

**BY-LAWS OF THE SUCCESSOR AGENCY COMMISSION
AND SUCCESSOR AGENCY TO
THE REDEVELOPMENT AGENCY
OF THE
CITY AND COUNTY OF SAN FRANCISCO**



Amended February 19, 2013 (Resolution No. 1-2013)

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ARTICLE I – THE AGENCY

Section 1. Name. The official name of the Agency shall be “Successor Agency to the Redevelopment Agency of the County of San Francisco”, which name in usage may be the "Office of Community Investment and Infrastructure". The official name of the Commission of the agency is the Successor Agency Commission, which name in usage may be the “Commission on Community Investment and Infrastructure.”

Section 2. Office and Place of Meeting. The main office of the Agency and Commission shall be at 1 South Van Ness Avenue, 5th Floor, San Francisco, or at such other location as may be designated in a Resolution of the Agency from time to time. The Commission may hold its meetings at such places as may be designated by the Chair of the Commission, who is also, and is hereinafter called, the “President”. Commission agendas, minutes, staff reports and explanatory documents are available to the public and are posted on the Commission website at www.sfgov.org/sfra.

Section 3. Powers. Please refer City and County of San Francisco Ordinance 215-12 (file number 120898, enacted on November 3, 2012 as an ordinance of the Successor Agency).

Section 4. Compensation. Members of the Commission shall receive no compensation or reimbursement for expenses.

ARTICLE II - OFFICERS

Section 21. Officers. Officers of the Commission shall be the President, Vice-President, and Secretary, and officers of the Agency shall be the Treasurer, Executive Director, and

Senior Deputy Executive Director. Only the President and Vice-President are elected by the Members; the others are appointed by the Members.

Section 22. Additional Officers and Assistant Officers. The Commission may, by resolution, appoint such additional officers or assistant officers, establishing such terms of office and defining such duties therefore as the Commission may determine necessary or desirable.

Section 23. President. The President of the Commission shall be elected by the Commission from among its Members. The President of the Commission shall also be the Chair of the Commission, with all of the powers and duties of such position; and may use the title of Chair, separately or together with the title of President, whenever necessary or appropriate to do so. The term of office shall be for the calendar year as described in Section 27 of these By-Laws. The President shall preside at all meetings of the Commission, and shall submit such information and recommendations to the Commission or Agency as he or she may consider proper concerning the business, policies, and affairs of the Agency.

Section 23A. Vice-President. The Vice-President shall be elected by the Commission from among its Members for a term of office of one calendar year as described in Section 27 of these By-Laws, provided, however, that he or she shall serve until a successor has been elected. The Vice-President shall perform the duties of the President in the absence or incapacity of the President. In case of the resignation or incapacitation of the President, the Vice-President shall perform such duties as are imposed on the President, until such time as the Members shall elect a new President.

In the absence of the President and Vice-President, the Members shall select a Member present as temporary President for the purpose of conducting meetings and performing the duties of the President. In the event that a President has not been elected at the last meeting in December, the member whose term as President just ended shall serve as Temporary President until a successor has been elected. In the event that a Vice-President has not been elected at the last meeting in December, the member whose term as President just ended shall serve as Temporary Vice-President until a successor has been elected.

Section 23B. Secretary. The Secretary shall be appointed by the Members and shall serve at their pleasure. The Secretary 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 shall also maintain a record of all resolutions and ordinances of the Board of Supervisors of the City and County of San Francisco relevant to the Agency. In the absence of the Secretary, the Executive Director may appoint a member of the staff to act as Secretary. The Secretary shall also perform such other duties as the Executive Director shall determine and assign.

Section 23C. Treasurer. The Treasurer may be appointed by the Members and shall serve at their pleasure. The Treasurer shall have the care and custody of all funds of the Agency and shall deposit them in the name of the Agency in such bank or banks as the Agency may select.

Section 23D. Executive Director. The Executive Director shall be appointed by the members and shall serve at their pleasure as the Chief Executive of the Agency. The Executive Director shall assist the Members in the development of policy and shall be charged with effectively and responsibly administering such policy and the business and activities of the Agency, including the formulation and execution of the remaining redevelopment program for the City and County of San Francisco consistent with Redevelopment Dissolution Law (Assembly Bills No. 1X 26 (Chapter 5, Statutes 2011-12, First Extraordinary Session) and No. 1484 (Chapter 26, Statutes of 2011-12), as they may be further amended). The Executive Director shall also be the Assistant Treasurer of the Agency.

The Executive Director may delegate such duties assigned to the position of Executive Director to Agency staff, as he or she deems appropriate. In the absence or incapacity of the Executive Director and the Senior Deputy Executive Director, the Executive Director may appoint a member of the staff to act as Executive Director.

Section 23E. Senior Deputy Executive Director. The Senior Deputy Executive Director may be appointed by the Members and shall serve at their pleasure. The Senior Deputy Executive Director shall be responsible to the Executive Director and shall execute for the Executive Director at his or her request any duties assigned to the position of Executive Director or as Assistant Treasurer in the administration of the Agency's affairs, including but not limited to project planning and execution, general administration, care and custody of funds, personnel supervision and related duties.

The Senior Deputy Executive Director shall serve as Acting Executive Director and as Acting Assistant Treasurer in the absence or incapacity of the Executive Director, and in so doing shall be vested with all the authority and responsibilities of the Executive Director and Assistant Treasurer.

Section 24. Additional Duties. The officers of the Agency shall perform such other duties and functions as may from time to time be required by the Members, these By-Laws, or rules and regulations of the Agency.

Section 25. Vacancies. Should the office of President or Vice-President become vacant, the Members shall elect a successor from among its Members at the next regular meeting of the Commission, and such election shall be for the unexpired term of said office. Should any other office become vacant, the Members may either appoint a successor within a reasonable time or allow such office to remain vacant for a definite or indefinite period of time.

Section 26. Additional Personnel. The Commission or Agency may from time to time appoint or employ such permanent and temporary agents, officers, counsel and employees as it deems necessary to exercise its powers, duties, and functions as prescribed by statute, and determine their qualifications, duties, and compensation subject to statutory limitations and the availability of funds.

Section 27. Election of President and Vice-President. The President and Vice- President shall be elected at the last regular meeting in December or at a special December meeting called for that purpose for one year-terms to be served during the next calendar year. In the

event that such officers are not elected in December, their election shall be held at any meeting of the Commission, regular or special, held during the following months of January or February, for terms to be served during the remaining period of the calendar year. Until such election is held, an interim President and Vice-President may be elected to hold office until the regular election in January or February.

ARTICLE III – MEETINGS

Section 31. Regular Meeting. Regular meetings of the Commission shall be held at City Hall, 1 Dr. Carlton B. Goodlett Place (Room 416), promptly at 1:00 p.m. on the first and third Tuesday of each month, except legal holidays; provided, however, from time to time the President may designate alternate locations or earlier or later starting times for specific meetings.

Section 32. Special Meetings. Special meetings of the Commission may be called for any time and place by the President or in the absence or incapacity of the President, by the Vice-President, or by a majority of the Members by delivering personally or by mail, written notice to each Member of the Commission and to each local newspaper of general circulation, radio or television station requesting such notice in writing. Such notice must be delivered personally or by mail, which may include electronic mail, and must be received at least 24 hours before the time of such meeting as specified in the notice. The order shall specify the time and place of the special meeting and the business to be transacted. No other business shall be considered at such meetings by the Commission.

Section 33. Attendance. All meetings of the Commission shall be open and public and all persons shall be permitted to attend any meetings of the Commission, except that Closed Sessions may be held and conducted as provided by law.

Section 34. Quorum. Three Members shall constitute a quorum for the purpose of conducting business and exercising powers and for all other official purposes.

Section 35. Voting. Every official act of the Commission shall be adopted by a majority vote of the Members. A “majority vote” shall mean a majority of all Members present when a quorum is present.

Section 36. Order of Business. At regular meetings of the Commission the following shall be included in the order of business, and the specific call of such order shall be set by the presiding Member with the concurrence of a majority of the Members present (when a quorum is present):

1. Recognition of a Quorum
2. Announcements
3. Report on actions taken at previous Closed Session meeting,
if any
4. Matters of Unfinished Business
5. Matters of New Business
6. Public Comment on Non-Agenda Items
7. Report of the President
8. Report of the Executive Director
9. Commissioners’ Questions and Matters

10. Closed Session

11. Adjournment

At special meetings the order of business shall be as set forth in the notice of special meeting.

Section 37. Parliamentary Procedure. The rules of parliamentary procedure set forth in Robert's Rules of Order, revised, shall govern all meetings of the Commission, except as otherwise herein provided.

Section 38. Standards of Conduct for Commission Meetings.

a. Roles.

Commissioners shall respect the appropriate roles of the Commission, Executive Director, and Agency staff.

b. Length of Agenda.

The President, Vice President and Executive Director make every effort to establish a balanced meeting agenda of four (4) hours maximum duration for all Commission meetings.

ARTICLE IV – AMENDMENTS

Section 41. Amendments to By-Laws. These By-Laws may be amended by the Members at any regular or special meeting by majority vote, provided that the proposed amendment to any particular section is included in the notice of such meeting.