action of the Board shall not be effective for three days pending a request for review by the State Department of Finance.

F. Presiding Officer

The Chair will preside over all Board meetings. The Chair will have authority to preserve order at all Board meetings, to remove any person from any meeting of the Board for disorderly conduct, to enforce the rules of the Board and to determine the order of business under the rules of the Board.

G. Closed Sessions

Board members may not reveal the nature of discussion or decision from a closed session unless required by law or unless a majority of the Board agrees in closed session to disclose confidential closed session information.

H. Minutes

The Clerk of the Board will have exclusive responsibility for preparation of the minutes which shall be recorded with the Minute Book. In absence of the Clerk, the presiding officer shall appoint an acting Clerk to record the meeting minutes.

I. Order of Business

The business of the Board at its meeting will generally be conducted in accordance with the order of business as listed on the agenda. The Chair may, with the concurrence of a majority of the Board members present, reorder items on the agenda to accommodate the public or to address other concerns.

J. Robert's Rules

Except as provided herein, other rules adopted by the Board and applicable provisions of state law, the procedures of the Board will be governed by the latest revised edition of *Robert's Rules of Order*.

V. Waiver of Rules

Any of the foregoing rules may be waived by majority vote of the Board present when it is deemed that there is good cause to do so based upon the particular facts and circumstances involved and the waiver does not violate any provision of law.

VI. Conflict of Interest Code

Board members shall be subject to the conflict of interest code and reporting requirements of the City of San Gabriel's Conflict of Interest Code.

VII. Amendment of Bylaws

The Bylaws may be amended by a simple majority vote of the entire Board.

VIII. Termination

The Oversight Board shall cease to exist when all of the indebtedness of the dissolved RDA has been repaid.