

INTRODUCTION

M.G.L. Chapter 121B allows municipalities, through their Redevelopment Authorities acting as urban renewal agencies, to eliminate and redevelop substandard, decadent or blighted open areas for industrial, commercial, business residential, recreational, educational, hospital or other purposes. With the goals of revitalizing such land uses and encouraging new growth, Redevelopment Authorities have the power to:

- ❖ Establish rehabilitation and design standards;
- ❖ Assemble and dispose of land, including the taking of real estate through eminent domain;
- ❖ Relocate businesses and residents occupying urban renewal sites;
- ❖ Demolish and/or rehabilitate substandard structures;
- ❖ Participate in real estate development and commercial revitalization;
- ❖ Issue bonds, borrow money and invest funds;
- ❖ Receive grants and loans;
- ❖ Accept gifts or requests.

Redevelopment Authorities are particularly effective in large scale and complex redevelopment projects and in land assembly. Redevelopment Authorities are exempt from M.G.L. Chapter 30(b), the Uniform Procurement Act when they are engaged in the development and disposition of real property in accordance with an Urban Renewal Plan. This exemption, coupled with the ability to use eminent domain powers, makes Redevelopment Authorities powerful tools for commercial revitalization, industrial park development, infrastructure improvements, facilities renovation and brownfield site remediation. ***The development and approval of an Urban Renewal Plan by the Department of Housing and Community Development (DHCD) is necessary for a Redevelopment Authority to undertake specific projects.***

A Redevelopment Authority, as an independent body politic and corporate, is not an agency of a municipality and therefore, does not answer directly to the chief executive. This affords the Redevelopment Authority autonomy in planning and implementing redevelopment and revitalization projects. A housing authority may undertake urban renewal projects if there is no Redevelopment Authority in the city or town.

The Stoughton Redevelopment Authority (SRA) was established in 1963 pursuant to a vote of Town Meeting and filing of a Certificate of Organization with the Secretary of the Commonwealth of Massachusetts. The SRA completed a development known as Stoughton Technology Center on a 200-plus acre parcel of land in North Stoughton. The Technology Center consists of commercial, and retail space including BJ's Wholesale Club, Kohl's Department Store, the Reebok Distribution Center and several restaurants as well as a multi-family apartment complex and two (2) office buildings. Its role in the development was to oversee the orderly construction on land in the Technology Center, to increase jobs for Stoughton residents and to increase the Town's inventory of taxable property.

The SRA is currently focused on the Stoughton Downtown Redevelopment Plan (SDRP). The SRA issued a request for proposals for the development a Downtown Plan in April of 2014 and has entered into an agreement with a planning and urban design firm to complete this effort.

ARTICLE I- THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the Stoughton Redevelopment Authority.

Section 2. Seal of Authority. The seal of Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization (1963).

Section 3. Office of Authority. The Office of the Authority shall be located within the Town of Stoughton, Massachusetts

ARTICLE II- THE OFFICERS

Section 1. Officers. The officers of the Authority shall be a Chair, a Vice-Chair, a Treasurer, and an Assistant Treasurer. The Vice-Chair shall also serve as Secretary.

Section 2. Chair. The Chair shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chair shall sign all contracts, deeds and other instruments made by Authority. At each meeting, the Chair shall submit such recommendations and information as he/she may consider proper concerning the business affairs and policies of the Authority.

Section 3. Vice-Chair. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair, and in case of a vacancy in the office of the Chair. The Vice-Chair shall also serve as Secretary.

Section 4. Treasurer and Assistant Treasurer. The Treasurer shall sign all orders and checks for the payment of money and shall pay out and disburse such monies under the direction of the Authority except as otherwise authorized by resolution of the Authority. The Authority may by resolution designate one or more members to sign such orders and checks, and may from time to time qualify, change or cancel any such designation. The Treasurer shall provide financial updates to the Authority on a monthly basis including a report of the Authority's Investment Portfolio at least once per quarter. The Assistant Treasurer shall perform the duties of the Treasurer in the absence or incapacity of the Treasurer and in case of vacancy in the office of the Treasurer. Any member elected to the office of the Treasurer or Assistant Treasurer shall serve without compensation other than payment for necessary expenses.

Section 5. Executive Director. (If Applicable)

The Executive Director of the Authority shall be the ex-officio Secretary, and shall have general supervision over the administration of its business and affairs, subject to the direction of the Authority. He shall have care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. He shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority, at each regular meeting, or oftener when requested, an account of his transactions and also the financial condition of the Authority.

The Authority shall determine the compensation of the Executive Director. The Executive Director shall give bond for the faithful performance of his/her duties, but a member of the Authority serving as Executive Director in a temporary capacity shall serve without compensation other than the payment of necessary expenses.

Section 6. Secretary. The Secretary shall keep the records of the Authority, shall act as Secretary of the meetings of the Authority and record all votes, and shall keep record of the proceedings of the Authority in a minutes book to be kept for such purpose (documents and supplementary material forming a part of the minutes may be kept in a supplementary document book), and shall perform all duties incident to his/her office. He/She shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

At any regular or special meeting in the absence of the Secretary, a Secretary pro tempore may be appointed from among the members of the Authority who shall serve without compensation other than the payment of necessary expenses.

Section 7. Duties of Members. The members of the Authority shall perform such duties as are incumbent upon them by reason of their election to any office and shall perform such other duties and functions as may from time to time be required by the Authority or the By-Laws, or which may arise by reason of their appointment to serve on committees functioning within the Authority or in cooperation with other persons or groups.

Section 8. Election or Appointment. The Chairman, Vice-Chairman, Treasurer, and Assistant Treasurer shall be elected at the annual meeting of the Authority from among the members of the Authority, and shall hold office for one year or until their successors are elected and qualified. The Authority shall appoint one person to fill the office of Executive Director and Secretary. Any persons appointed to fill the office of Executive Director, or any vacancies therein shall have such terms as the Authority fixes, but no member of the Authority shall be eligible to this office except as a temporary appointee.

Section 9. Vacancies. Should the office of the Chairman, Vice-Chairman, Treasurer or Assistant Treasurer become vacant, the Authority shall elect a successor from its membership at the next meeting, and such election shall be for the unexpired terms of said office.

In the event of an elected member resigning, passing away or leaving for any reason, the remaining members of the Authority, jointly with the Stoughton Board of Selectmen will advertise the vacancy via newspaper, community bulletin board or public access TV for a period of time as needed; and then vote to appoint a suitable replacement to finish the term remaining.

Section 10. Additional Personnel. The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authority Law of the Commonwealth of Massachusetts, as amended, and all other laws of the Commonwealth of Massachusetts, applicable thereto.

ARTICLE III - MEETINGS

Section 1. General Provisions. The annual meeting and regular meetings of the Authority shall be held at such time and place as may be originally designated or subsequently changed by resolution adopted by the Authority at any regular or special meeting. A notice of every meeting held by the Authority is to be filed with the Town Clerk of the town. The notice or a copy of the notice must be publicly posted in the office of the Town Clerk, or principal official location, at least 48 hours (excluding Saturdays and Sundays) before the meeting. The public notice shall state the date, time, place and agenda for the meeting.

Section 2. Annual Meeting. The Annual Meeting of the Authority shall be held for the purpose of electing officers or for the conduct of such other business as may come before the meeting. The Annual Meeting shall be the first meeting after the annual Town election at which members are elected.

Section 3. Regular Meetings. Regular meetings of the Authority, as voted in the resolutions, shall be held at least once in each calendar quarter, or as needed for the transaction of business of the Authority.

Section 4. Special Meetings. The Chair, or Vice-Chair of the Authority may when he/she deems it expedient, and shall upon the written request of two Members of the Authority, call a special meeting of the Authority for the purpose of transacting any business in the call. The call for a special meeting may be delivered to any Member of the Authority or may be mailed to his/her business or home address at least two days prior to the date of such special meetings. At such special meeting, no business shall be considered other than as designated in the notice.

Section 5. Quorum. The powers of the Authority shall be vested in the members thereof in office from time to time. Three Members shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes.

Section 6. Order of Business. At the regular meetings of the Authority, the following shall be the order of business:

1. Call to Order
2. Review and approval of the minutes of the previous regular meeting(s)
3. Treasurer's Report
4. Review of Action Items
5. Bills and correspondence
6. Reports of Committees / Projects
7. Old Business
8. New Business
9. Adjournment

All resolutions shall be recorded and copies shall be kept in a minutes book of the Authority.

Stoughton Redevelopment Authority
By-Laws Revised September 2014

Section 7. Manner of Voting. All decisions of the Authority shall be presented in the form of motions or resolutions. The vote on all resolutions shall be recorded in the minutes of the meeting. For all resolutions, the ayes and nays shall be recorded.

ARTICLE IV- AMENDMENTS

Section 1. Amendments to By-Laws. The by-laws of the Authority shall be amended only by resolution adopted by the affirmative vote of at least three Members of the Authority at a regular or special meeting, held after seven days notice in writing of the substance of the proposed amendments shall have been sent to each Member.

ARTICLE V- ANNUAL REVIEW

Section 1. Annual Review. The Authority shall conduct an annual review of its financial statements, which shall be filed with the Massachusetts Department of Housing and Community Development no later than 90 days after the close of the Authority's fiscal year, which shall end on December 31st.

ARTICLE VI - PARLIMENTARY AUTHORITY

Section 1. Roberts Rules of Order a.k.a. as RONR (11th edition) to be continually updated.