







- Next Regular Meeting –January 19, 2020

**ADJOURN**

*Member Ross made a motion to adjourn. Member Moore seconded the motion. All members voted aye and the meeting was adjourned at 9:56 am.*

Signed: January 18, 2021

Attest:

\_\_\_\_\_  
Rick Fereday  
MRA Chair

\_\_\_\_\_  
Michelle Groenevelt  
Community Development Director

**Draft**



251 East Front Street, Suite 300  
Post Office Box 1539  
Boise, Idaho 83701  
Telephone 208 343-5454  
Fax 208 384-5844

Tax Id No. 82-0451327

McCall Redevelopment Agency  
Attn: Michelle Groenevelt  
216 East Park Street  
McCall, ID 83638

December 31, 2020

Invoice # 188917  
Billing Atty - MSC

FOR PROFESSIONAL SERVICES RENDERED

From December 6, 2020 Through December 31, 2020

RE: General

CLIENT/MATTER: 09259-00003

		HOURS		AMOUNT
12/06/20	MSC	.10	Review email communications concerning the upcoming board meeting and follow up with Ms. Groenevelt concerning meeting preparation.	21.50
12/08/20	MSC	.50	Review and provide comment on the draft agenda, noting the Governor's November 14, 2020, order, and draft follow up email communication to Michelle Groenevelt re same. Review and follow up on information provided by the STC indicating non-compliance with 50-2913. Draft email communication to agency administrator including the form to be completed and submitted.	107.50
12/11/20	MSC	.20	Review email communication from Archie Keeton to Ms. Groenevelt concerning non-compliance with 50-2913 and the imposition of penalties. Draft follow up response to Mr. Keeton advising compliance had occurred prior to the notice from the STC.	43.00
12/14/20	MSC	.10	Follow up with Archie Keeton concerning registry compliance (as MRA was noted as non-compliant). Review update from Archie Keeton confirming compliance and follow up with Michelle Groenevelt re same.	21.50
12/15/20	MSC	.60	Review and respond to open meeting question from Michelle Groenevelt. Call with Michelle Groenevelt to discuss post-meeting tasks and preparation for the January board meeting.	129.00

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**ELAM & BURKE**  
ATTORNEYS AT LAW

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RE: General

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December 31, 2020  
Invoice # 188917

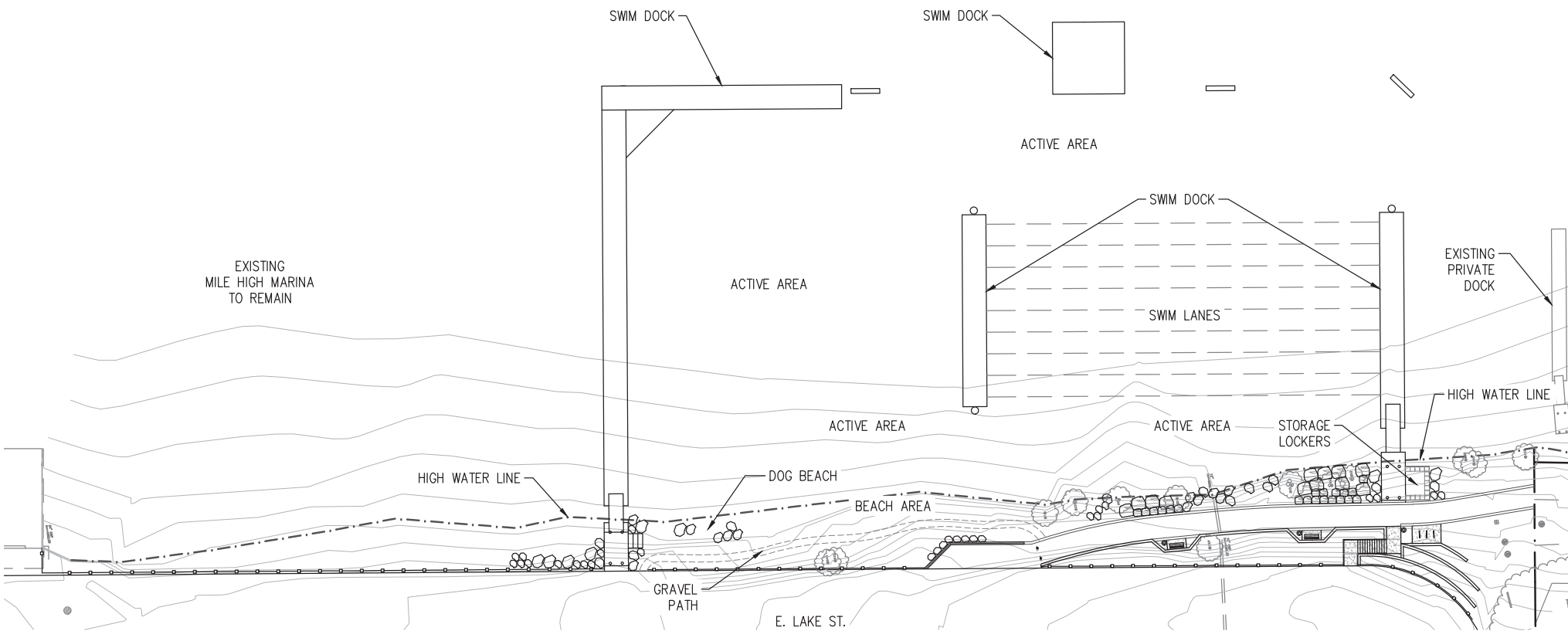
PROFESSIONAL FEES 322.50

Timekeeper	Staff	Rate	Hours	Amount	Non-Chargeable	
					Hours	Amount
Conrad, Meghan S.	Shareholder	215.00	1.50	322.50	.00	.00
			1.50	322.50	.00	.00

INVOICE TOTAL 322.50

BALANCE FORWARD 929.15

BALANCE DUE 1,251.65

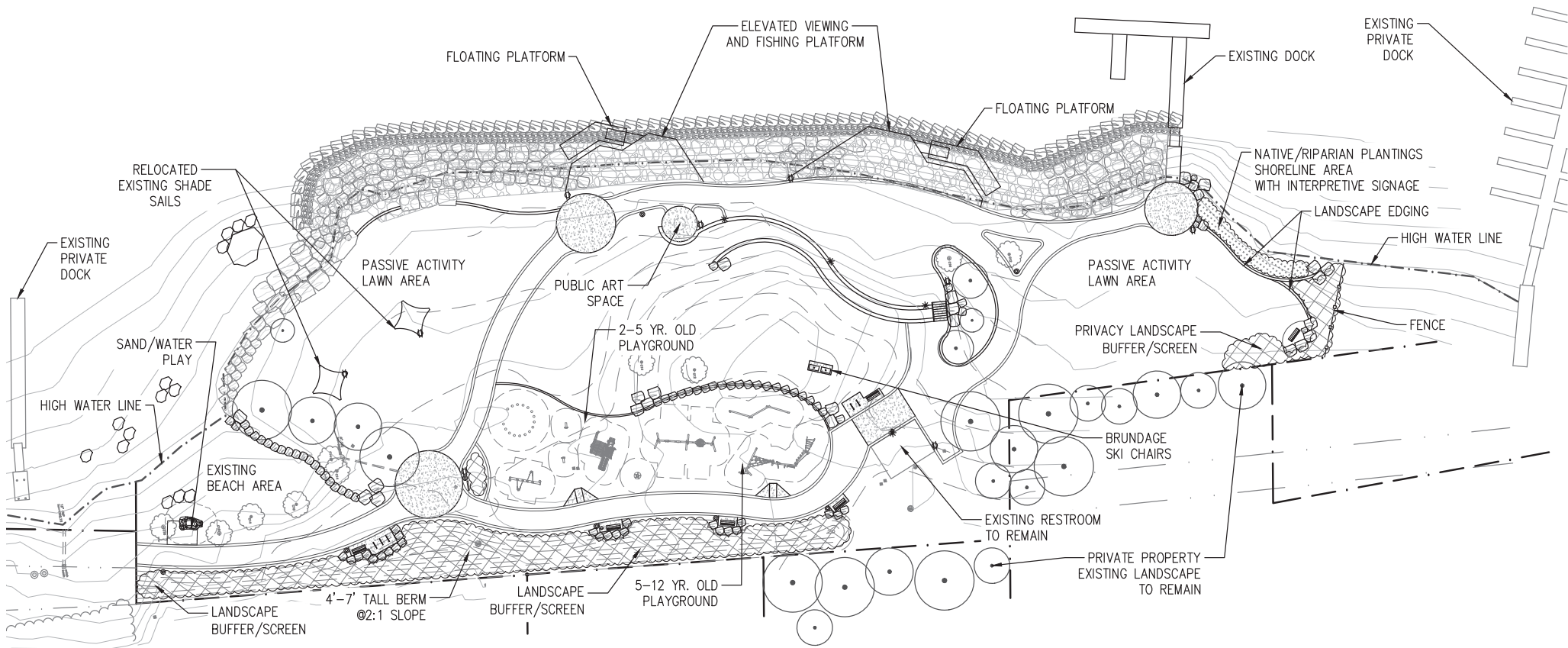


**'CONCEPTUAL' E. LAKE ST. WATERFRONT**  
 PRELIMINARY DRAWING - NOT FOR CONSTRUCTION

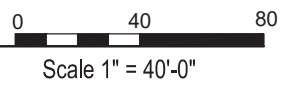


Scale 1" = 40'-0"





**'CONCEPTUAL' BROWN PARK**  
 PRELIMINARY DRAWING - NOT FOR CONSTRUCTION



**AMENDED AND RESTATED BYLAWS  
OF  
THE URBAN RENEWAL AGENCY OF THE CITY OF McCall, IDAHO**

**ARTICLE I**

**Name**

The Urban Renewal Agency of the City of McCall as created pursuant to the provisions of the Idaho Urban Renewal Law of 1965, Chapter 20, Title 50, Idaho Code, as amended (the "Law"), shall be known as the "McCall Urban Renewal Agency" (hereinafter "Agency") but shall also be authorized to use the name "McCall Redevelopment Agency" if and as required. Under the Law, the Agency is deemed an independent, public body, corporate and politic.

**ARTICLE II**

**Offices**

The office of the Agency shall be located in the McCall City Hall at 216 E. Park Street, McCall, Idaho 83638.

**ARTICLE III**

**Board of Commissioners**

Section 1. The property, business, powers, and affairs of the Agency shall be managed and controlled by the Board of Commissioners thereof. The Board of Commissioners is vested with all powers as provided by the Law, as the same now exists or as may be amended hereafter.

Section 2. The Board of Commissioners shall consist of a number of members determined in accordance with the provisions of Section 50-2006, Idaho Code, as the same now exists or as may be amended hereafter and as appointed by the Mayor of the city of McCall, Idaho with the advice and consent of the McCall City Council. The number of commissioners of the Agency shall be not less than three nor more than nine, which number may be increased or decreased from time to time as provided for in Section 50-2006, Idaho Code.

Section 3. Commissioners shall receive no compensation for their services but shall be entitled to the necessary expenses, including travel expense, incurred in the discharge of their duties.

Section 4. Each Commissioner shall hold office until his or her successor has been appointed and qualified. A certificate of the appointment or reappointment of a Commissioner shall be filed with the City Clerk of the city of McCall, Idaho, and such certificate shall be conclusive evidence of the due and proper appointment of such Commissioner. Any vacancy in office shall be filled by appointment by the Mayor with the advice and consent of the McCall City Council or as provided for by the Law.

Section 5. The qualifications and eligibility of persons to serve on the Board of Commissioners shall be as defined and described in Section 50-2006, Idaho Code, as the same now exists or may be amended hereafter.

Section 6. The Board of Commissioners shall hold regular meetings at the American Legion Hall, below City Hall, 216 East Park Street, McCall, Idaho, on the third Tuesday of every month at the hour of 8:00 a.m. Regular meetings may be held at other locations with legal notice provided in accordance with Idaho State statutes. All meetings shall be noticed according to, and held in compliance with, the Idaho Open Meeting Law.

Section 7. The Chairman or any two members of the Board of Commissioners has the power to call special meetings of the Board, the object of which shall be submitted to the Board as is appropriate to the circumstances or as otherwise provided by law; the call and object, as well as the disposition thereof, shall be entered upon the minutes of the Secretary. The person or persons authorized to call special meetings of the Board of Commissioners may fix any place as the place for holding any special meeting of the Board of Commissioners called by them. Notice for a special meeting to deal with an emergency involving injury or damage to persons or property or the likelihood of such injury or damage or other recognized emergency shall be as required by state law. Any special meetings shall be noticed according to, and held in compliance with, the Idaho Open Meeting Law.

Section 8. A majority of the members of the Board of Commissioners as fixed by Section 2 above shall constitute a quorum for the purpose of conducting business and exercising the powers of the Agency and for all other purposes. Official action may be taken by the Board of Commissioners upon a vote of a majority of the members thereof present at a duly convened regular or special meeting at which a quorum is present.

Section 9. The Board of Commissioners, by majority vote, may employ an Administrator, who shall serve as the Executive Director of the Agency. The Administrator serves at the pleasure of the Board of Commissioners and may be removed by a majority vote of the Board. The Board of Commissioners or as delegated to the Administrator is empowered to employ technical experts, legal counsel, and such other agents and employees, permanent and temporary, as the Agency may require. The compensation for all of said persons so employed shall be determined by the Board as may be delegated to the Administrator.

Section 10. The Board of Commissioners shall file with the City Clerk, city of McCall, Idaho, on or before March 31st of each year or such date as may be set by state law, a report of its activities for the preceding calendar year which report shall include a complete financial statement setting forth the Agency's assets, liabilities, income, and operating expenses as of the end of such calendar or fiscal year. At the time of filing said report the Board of Commissioners shall cause to be published in the *Star-News*, McCall, Idaho, a notice to the effect that such report is available for inspection during the regular business hours in the office of the City Clerk and in the office of the Agency.

Section 11. For inefficiency or neglect of duty or misconduct in office, a Commissioner may be removed by a majority vote of the local governing body only after a hearing and only after he or she shall be given a copy of the charges at least ten (10) days prior to such hearing and shall have had an opportunity to be heard in person or by counsel.

#### **ARTICLE IV Officers**

Section 1. The officers of the Agency shall be a Chair, a Vice-Chair, Secretary, Treasurer, and such other officers as the Board of Commissioners may deem necessary. Only the Chair and Vice Chair need be members of the Board of Commissioners. The offices of Secretary and Treasurer may be combined upon approval of the Board.

Section 2. The Board of Commissioners shall elect the Chair, Vice-Chair, Secretary, Treasurer, and such other officers as are deemed necessary for a term of one (1) year and until his or her successor is duly elected and qualified. Such elections shall occur at the regular Board meeting held in January. Officers elected at that meeting shall hold office until the January meeting the following year.

Section 3. The Chair shall be the chief presiding officer of the Agency. The Chair shall, subject to the control of the Board of Commissioners, in general supervise and control all of the business and affairs of the Agency. The Chair shall, with the Secretary or any other proper officer of the Agency thereunto authorized by the Board of Commissioners, execute all deeds, bonds, contracts, and other legal documents authorized by the Board, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Commissioners, or by these Amended and Restated Bylaws, to some other officer or agent of the Agency, or shall be required by law to be otherwise signed or executed. The Chair shall have the power to vote on any matter presented to the Board of Commissioners for their consideration. The Chair shall also have such other powers and duties as may be assigned to him or her by the Board of Commissioners.

Section 4. The Vice-Chair shall be possessed of all the powers and shall perform all the duties of the Chair in the absence or disability of the Chair. The Vice-Chair shall have the power to vote on any matter presented to the Board of Commissioners for their consideration. The Vice-Chair shall also have such other powers and duties as may be assigned to him or her by the Board of Commissioners.

Section 5. The Secretary shall cause to be kept the minutes of all proceedings of the Board; shall cause the giving and serving of all notices of meetings of the Board of Commissioners as required by these Amended and Restated Bylaws or the law; shall provide for the execution, along with the Chair, or other corporate officer, in the name of the Agency, all deeds, bonds, contracts, and other legal documents and instruments as authorized by the Board of Commissioners and shall be the custodian of the Agency seal, books, Amended and

Restated Bylaws, and such other books, records, and papers of the Agency as the Board of Commissioners shall direct. The Secretary shall also keep a register of the post office address of each Commissioner which shall be furnished to the Secretary by such Commissioner. In addition, he or she shall perform other duties and have such responsibilities as may be designated by the Board of Commissioners. In case of the absence or disability of the Secretary or his or her refusal or neglect to perform such duties, all duties required of the Secretary may be performed by the Chair or Vice-Chair or such other person as may be designated by the Board of Commissioners.

Section 6. The Treasurer shall have the general custody of all the funds and securities of the Agency and shall have general supervision of the collection and disbursement of funds of the Agency. The Treasurer shall provide for the endorsement, on behalf of the Agency, for collection, checks, notes, and other obligations and shall deposit the same to the credit of the Agency in such bank or banks or depositories as the Board may designate. He or she may sign, with the Chair or such other person or persons as may be designated for said purpose by the Board of Commissioners, all negotiable instruments. He or she shall enter or cause to be entered regularly in the books of the Agency full and accurate account of all monies received and paid by him or her on account of the Agency; shall at all reasonable times exhibit the Agency books and accounts to any Commissioner of the Agency at the office of the Agency during regular business hours; and, whenever required by the Board or the Chair, shall render a statement of his or her accounts. He or she shall perform such other duties as may be prescribed from time to time by the Board of Commissioners or by the Amended and Restated Bylaws. The Treasurer shall give bond for the faithful performance of his or her duties in such sum and with such surety as shall be required by the Board of Commissioners.

Section 7. The officers of the Board of Commissioners that are members of the Board of Commissioners shall not receive any salaries for their services.

Section 8. If any of the foregoing offices described in this Article shall, for any reason, become vacant, the Board of Commissioners shall elect a successor who shall hold office for the unexpired term and until a successor is elected and qualified.

## **ARTICLE V**

### **Miscellaneous**

Section 1. The Board of Commissioners may appoint one or more committees to investigate and study matters of Agency business and thereafter to report on and make recommendations concerning said matters assigned to the Board of Commissioners. When possible each of said committees shall be chaired by a member of the Board of Commissioners, but said committees may be comprised of persons other than members of the Board of Commissioners. No such committee shall have the power to make final Agency decisions and power being vested solely in the Commissioners. The terms of office, the persons serving, the

matters to be studied, and all procedural decisions shall be made and decided by the Board of Commissioners.

The Board of Commissioners may establish an Executive Committee, consisting of the Board Chair and Vice-Chair or Secretary or Treasurer (or the combined office of Secretary/Treasurer), but no more than two board members, to investigate and study certain matters of the Agency without the necessity of convening a meeting of the full Board of Commissioners. The Executive Committee, upon recommendation of the Administrator (if an administrator has been appointed) will have the authority to approve invoices or expenses in an amount not to exceed up to \$2,000 with required copy of the invoice or bill and payment voucher distributed to all members of the Board electronically, prior to the payment. The invoice and payment voucher shall be presented to the Board at its next Board meeting for review and ratification. The Executive Committee shall report its activities to the full Board at one of the monthly Board meetings. Specific matters to be studied and any procedural protocol of the Executive Committee shall be defined by the Board of Commissioners and may be revised from time to time as appropriate by the full Commission.

Section 2. In addition to such bank accounts as may be authorized in the usual manner by resolution of the Board of Commissioners, the Treasurer of the Agency, with the approval of the Chair, may authorize such bank accounts to be opened or maintained in the name and on behalf of the Agency as he or she may deem necessary or appropriate. Payments from such bank accounts are to be made upon the check of the Agency, each of which checks shall be signed by two of such Commissioners, officers, or bonded employees of the Agency as shall be authorized by the Board of Commissioners. All funds of the Agency not otherwise employed shall be deposited from time to time to the credit of the Agency in such banks, trust companies, or other depositories as the Board of Commissioners may select.

Section 3. No loans shall be contracted on behalf of the Agency and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Commissioners and in compliance with the Law. Such authority may be general or confined to specific instances.

Section 4. All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Agency, shall be signed by such officer or officers, agent or agents of the Agency and in such manner as shall from time to time be determined by the Board of Commissioners.

Section 5. The Board of Commissioners may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Agency, and such authority may be general or confined to specific instances.

Section 6. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern regular and special meetings of the Board of Commissioners or state law in all cases to which they are applicable and in which they are not inconsistent with

these Amended and Restated Bylaws and any special rules of order the Board of Commissioners may adopt.

Section 7. The Board of Commissioners adopts the official newspaper the City of McCall has designated pursuant to Idaho Code Section 50-231.

**ARTICLE VI  
Fiscal Year**

The fiscal year of the Agency shall begin on October 1 and end on September 30 of the succeeding calendar year.

**ARTICLE VII  
Amendments**

These Amended and Restated Bylaws may be further repealed, amended, or new bylaws adopted at any regular or special meeting for such purpose of the Board of Commissioners by a majority vote of all members of said Board of Commissioners.

We, the undersigned, being all of the members of the Board of Commissioners of the Urban Renewal Agency of the City of McCall, do hereby certify that the foregoing Amended and Restated Bylaws were duly and regularly adopted as the Amended and Restated Bylaws of said Agency by the written approval of a majority of all of the members of the Board of Commissioners of said Agency on the 16th day of February 2021.

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Rick Fereday, Chair

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Nic Swanson, Vice-Chair

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Colby Nielsen

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Monty Moore

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Mike Maciaszek

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Tabitha Martineau

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Lew Ross

I, the undersigned, Secretary of McCall Urban Renewal Agency, hereby certify that the foregoing Amended and Restated Bylaws were duly adopted as the Amended and Restated Bylaws of said Agency on the 16th day of February 2021.

\_\_\_\_\_  
\_\_\_\_\_, Secretary

4822-5640-6230, v. 1



1990 Railroad Plan/RAA Termination Timeline			
Date	Task	Notes	Responsible Party
August 2020	Agency adopts FY21 Termination Budget (Preliminary)	<p>I.C. 50-2903(5): For the fiscal year that immediately predates the termination date for an urban renewal plan involving a revenue allocation area or will include the termination date, the agency shall adopt and publish a budget specifically for the projected revenues and expenses of the plan and make a determination as to whether the revenue allocation area can be terminated before the January 1 of the termination year pursuant to the terms of section 50-2909(4), Idaho Code.</p> <p>Idaho Code Section 50-2905(7) states: A termination date for the plan and the revenue allocation area as provided for in section 50-2903(20), Idaho Code. In determining the termination date, <u>the plan shall recognize that the agency shall receive allocation of revenues in the calendar year following the last year of the revenue allocation provision described in the urban renewal plan;</u></p>	Done
January/February/March 2021	Agency works on “termination plan”: identification of how to dispose of real property; identification of outstanding obligations (bonds, contracts, MOUs, leases, etc.); identification of plan to pay-off obligations, assign obligations, etc.		
March/April 2021	Agency sends letter to the taxing entities	No statutory requirement; however, as a	

<i>Target Letter Date: March 31, 2021</i>	advising of termination on or before September 30, 2021	best practice informs/advises taxing entities in preparation for FY22 budgeting	
Spring/summer 2021	Taxing entities budget for FY2022	1) increment value included in taxable value for each taxing district; 2) increment (difference between 12/31/20 and 12/31/06) to be placed on new construction roll for FY22 budget; taxing districts can increase budget capacity above 3% (see I.C.63-301A(3)(g))	
NLT 4 <sup>th</sup> Monday of July 2021  <i>Agency Meeting Date: May 18, 2021 or June 15, 2021</i>	Agency adopts a termination resolution	I.C. 50-2903(5): In the event that the agency determines that current tax year revenues are sufficient to cover all estimated expenses for the current year and all future years, by September 1 the agency shall adopt a resolution advising and notifying the local governing body, the county auditor, and the state tax commission and recommending the adoption of an ordinance for termination of the revenue allocation area by December 31 of the current year and declaring a surplus to be distributed as described in section 50-2909, Idaho Code, should a surplus be determined to exist.  <b>To avoid levy swings – Agency has to adopt NLT 4<sup>th</sup> Monday of July for increment (difference between 12/31/22 and 12/31/06) to be placed on new construction roll for FY22 budget</b>	
NLT 4 <sup>th</sup> Monday of July 2021  <i>Target Date: NLT June</i>	Agency distributes termination resolution to taxing districts, county recorder, local governing body, county auditor and STC	See I.C. 50-2903(5)	

30, 2021			
July/August 2021	Letter from City Clerk to taxing districts, county officials and STC that City Council will consider termination ordinance and distribution of surplus funds on x date	Agency completes any/all property dispositions.  Pays off remaining indebtedness under outstanding participation agreements, etc.	
August 2021 <i>Agency Meeting Date: August 17, 2021</i>	Agency adopts final year FY22 budget/amends termination budget (if necessary)		
On or before September 30, 2021	Agency disposes of real property; pays off indebtedness; assigns agreements (e.g. maintenance/licenses)		
On or before September 30, 2021  <i>Target City Council Meeting Date:  First September 2021 Meeting Date</i>	City Council considers termination ordinance.	I.C. 50-2903(5); could wait until December 31 under the statute, but creates unnecessary confusion in the budget-levy cycle. Better to fully complete by fiscal year-end	
		I.C. 50-2909(4): surplus distributed pro-rata to taxing entities.  When the revenue allocation area plan budget described in section 50-2903(5), Idaho Code, estimates that all financial obligations have been provided for, the principal of and interest on such moneys, indebtedness and bonds have been paid in full, or when deposits in the special fund or funds created under this chapter are sufficient to pay such principal and interest	

		as they come due, and to fund reserves, if any, or any other obligations of the agency funded through revenue allocation proceeds shall be satisfied and the agency has determined no additional project costs need be funded through revenue allocation financing, the allocation of revenues under section 50-2908, Idaho Code, shall thereupon cease; any moneys in such fund or funds in excess of the amount necessary to pay such principal and interest shall be distributed to the affected taxing districts in which the revenue allocation area is located in the same manner and proportion as the most recent distribution to the affected taxing districts of the taxes on the taxable property located within the revenue allocation area; and the powers granted to the urban renewal agency under section 50-2909, Idaho Code, shall thereupon terminate.	
	Agency causes the City Council's Ordinance to be filed with the county recorder and STC	I.C. 50-2903(5)	
NLT December 31, 2021	Termination Completed	no funds allocated to the Agency in January/July 2022	
NLT September 31, 2022	Final Agency audit; disposition of any remaining funds in the account		