



**Economic Development Authority Meeting Agenda
January 23, 2019 | 7:10 p.m.
Woodbury City Hall, Council Chambers**

Please note that all agenda times are estimates.

7:10 p.m. 1. Call to Order

7:11 p.m. 2. Roll Call

7:12 p.m. 3. Consent Agenda

All items listed under the consent agenda are considered to be routine by the EDA Board and will be enacted by one motion and an affirmative vote by roll call of a majority of the members present. There will be no separate discussion of these items unless a Commissioner or citizen so requests, in which event, the items will be removed from the consent agenda and considered a separate subject of discussion by the Board.

A. Approval of Minutes, December 12, 2018 EDA Meeting

B. 2019 EDA Annual Meeting 19-01

Staff recommends EDA adopt **EDA Resolution 19-01** appointing EDA officers and adopting 2019 regular meeting schedule.

C. Designating Depository of Public Funds 19-02

Staff recommends EDA adopt a motion designating CorTrust Bank as the EDA's depository of public funds for the year 2019.

7:15 p.m. 4. Adjournment

The City of Woodbury EDA is subject to Title II of the Americans with Disabilities Act which prohibits discrimination on the basis of disability by public entities. The EDA is committed to full implementation of the Act to our services, programs, and activities. Information regarding the provision of the Americans with Disabilities Act is available from the Executive Director's office at 651-714-3523. Auxiliary aids for disabled persons are available upon request at least 72 hours in advance of an event. Please call the ADA Coordinator, Clinton P. Gridley at 651-714-3523 (TDD 714-3568) to make arrangements.

**Minutes
Woodbury Economic Development Authority
Wednesday, December 12, 2018**

3A

Pursuant to the due call and notice thereof, a regular meeting was duly held at the Woodbury City Hall, 8301 Valley Creek Road, on the 12th day of December 2018.

Call to Order

President Mary Giuliani Stephens called the meeting to order at 7:00 p.m.

Roll Call

Upon roll call the following were present: President Mary Giuliani Stephens, Andrea Date, Amy Scoggins, Julie Ohs, and Christopher Burns. Absent: None

Others Present: Dwight Picha, EDA Secretary; Mark Vierling, City Attorney; Mr. Clinton Gridley, Executive Director; and Karl Batalden, Housing and Economic Development Coordinator

Approval of May 23, 2018 EDA Meeting Minutes

Ms. Date moved, seconded by Ms. Ohs, to approve the May 23, 2018 EDA Meeting Minutes

Voting in Favor: Scoggins, Date, Ohs, Burns, Stephens

Absent: None

Approval of the 2019 EDA Budget

Mr. Karl Batalden, Housing & Economic Development Coordinator explained that consistent with the City Council Budget Workshop of September 12, 2018, staff has proposed a 2019 EDA Budget.

Expenditures

- \$50,000 – consulting and project implementation
- \$25,000 – marketing
- \$3,100 – administration

Revenue Sources

- \$58,500 – fund balance
- \$19,400 – investment income
- \$200 – LMCIT dividends

Staff recommended approval of this request.

Ms. Scoggins moved, seconded by Ms. Ohs,

To adopt the following resolution

Resolution 18-03

Resolution of the Economic Development Authority of the City of Woodbury, Washington County, Minnesota adopting the 2019 Economic Development Authority Budget

President Stephens moved, seconded by Ms. Ohs, to approve the Consent Agenda items.

Voting via voice:

Amy Scoggins – aye
Julie Ohs – aye
Christopher Burns - aye

Minutes
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Andrea Date – aye
President Mary Stephens – aye

Adjournment

There being no further items to be brought before the EDA; President Stephens adjourned the meeting at 7:02 p.m.

Anne W. Burt, EDA President

Approved by the Woodbury Economic Development Authority on _____.

DRAFT

**City of Woodbury, Minnesota
Office of the EDA Executive Director**

EDA Letter 19-01

January 23, 2019

To: The Honorable President and Commissioners of the EDA

From: Clinton P. Gridley, EDA Executive Director

Subject: 2019 EDA Annual Meeting

Summary

Per the by-laws of the EDA, it is necessary to hold an annual meeting of the EDA on the fourth Wednesday of January. At this annual meeting, the EDA commissioners shall appoint the officers and adopt a meeting calendar for the year and may amend the by-laws as seen fit.

While no changes are proposed to the by-laws, they are attached for reference.

Recommendation

Staff recommends the EDA adopt the attached **EDA Resolution 19-01** appointing 2019 officers and adopting the 2019 EDA meeting schedule.

Budget Impact

This item has no impact upon the 2019 EDA Budget.

Background

The Woodbury EDA has officer positions of President, Vice President and Treasurer which are filled by elected members of the Board as proscribed by Section 2.1 of the EDA by-laws. In addition, the EDA has staff level officer positions of Executive Director, Secretary and Assistant Treasurer.

In the past, Woodbury's mayor has served as the EDA President, the mayor pro tem has served as the EDA Vice President and the remaining commissioner with the longest tenure has served as the Treasurer. Additionally, Woodbury's City Administrator has served as the EDA Executive Director, the Community Development Director has served as the Secretary and the Finance Director has served as the Assistant Treasurer.

If the 2019 EDA Board chooses to follow these past practices the officers of the EDA for 2019 would be:

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President: Anne Burt
Vice President: Amy Scoggins
Treasurer: Andrea Date
Executive Director: Clinton Gridley
Secretary: Dwight Picha
Assistant Treasurer: Timothy Johnson

The specific appointment of officers is at the discretion of the board although, as noted above, the positions of President, Vice President and Treasurer must be filled by elected members of the Board.

Finally, staff recommends adopting a 2019 meeting calendar. The meetings of the EDA will be held prior to City Council meetings in the Council Chambers. Staff has identified the need for the following meetings:

January 23, 2019, 7:10 p.m.
December 11, 2019, 7:00 p.m.

Should the need arise for additional meetings of the EDA, the EDA Secretary will coordinate the scheduling of such meetings in accordance with the EDA bylaws.

Written By: Karl Batalden, Community Development Coordinator
Approved Through: Dwight W. Picha, EDA Secretary
Attachments: 1. EDA Resolution 19-01
2. EDA By-Laws

Resolution 19-01

**Resolution of the Board of Commissioners
of the Economic Development Authority
in and for the City of Woodbury, Washington County, Minnesota**

**Appointing 2019 EDA Officers and
Adopting 2019 Regular Meeting Schedule**

BE IT RESOLVED by the Board of Commissioners (the "Board") of the Economic Development Authority in and for the City of Woodbury, Minnesota (the "EDA"), as follows:

1. Recitals. All things required by the applicable provisions of Minnesota Statutes, Sections 469.090 to 469.108, have been duly taken in order to create, constitute, and activate the EDA.

2. Appointment of Officers. In accordance with the By-laws of the EDA hereby adopted, the Board hereby appoints to the following offices of the EDA the following persons, respectively:

President:	Anne Burt
Vice President:	Amy Scoggins
Treasurer:	Andrea Date
Executive Director:	Clinton Gridley
Secretary:	Dwight Picha
Assistant Treasurer:	Timothy Johnson

3. Adoption of 2019 Regular Meeting Schedule. In accordance with the By-laws of the EDA, the Board hereby adopts the following regular meeting schedule for 2019:

Regularly Scheduled Meeting Dates:

January 23, 2019 at 7:10 p.m.
December 11, 2019 at 7:00 p.m.

All meetings will be held in the Council Chambers of the Woodbury City Hall, 8301 Valley Creek Road, Woodbury, MN, unless otherwise noted or subsequently posted to the contrary.

This Resolution was declared duly passed and adopted and was signed by the President and attested to by the Executive Director this 23rd day of January, 2019.

Attest:

President

Executive Director

**BY-LAWS OF THE
ECONOMIC DEVELOPMENT AUTHORITY
IN AND FOR THE
CITY OF WOODBURY, MINNESOTA**

1. THE AUTHORITY

SECTION 1.1. Name of the Authority. The name of the Authority shall be the Economic Development Authority in and for the City of Woodbury, Minnesota (hereinafter, the "Authority"), and its governing body shall be called the Board of Commissioners (hereinafter, the "Board").

SECTION 1.2. Office. The principal office of the Authority shall be the Woodbury City Hall, 8301 Valley Creek Road, Woodbury, MN 55125.

SECTION 1.3. Seal. The Authority shall have no official seal.

2. ORGANIZATION

SECTION 2.1. Officers. The officers of the Authority shall consist of a President, a Vice President, a Treasurer, an Executive Director, a Secretary, and an Assistant Treasurer. The President, the Vice President, and the Treasurer shall be members of the Board and shall be elected at the annual meeting of the Authority. A member must not serve as President and Vice President at the same time. The other offices may be held by the same member. The offices of Executive Director, Secretary and Assistant Treasurer need not be held by a member.

SECTION 2.2. President. The President shall preside at all meetings of the Board.

SECTION 2.3. Vice President. The Vice President shall preside at any meeting of the Board in the absence of the President and may exercise all powers and perform all responsibilities of the President if the President cannot exercise or perform the same due to absence or other inability.

SECTION 2.4. President Pro Tem. In the absence or inability of the President and the Vice President at any meeting, the Board may appoint any remaining Commissioner as President Pro Tem to preside at such meeting.

SECTION 2.5. Treasurer. The Treasurer shall receive and is responsible for Authority money; shall disburse Authority money by check only; shall keep an account of the source of all receipts, and the nature, purpose, and authority of all disbursements; and shall file the Authority's detailed financial statement with its Secretary at least once a year at times set by the Authority and as outlined in Section 4.1 below.

SECTION 2.6. Executive Director. The Executive Director shall be appointed by resolution and shall serve at the pleasure of the Board of Commissioners, 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.

SECTION 2.7. Secretary. The Secretary shall be appointed by resolution and shall serve at the pleasure of the Board of Commissioners. The Secretary shall keep minutes of all meetings of the Board and shall maintain 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 2.8. Assistant Treasurer. The Assistant Treasurer shall be appointed by resolution of the Board of Commissioners and in the absence or inability of the Treasurer shall receive and is responsible for authority money; shall disburse authority money by check only; shall keep an account of the source of all receipts, and the nature, purpose, and authority of all disbursements; and shall file the authority's detailed financial statement with its secretary at least once a year at times set by the authority and as outlined in Section 4.1 below. The Assistant Treasurer shall also have such additional duties and responsibilities as the Board may from time to time and by resolution prescribe.

3. MEETINGS.

SECTION 3.1. Annual Meeting. The annual meeting of the Board shall be held on the fourth Wednesday of the month of January in each year.

SECTION 3.2. Regular Meetings. The Board's regular meetings shall occur according to a meeting schedule, if any, adopted or revised from time to time by resolution of the Board.

SECTION 3.3. Special or Emergency Meetings. Special or emergency meetings of the Board may be called by the President or, in the event of the President's absence or inability, by the Vice President or by any two Commissioners, according to the requirements of the State of Minnesota Open Meeting Law as codified within Minnesota Statutes, Chapter 13D. The Secretary shall post notice of any special or emergency meeting in the principal office of the Authority.

SECTION 3.4. Cancellation of Meetings. Meetings of the Board may be cancelled by the President or, in the event of the President's absence or disability, by the Vice President at any time, upon three (3) days' prior notice to all Commissioners and the Secretary and Executive Director. The Secretary shall post notice of said cancellation of meeting in the principal office of the Authority not less than three (3) days prior to the originally scheduled meeting.

SECTION 3.5. Quorum. A quorum of the Board shall consist of three members, since the Board consists of five Commissioners. In the absence of a quorum, no official action may be taken by, on behalf of, or in the name of the Board or the Authority.

SECTION 3.6. Adoption of Resolutions. Resolutions of the Board shall be deemed adopted if approved by not less than a simple majority of all Commissioners present. Resolutions may but need not be read aloud prior to vote taken thereon and may but need not be executed after passage.

SECTION 3.7. Rules of Order. The meetings of the Board shall be governed by the most recent edition of Robert's Rules of Order.

4. PROCEDURES OF BOARD OF COMMISSIONERS

SECTION 4.1. Financial Statement. The Authority's detailed financial statement must show all receipts, disbursements, their nature, the amount on hand, the purposes to which the money on hand is to be applied, the Authority's credits and assets, and its outstanding liabilities in a form required for the City's financial statements. The Authority shall periodically examine the statement, together with the treasurer's vouchers. If the Authority finds that the statement and vouchers are correct, it shall approve them.

SECTION 4.2. Annual Audit. An annual audit shall be required.

SECTION 4.3. Fiscal Year. The fiscal year of the Authority shall be the calendar year.

SECTION 4.4. Execution of Contracts. All contracts, notes, and other written agreements or instruments to which the Authority is a party or signatory or by which the Authority may be bound shall be executed by the President and/or the Executive Director or by such other Commissioners or officers of the Authority as the Board may by resolution prescribe.

SECTION 4.5. Adoption of By-Laws. Once these By-Laws have been adopted by the Board by not less than a majority vote of all the Commissioners, the By-Laws shall remain effective until such point in time as the Board votes to change said By-Laws. As such, these By-Laws do not need to be adopted annually; but, are rather effective until amended.

SECTION 4.6. Amendment of By-Laws. These By-Laws may be amended by the Board only by not less than a majority vote of all the Commissioners, provided that any such proposed amendment shall first have been delivered to each Commissioner at least five days prior to the meeting at which such amendment is considered.

Amended and Adopted by EDA Resolution 17-02 on January 25, 2017.

**City of Woodbury, Minnesota
Office of the EDA Executive Director**

EDA Letter 19-02

January 23, 2019

To: The Honorable President and Commissioners of the EDA

From: Clinton P. Gridley, EDA Executive Director

Subject: Designating Depository of Public Funds

Summary

Minnesota State Statutes 118A.02 et seq. requires the Board of Commissioners of the Economic Development Authority in and for the City of Woodbury (EDA) to designate the EDA's depository of public funds. Currently, the City of Woodbury has a five year banking service agreement with CorTrust Bank ending September 30, 2021. Per the terms of the Contract for Services between the City of Woodbury and the EDA, the banking services agreement shall apply to the EDA.

Recommendation

Staff recommends that the EDA Board adopt a motion designating CorTrust Bank as the EDA's depository of public funds for the year 2019.

Budget Impact

There is no budget impact.

Public Process

None.

Written By: Karl Batalden, Community Development Coordinator

Approved Through: Tim Johnson, EDA Assistant Treasurer and
Dwight W. Picha, EDA Secretary

Attachments: None