

**CHARLESTON LAND REUSE AGENCY**  
**Charleston, West Virginia**  
**BYLAWS**

*Adopted November 5, 2019*

**I. PREAMBLE AND PURPOSE.**

Pursuant to the authority granted by the Charleston City Council through Ordinance No. 7829 on August 19, 2019, and under the authority of West Virginia Code Chapter 31, Article 18E, the Charleston Land Reuse Agency (“CLRA”) was created and held its inaugural meeting on November 5, 2019. The CLRA has the stated purpose of promoting the productive use of property by identifying available properties suitable for public space, conservation, housing, and commercial use; and pursuing the acquisition, management, inventory, and disposition of those properties, according to the authority granted by state law and city code. These bylaws shall serve as further guidance to the CLRA and may be amended from time to time as stated herein.

**II. BOARD OF DIRECTORS AND OFFICERS.**

The CLRA Board of Directors (the “Board”) is composed of seven members. The members of the Board shall select annually from among their members the following officers: Chair, Vice Chair, Secretary, and Treasurer. The initial selection shall occur following the adoption of these bylaws and each subsequent selection shall occur on the first meeting of the Board in each fiscal year.

**III. REQUIRED RULES.**

As required by West Virginia Code §31-18E-5, the CLRA establishes the following rules:

(1) *Duties of officers.* The CLRA officers shall have the following duties:

- **Chair.** The Chair shall supervise all business and affairs of the CLRA, and shall be responsible for calling meetings, setting the agenda, presiding at the meetings, and any other duties granted by the CLRA.
- **Vice Chair.** The Vice Chair shall be responsible for all duties of the Chair in the absence of the Chair. In addition, the Vice Chair shall be responsible for coordinating reports during the meeting from the redevelopment division and conservation division of the CLRA.
- **Secretary.** The Secretary shall be responsible for keeping minutes of each meeting and ensuring the meetings comply with the posted agenda.
- **Treasurer.** The Treasurer shall be responsible for providing a financial report at each meeting and coordinate with the City’s Finance Director for all required financial reports.

(2) *Attendance and participation of members at regular and special meetings.* It shall be the responsibility of members to attend and participate as much as possible in all

regular and special meetings. The CLRA recognizes that members have other responsibilities and, therefore, may miss a meeting occasionally. However, with only seven members, it is critical for the business of the CLRA that members attend as much as possible. If a member is absent from three consecutive regular meetings, the CLRA shall discuss removal options pursuant to rule (3), below.

(3) *Removal procedure.* Any member may be removed from their position as an officer by a majority vote of the other members present for failure to comply with any rule. A member of the general public or a member of city council may be removed from the CLRA for failure to comply with any rule by a majority vote of the entire board membership (i.e., four votes are required).

(4) *Conduct.* The CLRA Board members shall conduct themselves in a professional manner both during meetings and outside of meetings. The Board members are subject to the West Virginia Ethics Act, Chapter 6B of the Code of West Virginia. In addition, if any Board member has a conflict of interest with any matter before the Board, it is the duty of the member to recuse themselves from the discussion on that matter.

#### **IV. MEETINGS.**

Regular meetings of the Board shall be held as determined by the Board, but no less frequently than quarterly at such places and times as shall be stated in the notice of the meeting posted on the City of Charleston website with the assistance of the Charleston Clerk's Office.

Special meetings may be called by the Board Chair or shall be called by the Secretary within ten days of a written request signed by the majority of the Board members sent to the Secretary and Clerk of the City of Charleston. Any such written request shall include the agenda for the special meeting. If the Secretary fails to call a meeting within ten days of a lawful written request, the Clerk of the City of Charleston shall notice the meeting. For purposes of these Bylaws, a member's signature may be evidenced by a written signature, a facsimile of a written signature, or an electronic signature.

Notice of meetings shall be provided to all members electronically by the Chair and shall be posted by the Clerk of the City of Charleston in a manner consistent with City Council meeting postings.

#### **V. VOTING.**

Members must be present in person in order to vote. Members may not vote by proxy, but the Mayor, City Manager, and City Attorney are permitted to send a designee to meetings (as authorized by City Code) who shall carry out the responsibilities of their designor.

An action of the board must be approved by the affirmative vote of a majority of the board present and voting, except in the following circumstances where a majority of the entire board membership: (1) Adoption or amendment of these bylaws; (2) Adoption of additional

rules related to Section III of these bylaws; (3) hiring or firing of an employee or contractor of the land reuse agency or delegating that authority to a specified officer or committee of the CLRA; (4) incurring of debt; (5) adoption or amendment of an annual budget; and (6) sale, lease, encumbrance or alienation of real property or personal property with a value of more than \$50,000.

Notwithstanding the preceding paragraph, a resolution to dissolve the CLRA must be approved by two-thirds of the entire board membership.

A member may request a recorded vote on any resolution or action of the CLRA.

## **VI. EXECUTIVE SESSION.**

The Board may be called into Executive Session in the course of any meeting by vote of the majority of those members present, when and as permitted by the West Virginia Open Governmental Proceedings Act. The Executive Session will be limited to Directors and legal counsel, if any, and such persons invited by the motion approved by vote of the majority of those members present to enter executive session.

## **VI. PUBLIC INPUT.**

In addition to the public members of the Board, the residents of Charleston shall have an opportunity to provide written or oral input into all decisions of the CLRA at the regular meetings held by the CLRA. In addition, any employees of the CLRA shall generally be available to answer resident questions and receive input.

The CLRA shall also hold at least two public meetings per year in a Charleston neighborhood where it listens to resident concerns and suggestions without a specific agenda of the CLRA.

## **VII. CONTRACTS AND OTHER BINDING DOCUMENTS.**

In order to make and execute contracts and other instruments necessary or convenient to the exercise of the powers of the CLRA, the document shall be executed by and for the CLRA by the signature of (1) the chair or vice chair of the CLRA; and (2) the secretary or treasurer of the CLRA.

## **VIII. ANNUAL AUDIT.**

The CLRA fiscal year runs with the City of Charleston's fiscal year from July 1 through June 30 of the following year. The CLRA shall annually, within one hundred twenty days after the end of the fiscal year, submit an audit of income and expenditures, together with a report of its activities for the preceding year, to the Charleston City Council and the West Virginia Housing Development Fund.

## IX. ORDER OF BUSINESS.

For regular meetings of the CLRA following the adoption of these bylaws, the order of business shall be as follows (along with any additional information or clarifications made on the posted agenda):

1. Welcome and silent roll call
2. Adoption of minutes of previous meeting
3. Public comment
4. Report of Treasurer, Vice Chair, and Chair
5. Report of Redevelopment Division
6. Report of Conservation Division
7. Unfinished Business
8. New Business
9. Adjournment

## X. COORDINATION WITH OTHER CITY DEPARTMENTS.

The CLRA shall strive to coordinate with other City of Charleston departments, including but not limited to the Planning Department, Building Commission, and Mayor's Office of Community and Economic Development (the directors of which are *non-voting ex officio* members of the CLRA). In addition, the CLRA shall work with City of Charleston departments to assist in coordination and facilitation of other city ordinances, including but not limited to the vacant structures registry, rental registration requirements, and other ordinances regarding property usage.

Where existing and duly adopted comprehensive, community, and economic redevelopment plans exist the CLRA shall strive to incorporate the goals and findings of these reports, where practical and useful to its work.

### Execution

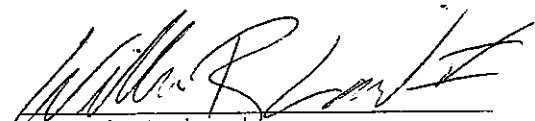
These bylaws are hereby approved and adopted by the Charleston Land Reuse Agency on this 5th day of November, 2019.

Charleston Land Reuse Agency



By: Kevin Baker  
Its: Chair

And



By: William Laird II  
Its: Secretary