

**AMENDED AND RESTATED BYLAWS OF THE URBAN RENEWAL AUTHORITY
OF THE CITY OF COMMERCE CITY, COLORADO
AUGUST 10, 2026**

ARTICLE I. THE AUTHORITY

Section 1. Name of Authority. The urban renewal authority for the City of Commerce City, Colorado created pursuant to Colorado Revised Statutes Part 1 of Title 31, Article 25, shall be known as the Urban Renewal Authority of the City of Commerce City, Colorado (hereinafter "Authority"). The Authority was formed by the City Council of the City of Commerce City, Colorado via adopted Resolution No. 78-17 entitled "Resolution Regarding Creation of Urban Renewal Authority" on June 5, 1978.

Section 2. Office of the Authority. The office of the Authority shall be located in the Municipal Building of the City of Commerce City at 7887 E. 60th Ave, Commerce City, Colorado 80022, or at such other place in the City of Commerce City, Colorado as the Board of Commissioners of the Authority may direct.

Section 3. Purpose of the Authority. The purpose of the Authority is to finance, acquire, clear, rehabilitate, conserve, develop, and redevelop areas of the City identified by the City Council as blighted or slum within designated urban renewal plan areas. Blight is further defined in the Urban Renewal Law.

Section 4. Authority to Enact Bylaws. The Authority is authorized pursuant to C.R.S. § 31-25-105(1)(a) to make and adopt bylaws, orders, policies, rules and regulations in furtherance of its powers and authority under the Colorado Urban Renewal Law, C.R.S. §§ 31-25-101, et seq. (the "Urban Renewal Law").

ARTICLE II. MEMBERSHIP AND OFFICERS

Section 1. Board of Commissioners. In accordance with C.R.S. § 31-25-115 and C.R.S. § 31-25-104(2.5), the Authority's Board of Commissioners is comprised of thirteen (13) commissioners made up of:

- a. The nine (9) elected members of the governing body of the City of Commerce City, the numbers and terms of which shall coincide with the terms of their respective offices for the governing body of the City of Commerce City. A commissioner who is also a member of the City Council may only resign as a commissioner of the Authority by resigning as a member of City Council;
- b. A person appointed by the Adams County Board of County Commissioners whose term shall be as determined by the County Commissioners;
- c. A board member of a special district selected by agreement of the special districts levying a mill levy within the boundaries of an urban renewal area

within the Authority's boundaries, whose term of office as a commissioner shall be as established by the agreement of the special districts;

- d. An elected member of a board of education of a school district levying a mill levy within the boundaries of an urban renewal area within the Authority's boundaries selected by agreement of the school districts levying a mill levy within the boundaries of an urban renewal area within the Authority's boundaries, whose term of office as a commissioner shall be as established by the agreement of the school districts; and
- e. Because there is an even number of commissioners after the appointment of the foregoing, one additional commissioner must be appointed in accordance with Urban Renewal Law. Specifically, the City shall follow its typical Boards & Commissions application and interview process and then the City Council shall follow its typical process to review and recommend one person to the Mayor and the Mayor shall appoint the person recommended from said process as a commissioner to the Board. This appointee's term of office as a commissioner shall be for five (5) years.
- f. While the commissioners may be elected officials or employees of the City of Commerce City, Adams County, special district, or school district, when serving in their officer role their obligations and duty are to serve the best interests of the Authority.

Section 2. Compensation. No commissioner shall receive compensation for his or her services, but shall be entitled to necessary expenses, including travel expenses, incurred in the discharge of his or her duties as a commissioner pursuant to C.R.S. § 31-25-104(2)(b), as may be amended from time to time.

Section 3. Officers and Authority Positions. The officers of the Authority Board shall be a Chairperson, Vice Chairperson, General Counsel, Executive Director, Treasurer and Secretary.

a. Chairperson

The Chairperson shall be the Mayor of the City of Commerce City and shall preside at all meetings of the Authority. The Chairperson is responsible for making sure that each meeting is planned effectively, conducted with decorum, and that matters are dealt with in an orderly, efficient manner. Except as otherwise authorized by resolution of the Authority, the Chairperson shall sign all agreements, contracts, deeds and other instruments made by the Authority. At each meeting, the Chairperson shall submit such recommendations and information as he or she may consider proper concerning the business affairs and policies of the Authority.

b. Vice-Chairperson

The Mayor Pro-Tem of the City of Commerce City shall serve as Vice-Chairperson and shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson and in case of the resignation or the death of the Chairperson. The Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Chairperson is replaced. In the absence of both the Chairperson and Vice-Chairperson, the commissioners may appoint an acting chairperson to preside at any meeting of the Authority.

c. Attorney of the Authority

Pursuant to C.R.S. § 31-25-104(2)(c), the Authority may employ one or more attorneys to provide general legal counsel or special counsel to the Authority, or it may call upon the municipal counsel of the City of Commerce City, Colorado for such legal services as the Authority may require.

d. Executive Director

The Executive Director shall be the City Manager or his or her designee and as such shall have general supervision over the administration of the Authority's business and affairs and shall be authorized to sign agreement, contracts, deeds, conveyances, checks for the payment of money and other documents made by the Authority on behalf of the Authority subject to the direction of the Authority. The Executive Director shall ensure that the Treasurer and Secretary perform the duties of their respective offices, and that any other Authority staff properly perform their applicable duties.

e. Other Authority Staff

The Executive Director may designate a position or positions that shall be charged with the management of the projects of the Authority, shall exercise supervision over the business of the Authority and of those members of the City Staff as may be assigned to Authority business, and shall perform all duties which may from time to time be assigned by the Executive Director. This position may serve as Executive Director Pro-Tem in the absence of the Executive Director or during a vacancy in the office of Executive Director.

f. Treasurer

The Treasurer shall be the Director of Finance for the City of Commerce City. The Treasurer shall have the 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. The Treasurer shall sign all orders and or checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority. Except as otherwise authorized by resolution of the Authority, all such orders and checks shall be countersigned by the Executive

Director. The Treasurer shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority, at each regular meeting (or more often when requested), an account of the transactions and also of the financial condition of the Authority. The Treasurer shall give such bond for the faithful performance of her/his duties as the Authority may designate. A temporary appointee, in the absence of the Treasurer or during a vacancy in the office of Treasurer, may serve as Treasurer Pro-Tem.

g. Secretary

The Secretary shall be the City Clerk for the City of Commerce City. 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 a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident of her/his office. A temporary appointee, in the absence of the Secretary or during a vacancy in the office of Secretary, may serve as Secretary Pro-Tem.

h. Additional Duties

The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Board.

i. Additional Personnel

The Executive Director may from time to time employ such personnel as necessary to exercise the Authority's powers, duties and functions as prescribed by the Urban Renewal Law of Colorado and all other laws of the State of Colorado applicable thereto. The Executive Director shall have the authority to make all determinations over the hiring and discipline of personnel, as said personnel are employees of the City of Commerce City performing duties in support of, and in the interest of, the Urban Renewal Authority of the City of Commerce City.

ARTICLE III. CONDUCT OF BOARD BUSINESS

Section 1. Regular Meetings. Regular meetings of the Authority will be regularly held at the Municipal Building of the City of Commerce City on the second Monday of each month at 6:05 p.m., and at such other time and place as may from time to time be determined by the Chairperson or Executive Director, except as otherwise directed by a majority of the members of the Board. Formal meetings of the Board shall be those meetings where formal action may occur. No formal action shall be taken at work sessions of the Board. Full and timely notice of all formal Board meetings and work sessions, and of all committee meetings, shall be given in accordance with Colorado's Open Meetings Law, C.R.S. § 24-6-401, et seq. (the "Open Meetings Law").

Section 2. Special Meetings. The Chairperson or a majority of the commissioners may call a special meeting on at least twenty-four (24) hours written notice to each of the commissioners personally served, left at his or her usual place of residence, or sent by e-mail to the commissioner's e-mail address; provided, however, that a special meeting may be held on shorter notice if all commissioners are present or have waived notice thereof in writing. At such special meeting no business shall be considered other than as designated in the call, but if all of the commissioners are present at a special meeting, any business which may lawfully come before a regular meeting may be transacted at that special meeting. Full and timely notice of all special meetings shall be given in accordance with the Open Meetings Law.

Section 3. Meetings Through Electronic Communications.

- a. Commissioners, staff, applicants, consultants, contractors, and the public shall be allowed to attend and participate electronically in Board meetings so long as electronic participation is made available for that meeting. With the direction of the Chair or the Executive Director, any meeting of the Board may be noticed and conducted as a fully remote meeting, in which case all commissioners and the public shall participate by electronic means.
- b. Electronic participation shall constitute actual attendance for purposes of establishing a quorum of a body for the meeting and for action on all matters at such meeting. If any Commissioner electronically participating in a meeting is disconnected or delayed, the relevant body may elect to proceed with the meeting provided a quorum remains present.
- c. Any person's electronic participation must not cause interference in the meeting; e.g., where the telephone or electronic connection is repeatedly lost, or the quality of the connection is unduly noisy. The Chairperson has discretion to determine whether to request the person causing such interference to disconnect from the meeting. A person requested to disconnect from a meeting may reconnect so long as the new connection does not continue to cause interference with the meeting. If such interference continues, the person may be asked to permanently disconnect from the meeting.
- d. Voting shall be conducted in a manner consistent with the City of Commerce City, Colorado Charter and the Colorado Open Meetings Law, C.R.S. §§ 24-4-401 et seq. Except for unanimous votes or where concealing the identity of the vote is permitted by law, voting by electronic participants shall be conducted as a roll call vote.
- e. All electronic regular meetings, special meetings, and study sessions of the Authority conducted with electronic participation shall be recorded.

- f. Executive sessions may be conducted by electronic means if held in accordance with the Colorado Open Meetings Law and City of Commerce City, Colorado policies applicable to such meetings. Confidentiality of executive sessions shall be maintained. Any Commissioner electronically participating must affirm to the Board that they are in a secure and confidential location where no other persons can hear the content of the executive session and such person shall not record or transmit the executive session.

Section 4. Committees. The Board may by resolution, from time to time, create either standing or ad hoc committees as deemed appropriate for special study or review and appoint all standing or ad hoc committee members. Each committee shall, at its first meeting, elect its own chair. Upon completion of the duties of any ad hoc committee, the committee shall be deemed to be automatically disbanded. The Board may by resolution also disband any standing or ad hoc committees.

Section 5. Executive Sessions. Executive sessions of the Board or its committees may be called during any formal meeting of the Board or of the committee as permitted by the Open Meetings Law.

Section 6. Quorum. A majority of the Board shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number of may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Board upon the affirmative vote of a majority of the quorum present unless a different requirement for voting is specified by applicable law or these Bylaws.

Section 7. Board Meetings. Meetings of the Board shall be conducted in accordance with such meeting schedules, procedures and rules of order as the Board may adopt, in its discretion. The Executive Director shall establish the agenda for meetings of the Board.

Section 8. Manner of Voting. The voting on all resolutions shall be by voice vote unless a roll call vote is requested by a commissioner or required by law. The yes votes, no votes and abstentions shall be entered in the minutes of each meeting. Every member of the Board, when present, must vote unless excused from voting on matters involving the consideration of his or her own official conduct or instances of a conflict of interest.

Section 9. Keeping of Minutes. Minutes shall be kept by the Secretary of all formal meetings of the Board and all meetings of committees of the Board at which the adoption of any proposed policy, position, resolution, rule, or formal action occurs or could occur. Minutes need not be kept of work sessions of the Board.

Section 10. Attendance.

- a. Commissioners are expected to attend all regular and special meetings and actively participate on the Board. The Secretary shall take and keep record of attendance.
- b. A majority of the members of the Board may, by vote, request the attendance of its members at the next regular or special meeting of the Authority. Any commissioner who, when notified of such request for their attendance, fails to attend such meeting for reasons other than confining illness or absence from the City of Commerce City, Colorado, or because said commissioner is attending a meeting as a representative of the Authority, shall be deemed guilty of misconduct in office unless excused by the Board.
- c. The Chairperson shall enforce orderly conduct at meetings and any commissioner or other officer who shall fail to conduct themselves in an orderly manner at any meeting shall be deemed guilty of misconduct in office.

Section 11. Removal.

- a. The presiding officer shall have the power to cause persons to be removed from a Board meeting or a committee meeting, in order to maintain order and public safety during the meeting.
- b. Pursuant to C.R.S. § 31-25-104(4), the Chair, with the approval by the Authority Board, may remove a commissioner for inefficiency or neglect of duty or misconduct in office but only after the commissioner has been given a copy of the charges made against them and has had an opportunity to be heard in person or via their counsel before the Board. In the event of the removal of any commissioner, the Authority meeting minutes shall include a record of the proceedings, together with the charges made against the commissioner and findings thereon and shall be maintained by the Secretary. If a commissioner is removed, their Board seat shall be replaced pursuant to these Bylaws and the Urban Renewal Law.

ARTICLE IV. CONFLICTS OF INTEREST

The Board and its commissioners shall be governed by the rules of ethical conduct in the Urban Renewal Law at C.R.S. § 31-25-104(3) and other applicable state law.

ARTICLE V. POWERS

Section 1. General Powers. The Authority shall have all of the general powers of such an Authority granted to it under the Urban Renewal Law, to be exercised consistent with applicable requirements of these Bylaws.

Section 2. Expenditures of Monies. The Authority may expend monies for the acquisition of real estate, or interests therein, and utilize the laws of eminent

domain for such acquisition purposes; provided however, such acquisition of real estate shall be for the purpose of effecting a redevelopment project or urban renewal project specifically approved by the Board.

Section 3. Contracts. Contracts of the Authority with persons, firms, agencies, companies, the United States, and other public entities shall be authorized by motion duly recorded upon the minutes of the Authority meeting or by written resolution, and a copy of any such resolutions and contracts shall be kept with the journal for the proceedings of the Authority. The Executive Director shall be authorized to approve and execute contracts of the Authority in amounts equal to or less than \$100,000 and shall provide a copy of the executed contract to the Board.

Section 4. Checks. Two signatures shall be required on all Authority checks or drafts for payments of monies of the Authority from amongst the following officials: Chair, Vice Chair, Executive Director, Treasurer, or Secretary.

Section 5. Policies. Unless the Authority adopts a separate policy document, processes and policies for open records requests, records retention, procurement, or any other matters shall refer to and utilize the policy document or process in use by the City of Commerce City for such matters.

ARTICLE VI. AMENDMENTS

These Bylaws may be amended from time to time by an affirmative vote of two-thirds of the thirteen (13) commissioners at any formal meeting of the Board.

APPROVED AND ADOPTED BY THE BOARD AT ITS AUGUST 10, 2026 MEETING:

Chairperson

Attest:

Approved as to Form:

By: _____
Secretary

By: _____
General Counsel