

**BY-LAWS  
MERRITT ISLAND REDEVELOPMENT AGENCY**

**ARTICLE I. CREATION**

Section 1. The Merritt Island Redevelopment Agency (hereinafter referred to as the “Agency”) was established by the Brevard County Board of County Commissioners (hereinafter referred to as the “County Commission”) by Brevard County Ordinance No. 88-37, adopted by on October 4, 1988, and later amended by Ordinance 88-43, adopted November 15, 1988; and Ordinance 91-39, adopted December 9, 1991. The Agency was created in accordance with the provisions of the Florida Community Redevelopment Act, Chapter 163, Part III, Florida Statutes. Brevard County (hereinafter referred to as “County”) also appointed a seven (7)-member board of commissioners, hereinafter referred to as the “Board of Directors;” adopted the Merritt Island Redevelopment Plan; and established the Redevelopment Trust Fund for program implementation.

Section 2. Documented legal authorities for and of the Agency are contained in (a) Community Redevelopment Act, Chapter 163, Part III, Florida Statutes; (b) Brevard County Ordinance 88-37, as amended by 88-43 and 91-39; and Ordinance 2014-21 and 2014-22.

Section 3. The Agency, as defined in Article III, is bound by Federal, State, and County laws, ordinances, and procedures governing such appointed organizations.

Section 4. The Agency shall maintain a public office on Merritt Island.

**ARTICLE II. MISSION**

The Agency’s purpose is to create and manage community-based redevelopment strategies in compliance with Section 163.340 (9) Florida Statutes. The Agency’s Mission Statement is "To create and implement community-based redevelopment strategies ensuring quality growth and economic development, preserving our history and our culture, and which protect the natural environment, thereby improving the quality of life for Merritt Island residents, businesses, and its visitors."

The Agency will accomplish this mission through creating and implementing the Merritt Island Redevelopment Plan as adopted and amended by the County Commission. The Plan sets forth the objectives of the redevelopment program and describes the Agency’s purpose, authority, financial mechanisms, and public improvement projects.

The Agency is primarily funded through and responsible for administering, the Redevelopment Trust Fund, in accordance with Brevard County Ordinance No. 91-40.

### **ARTICLE III. AGENCY COMPOSITION**

The Agency consists of a Board of Directors, an Executive Officer, a Community Redevelopment Manager, and such committee and administrative staff, as it may appoint from time to time.

#### **Section 1. Board of Directors**

a. Composition – In accordance with the requirements of section 163.356, Florida Statutes, and Brevard County Ordinance No. 88-43, the Agency Board of Directors consists of seven (7) members.

b. Responsibilities – The Board of Directors is responsible for major policy decisions pertaining to the various aspects of the Redevelopment Plan; submitting the Agency’s budget to the County Commission for approval; prioritizing Agency projects and programs; and, authorizing financing projects, such as grant applications, execution of contracts, and other program decisions, including recommendations to the County Commission for modification of the Redevelopment Plan or termination of the Agency. The Board of Directors may employ a full or part-time Executive Officer, technical experts, consultants and such other agents and employees, permanent and temporary, as it requires, and determine their qualifications, duties, and compensation. The Board of Directors shall also conduct a monthly review of the on-going projects as they relate to the goals and objectives of the Agency’s Board, and an annual performance review of the Executive Officer. For the purposes of this section, the reviewing authority of the Executive Officer’s performance shall include the County Manager, or designee.

c. Terms of Office – The term length for a member of the Board of Directors is four (4) years, except that the first three (3) members initially appointed to the Board of Directors were designated to serve terms of one (1), two (2), and three (3) years from the date of their respective appointments. Thereafter, the term length for all members of the Board of Directors is four (4) years. As provided by Florida Statute, the County Commission may fill a vacancy occurring during a term for the duration of that unexpired term. The terms of office began upon adoption of Brevard County Ordinance 88-43, on November 15, 1988. In any event, the terms of offices and conditions for successive terms are governed by State and County policies. Board Members are expected to attend every meeting.

d. Eligibility – The Agency has needs for professional, technical, and community expertise on its Board. As provided by Florida Statute 163.356, the County Commission may appoint any person as a member of the Board of Directors if he/she resides, or is engaged in business, which means owning a business, practicing a profession, or performing a service for compensation on Merritt Island, and is otherwise eligible for such appointment.

e. Chairperson, Vice Chairperson – As provided by Florida Statute, the Board of Directors will provide recommendations, and the County Commission will appoint, a

Chairperson and Vice Chairperson from among the Board’s members. Unless otherwise directed, the Chair and Vice-Chair will serve a term of two (2) years with no term limit. The Chairperson shall conduct and preside over all meetings of the Agency in accordance with the rules and procedures established by the Agency. The Chairperson will also represent the Agency at meetings and public functions deemed appropriate by the Board of Directors. If the Chairperson is absent, the Vice Chairperson shall preside over Agency meetings and functions.

f. Ethics Training. Pursuant to State Law, all Board Members must complete 4 hours of ethics training each calendar year which addresses, at a minimum, s. 8, Art. II of the State Constitution, the Code of Ethics for Public Officers, and Employees, and the public records and public meetings laws of this state. This requirement may be satisfied by completion of a continuing legal education class or other continuing professional education class, seminar, or presentation if the required subjects are covered at meetings and public functions deemed appropriate by the Board of Directors. If the Chairperson is absent, the Vice Chairperson shall preside over Agency meetings and functions.

Section 2. Executive Officer

a. Appointment – In accord with existing Interlocal Agreement procedures, upon request of the Board of Directors, Brevard County Human Resources shall use standard County procedures to advertise for an Executive Officer for the Agency. The Board of Directors shall determine whether the Executive Officer should be a full time or part time position and the applicable compensation. The Board of Directors may review the current job description and make changes to accommodate the Agency mission. The Board of Directors has the authority to conduct all interviews and select a recommended candidate for hire for Agency funded position. All hiring recommendations shall be submitted to the County Manager for final hiring approval.

b. Responsibilities – The Executive Officer shall serve as the Chief Executive Officer of the Agency and is responsible for performing and/or directing the continuing functions necessary to implement the policies and achieve the goals of the Board of Directors. The Executive Officer shall report to, and coordinate with, and be under the direct supervision in performance of his/her duties and responsibilities, of the Board of Directors, and the County Manager in accordance with the Interlocal Agreement. The Executive Officer:

- i. Directs, coordinates, and supervises the planning, development, implementation, and evaluation of the specific elements of the Agency’s work program.
- ii. Facilitates the accomplishment of the goals of the Agency by providing, obtaining, or coordinating a variety of management information services.
- iii. Supervises the gathering of factual and statistical information used in the preparation of budgetary requests relative to the operation of the Agency.

- iv. Makes staffing recommendations to the Board, manages staff, conducts annual performance evaluations, and determines compensation and employment status of all staff in accordance with the goals of the Agency.
- v. Investigates various sources of financial assistance and prepares necessary grant applications. Prepares financial and budgetary requests for present and proposed programs. Represents the Agency as liaison for federal, state, and local aid for redevelopment programs.
- vi. Prepares recommendations and coordinates with all County Departments and staff for changes in codes, development plans, land development regulations, and zoning ordinances.
- vii. Consults periodically with and provides written status reports to the County Commission and to County Administration regarding the progress of the Agency.
- viii. Consults with and advises citizens, landowners, realtors, developers, and other persons having an interest in land use or the development of land within the Redevelopment area in accordance with State law, County Ordinances, and other requirements established by the Agency.
- ix. Development and implementation of an Agency Communications and Outreach Strategy.
- x. Compliance with reporting procedures to the State of Florida Department of Economic opportunity or its equivalent charged with monitoring CRA accountability statewide.
- xi. Monitoring and reporting on the progress for Community Redevelopment Plan Implementation.
- xii. Overseeing the Redevelopment Plan update process.
- xiii. Execution of Contracts and Documents approved by the Board.

Section 3. Task Force and Committees

- a) Task Forces: The Chair of the Board may from time to time create an ad hoc task force and select task force member to address specific issues related to the Redevelopment Plan and or Mission of the Agency. A task force shall be appointed to investigate and report back to the Board of Directors on a specific issue and, upon completion of the task, shall be disbanded. The Chair shall also be the Chairperson for the Task Force. The Chair may appoint a task force member to be the Chairperson of the Task Force, with Board approval. Task Force Members, or the Chair are not required to be Board Members. Each Task Force will include a minimum of one member of the Board of Directors. More than one member of the Board of Directors may be appointed to a Task Force as long as all Task Force meetings are held as Public Meetings, with Public Notice.

- b) Committees: A committee of the Agency may be appointed at the discretion of the Board of Directors for a specific purpose requiring a long- term effort for the Board of Directors. Each committee shall include one (1) member of the Board of Directors. A Board Member shall be appointed to serve as the committee’s chair. Committee members are not required to be Board Members other than the Chairperson. Committees shall serve in an advisory capacity, whose members shall have an equal vote in committee matters. The chair of the committee shall be bound by the recommendations of the committee when reporting such to the Board of Directors of the Agency. More than one member of the Board of Directors may be appointed to a committee, as long as all committee meetings are held as Public Meetings, with Public Notice.
  
- c) Liaisons: A Liaison may be appointed by the Board, to serve in the capacity of working with the Executive Director and Staff on a particular project, project aspect, program, task, or area of need. A Liaison’s appointment will end, when the assignment has been completed, or the project, project aspect, program, task, or area of need, is no long necessary, or applicable.

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

Section 1. General. The Agency Board of Directors shall hold public meetings on a regular schedule in a public building when one is available. On the Board’s approval, the Executive Officer will file annually a schedule of its regular meetings for the year with the Brevard County, Board of County Commissioners Clerk to the Board. The schedule will include the date, time, and location of the scheduled meetings. Special Board of Directors meetings may be called by the Chair, the Vice Chair, or upon request of two (2) or more members of the Board of Directors in the absence of the Chair and Vice Chair. All members of the Board of Directors will be notified at least forty-eight (48) hours in advance of the meeting. A majority shall constitute a quorum of the Board of Directors for purposes of conducting business. Each member of the Board of Directors has one (1) vote. Decisions shall be made by a majority vote of members present.

A physically present quorum of the Board may vote to allow participation of an absent member by electronic means when such absence is due to extraordinary circumstances such as illness or similar unavoidable occurrence. The Board may determine such participation at the beginning of the meeting, considering the need for the member’s evaluation of exhibits or evidence in person.

Section 2. Agenda. The Executive Officer shall consult with the Chair, and Staff, in preparation of an agenda for each Board meeting. Any Board member may request that an item be placed on the agenda.

Section 3. Rules of Procedures. Meetings of the Board of Directors will be conducted in a manner to permit the greatest possible participation by all members and the interested public. Roberts Rules of Order or other such rules as determined by the Board of

Directors shall govern meetings, unless waived. Failure to strictly adhere to Roberts Rules of Order shall not invalidate any decision of the Board.

Section 4. Minutes. Written minutes shall be kept of each Board of Directors meeting except that detailed written minutes need not be taken if a recording is made of a meeting. In either case, a written summary of each meeting shall be provided to the Board members, three (3) days prior to the scheduled meeting when the minutes will be presented on the agenda for review and acceptance. Such written summary shall show whether members of the Board of Directors are present or absent; other persons in attendance; the items of discussion; the names of Board members who make and second motions, and the dispositions of said motions; other major action taken at such meetings; and items presented during public participation periods. The minutes shall be open to public records inspection.

Section 5. Notice to Public. Agency Staff shall coordinate public notices with the County for publication as feasible. By Statute, a meeting schedule will be published in the legal notices or classified advertising section of a newspaper of general paid circulation that is published five days a week either quarterly, semi-annually, or annually. Additionally, it is sufficient to give reasonable notices of other meetings in accordance with the Florida Sunshine Law with forty-eight (48) hours written notice. The meeting agenda shall be made available to the public online with the notice of the meeting. The annual meeting notice shall include a statement that if a person decides to appeal any board decision with respect to any matter considered at the meeting, he or she will need a record of the proceeding, and that, for such purpose, he or she may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

## **ARTICLE V. FINANCIAL MATTERS**

Section 1. General. As provided by Sec. 163.387, Florida Statutes, the Agency is responsible for administering the Redevelopment Trust Fund established by Brevard County Ordinance No. 89-28 (amended by No. 2014-22).

Section 2. Revenues. Revenues are derived on the basis of the tax increment formula described in Sec. 163.387, Florida Statutes. Sec. 163.320, Florida Statutes, also authorizes the Agency to apply for and accept advances, loans, grants, contributions, and any other form of financial assistance from the Federal government, State government, County government, other public body, or from any sources, public or private, to carry out the objectives of the Redevelopment Plan.

Section 3. Pursuant to Florida Statute 163.387(8), the Agency will provide an audit of the trust fund for each fiscal year, the report to be prepared by an independent certified public accountant or firm. Such report shall describe the amount and source of deposits into, and the amount and purpose of withdrawals from, the trust fund during such fiscal year and the amount of principal and interest paid during such year on any indebtedness to which increment revenues are pledged and the remaining amount of such indebtedness. The Agency shall provide by registered mail a copy of the report to each taxing

authority. Agency staff will coordinate with Brevard County to be included in the County's audit process, as feasible for the County. If the Agency financials are included and published as a component part of the County's audit, the Agency will have met the purposes of this Section.

Section 4. Pursuant to Florida Statute 163.356(3) (c), on or before March 31 of each year, the Agency will file with the County Commission, a report of its activities for the preceding fiscal year, which report shall include a complete financial statement setting forth its assets, liabilities, income, and operating expenses as of the end of such fiscal year. At the time of filing the report, the agency shall publish in a newspaper of general circulation in the community a notice to the effect that such report has been filed with the county and that the report is available for inspection during business hours in the office of the clerk of court, and in the Agency office. Agency staff will coordinate with Brevard County to be included in the County's report process, as feasible for the County.

Section 5: Pursuant to Florida Statute 189.016(9), the Agency will cooperate with the County in complying with the financial reporting requirements of sections 218.32 and 218.39, Florida Statutes.

Section 6. The Executive Officer will ensure the tentative budget for the Agency is posted on the Agency's website at least two days before any applicable budget hearing, and it will remain on the Agency's website for 45 days. The Executive Officer will ensure the adopted Agency budget is posted on the Agency website within 30 days of adoption and will retain the budget on the website for two years.

## **ARTICLE VI. CONTRACTS WITH THIRD PARTIES**

Section 1. Contract specifications and procurement of services shall be conducted and entered into in accordance with the County's standard procurement and contracting policies.

Section 2. Pursuant to Section 163.358, Florida Statutes, MIRA has the Authority to enter into contracts under Section 163.370 (2) (a), Florida Statutes which was delegated to MIRA by the Brevard County Board of County Commissioners (BCBOCC) through Ordinance 2014-21, Section 2. MIRA Procurement Procedures shall align with County procedures as follows:

\$0- \$999.99 - Approvals may be approved by Executive Officer; Purchasing Card may be utilized, with no mandatory quotation or bid requirements. Executive Officer can write specifications, shop around, and administer.

\$1,000 to \$5,000 Informal competitive quotes in writing, can be authorized by Executive Officer; Executive Officer can write specifications, obtain three informal quotes, (per county policy) approve, and administer.

\$5,000 to \$14,999 Informal competitive quotes in writing, can be authorized by

Executive Officer with approval of Board Chairman; Executive Officer can write specifications, obtain three informal quotes, approve, and administer.

\$15,000-\$24,999 Formal Quotes must be issued through Procurement Office; and can be authorized by Executive Officer; Executive Officer can write specifications, work with Procurement Office to obtain formal quotes. MIRA Board must approve contract, and Executive Director administers.

\$25,000-\$50,000 Formal Quotes must be issued through Procurement Office and must be approved by the MIRA Board; Executive Officer can write specifications, work with Procurement Office to obtain proposals and quotes. MIRA Board must approve contract, and Executive Director administers.

\$50,000 - \$99,999 Formal Bids/RFP/RFQ only issued through Procurement Office and must be approved by the MIRA Board; Executive Officer can write specifications, work with Procurement Office to obtain proposals and quotes. MIRA Board must approve contract, and Executive Director administers.

\$100,000 or greater Formal Bids/RFP/RFQ only issued through Procurement Office and must be approved by the MIRA Board Executive Officer can write specifications, work with Procurement Office to obtain proposals and quotes. MIRA Board must approve contract, and Executive Director administers.

Section 3. Contract Compliance. The Executive Officer shall be responsible for overseeing contract compliance by the contracting person or entity and making appropriate reports and recommendations to the Board of Directors on a regular basis.

Section 4. Communications with Contractors. The Executive Officer shall act as liaison for the Agency to such contracting persons or entities.

Section 3. Contract Compliance. The Executive Officer shall be responsible for overseeing contract compliance by the contracting person or entity and making appropriate reports and recommendations to the Board of Directors on a regular basis.

Section 4. Communications with Contractors. The Executive Officer shall act as liaison for the Agency to such contracting persons or entities.

## **ARTICLE VII. REVIEW AND AMENDMENT PROCEDURES**

The Board of Directors shall review the Bylaws every two (2) years. The Bylaws may be amended by affirmative votes of five (5) members of the Board of Directors providing that: 1) thirty (30) days written notice of any substantive proposed amendment change has been forwarded to each member of the Board of Directors for consideration or 2) the proposed substantive amendments were presented and discussed at the previous monthly meeting of the Board of Directors.