

**BYLAWS OF THE ISANTI  
ECONOMIC DEVELOPMENT AUTHORITY  
Amended and Restated January 7, 2020**

**ARTICLE 1 - THE AUTHORITY**

**Section 1. Name of Authority.** The name of the Authority shall be the “City of Isanti Economic Development Authority” (hereinafter the “Authority”), and its governing body shall be called the Board of Commissioners (hereinafter, the “Board”).

**Section 2. Seal of Authority.** The Authority shall have an official seal, as required by Minnesota Statutes, Section 469.096, Subdivision 1. That seal shall be the seal of the City of Isanti Economic Development Authority attached hereto as Exhibit A-1.

**Section 3. Office of Authority.** The principal office of the Authority shall be at Isanti City Hall, 110 First Avenue NW, PO Box 428, Isanti, MN 55040 - 0428.

**ARTICLE 2 - ORGANIZATION**

**Section 1. Officers.** The officers of the Authority shall be a President, Vice President, Secretary, Treasurer. The President, Vice President, Secretary, Treasurer shall be elected each year at the annual meeting. No Commissioner may serve as President and Vice President at the same time. The offices of Secretary and Treasurer need not be held by a Commissioner.

**Section 2. President.** The President shall preside at all meetings of the Board. Except as otherwise authorized by Board resolution, the President and the Executive Director (the Vice President in either officers absence or incapacity) shall sign all contracts, deeds, and other instruments made or executed by the Authority. At each meeting, the President shall submit such recommendations and information as considered proper concerning the business affairs and policies of the Authority.

**Section 3. Vice President.** The Vice President shall perform the duties of the President in the absence or incapacity of the President; and in case of resignation or death of the President, the Vice President shall perform such duties as are imposed on the President until such time as the Board selects a new President.

**Section 4. President Pro-Tem.** In the event of the absence or inability of the President and Vice President to preside at any meeting, the Board may appoint any remaining Commissioner as the President Pro-Tem to preside at such meeting.

**Section 5. Secretary.** The Secretary shall keep or cause to be kept minutes of all Board meetings and shall maintain or cause to be maintained all records of the Authority. The Secretary shall also have such additional duties and responsibilities as the Board may from time to time and by resolution prescribe.

**Section 6. Treasurer.** The Treasurer shall serve as a signatory of the Authority only. The actual books of the Authority shall be maintained by the Finance Department of the City of Isanti.

**Section 7. Executive Director.** The Executive Director shall be designated from time to time by the Authority, shall be the chief appointed executive officer of the Authority, and shall have such additional responsibilities and authority as the Board may from time to time by resolution prescribe. The Executive Director shall serve at the pleasure of the Board.

**Section 8. Advisory Committees.** The Authority may by resolution establish one or more committees which are advisory to the Authority.

**Section 9. Ex-Officio Board Members.** The Authority shall be empowered to appoint up to two Ex-Officio members to the Authority for the purpose of advising the board. Said members shall not have voting rights and shall be appointed annually to one year terms.

**Section 10. Vacancies.** Should an office become vacant for any reason, the Board shall elect a successor from its membership at the next regular meeting, or at a special meeting called for such purpose, and such election shall be for the unexpired term of said officer.

**Section 11. Unexcused Absences.**

Absence by any Commissioner from any three meetings in a twelve (12) month period, unless excused in advance by the Chair, constitutes a vacancy. In the event of any vacancy, the Mayor with the approval of the City Council shall appoint a person to complete the unexpired term"; and

**Section 12. Board Composition.**

The EDA's governing body (Board of Commissioners) shall consist of a total of Seven (7) Commissioners, Five (5) of which shall be members of the City Council. All Commissioners shall be appointed by the Mayor with the approval of the City Council. The terms for those appointed shall be for six-years, except that City Council members shall be appointed annually. A vacancy is created, whenever a sitting member leaves the Board. The EDA has all powers and duties set forth in Section 469.090 to 469.108 of the Act and other law, except as limited by this resolution.

The Board of Commissioners shall be composed of adults 18 years or older that live within the City limits of the City of Isanti; own a business within the City of Isanti; and / or have a significant management role in running a business in the City of Isanti that gives them insight on the role of economic development in the City, overall community and business environment, or shall be members of the City Council of the City of Isanti.

### **ARTICLE 3 - MEETINGS**

**Section 1. Regular Meetings.** The Board shall hold regular meetings immediately following the 1<sup>st</sup> City Council Meeting on the 1<sup>st</sup> Tuesday of every month at Isanti City Hall. In the event that

the 1<sup>st</sup> City Council Meeting of the month is moved due to a conflict (e.g. Election Day or precinct caucuses) the Authority meeting date will move to the same day as the 1<sup>st</sup> City Council Meeting of the month.

**Section 2. Special Meetings.** Special Board meetings may be called by the President, the Executive Director, or any two Board members. The Special Board Meeting shall be posted and/or publish notice of a special meeting as required by law. No other business other than that indicated on the posted notice shall be discussed at a special meeting.

**Section 3. Meeting Cancellation.** In the event of lack of substantial agenda items, the President is given authority to cancel the regular meeting. A minimum of 3 business days written notice to Board Commissioners of the cancelled meeting shall be given.

**Section 3. Annual Meeting.** The annual meeting of the EDA Board shall be the first regular meeting of each year.

**Section 4. Quorum.** A quorum of the Board shall consist of a majority of total members of the board. In the absence of a quorum, no official action may be taken by, on behalf of, or in the name of the Authority.

**Section 5. Adoption of Resolutions.** Resolutions of the Board shall be deemed adopted if approved by not less than a simple majority of all Commissioners present, unless a different requirement for adoption is prescribed by law. Resolutions need not be read aloud prior to a vote taken thereon and final execution upon passage.

**Section 6. Rules of Order.** Board meetings shall be governed by the most recent edition of Robert's Rules of Order.

## **ARTICLE 4 - MISCELLANEOUS**

**Section 1. Fiscal Year.** The fiscal year of the Authority shall coincide with the fiscal year of the City of Isanti.

**Section 2. Treasurer's Bond.** The Secretary and Treasurer shall not be required to be bonded. The City Treasurer and the members of the Finance Department shall be bonded.

**Section 3. Financial Statement.** The Authority's books shall be audited in conjunction with the City of Isanti's annual audit.

**Section 4. Report to the City.** The Authority shall annually meet and report to the Isanti City Council to inform and coordinate regarding the goals of the community.

**Section 5. Budget to City.** The Authority shall annually send its budget to the City Council, whose budget includes a written estimate of the amount of money needed by the Authority from the City in

order for the Authority to conduct business during the upcoming fiscal year. The Authority shall comply with all City budgeting timelines.

**Section 6. Employees.** The Authority may select and recommend for employment to the City Council employees as it may require and determine their duties, qualifications, and compensation in accordance with the budget.

**Section 7. Services.** The Authority may contract for the services of consultants, agents, public accountants, and others as needed to perform its duties and exercise its powers. The Authority may also use the services of the City Attorney or hire a general counsel, as determined by the Authority. These contracts for service must be in accordance with the budget as approved by the City Council.

**Section 8. Supplies, Purchasing, Facilities, and Services.** The Authority may purchase the supplies and materials it needs in accordance with the budget. The Authority may use the facilities of the City's purchasing department. The City may furnish offices, structures, and space, stenographic, clerical, engineering, and other assistance to the Authority.

**Section 9. Expenditures.** The Authority purchases, shall be paid by check, issued by the Finance Department and signed by authorized signatories of the City of Isanti.

Approved by the Isanti Economic Development Authority this 7th day of January 2020

  
Board President

**ATTEST:**

  
Board Secretary