

MEETING DATE: 02/27/12
AGENDA ITEM: Adoption of a Resolution Amending the Rules and Regulations Established for the Operations of the Successor Agency as a New Legal Entity Separate from the City and Taking Certain Actions in Connection Therewith.

ATTACHMENTS

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RESOLUTION NO. 2012-SA____

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE CULVER CITY REDEVELOPMENT AGENCY PURSUANT TO PART 1.85 OF DIVISION 24 OF THE CALIFORNIA HEALTH AND SAFETY CODE AMENDING THE RULES AND REGULATIONS ESTABLISHED FOR THE OPERATIONS OF THE SUCCESSOR AGENCY AS A NEW LEGAL ENTITY SEPARATE FROM THE CITY AND TAKING CERTAIN ACTIONS IN CONNECTION THEREWITH.

WHEREAS, the Culver City Redevelopment Agency (CCRA) was a redevelopment agency in the City of Culver City (the "City"), duly created pursuant to the Community Redevelopment Law (Part 1 (commencing with Section 33000) of Division 24 of the California Health and Safety Code) (the "Redevelopment Law"); and,

WHEREAS, AB X1 26 and AB X1 27 were signed by the Governor of California on June 29, 2011, making certain changes to the Redevelopment Law, including adding Part 1.8 (commencing with Section 34161) and Part 1.85 (commencing with Section 34170) ("Part 1.85") to Division 24 of the California Health and Safety Code ("Health and Safety Code"); and,

WHEREAS, the California Redevelopment Association and League of California Cities filed a lawsuit in the Supreme Court of California (*California Redevelopment Association, et al. v. Matosantos, et al.*, Case No. S194861) alleging that AB X1 26 and AB X1 27 were unconstitutional; and,

WHEREAS, on December 29, 2011, the Supreme Court issued its opinion in the *Matosantos* case largely upholding AB X1 26, invalidating AB X1 27, and holding that AB X1 26 may be severed from AB X1 27 and enforced independently; and,

WHEREAS, the Supreme Court generally revised the effective dates and deadlines for performance of obligations in Part 1.85 arising before May 1, 2012 to take effect four months later; and,

1 WHEREAS, as a result of the Supreme Court's decision, on February 1, 2012,
2 all redevelopment agencies were dissolved and replaced by successor agencies established
3 pursuant to Health and Safety Code Section 34173; and,

4 WHEREAS, the City Council of the City of Culver City adopted Resolution No.
5 2012-R001 on January 9, 2012, pursuant to Part 1.85 electing for the City to serve as the
6 successor agency to the CCRA upon the CCRA's dissolution (the "Successor Agency"); and,

7 WHEREAS, on February 6, 2012, the Successor Agency, by Resolution No.
8 2012-SA001, adopted a name for the Successor Agency as a separate legal entity and
9 established rules and regulations that will apply to the governance and operations of the
10 Successor Agency; and,

11 WHEREAS, the Board of Directors of the Successor Agency, hereby desires to
12 amend the rules and regulations to designate City Special Counsel to serve as Successor
13 Agency Special Counsel.

14 NOW, THEREFORE, the Board of Directors of the Successor Agency, DOES
15 HEREBY FIND, DETERMINE, RESOLVE, AND ORDER as follows:

16 SECTION 1. Designated Successor Agency. Pursuant to City Council
17 Resolution No. 2012-R001, by which the City elected to serve as the Successor Agency to the
18 CCRA under Part 1.85 upon the CCRA's dissolution, and the CCRA having been dissolved by
19 operation of law on February 1, 2012, the Successor Agency is hereby declared constituted.

20 SECTION 2. Separate Legal Entity. The Successor Agency is a distinct and
21 separate legal entity from the City, and is hereby named "Successor Agency to the Culver
22 City Redevelopment Agency," the sole name by which it will exercise its powers and fulfill its
23 duties pursuant to Part 1.85.

24 SECTION 3. Governance.

25 A. Board of Directors. The Successor Agency shall be governed by a
26 Board of Directors (the "Board"), which shall exercise the powers and perform the duties of
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1 the Successor Agency. The Board shall consist of the members of the City Council of the
2 City.

3 B. Board Officers. The Board shall have a Chair to preside at and
4 conduct all meetings and a Vice Chair who shall act in the absence of the Chair. The offices
5 of the Chair and Vice Chair shall be filled by the Mayor and Vice Mayor, respectively, of the
6 City Council of the City.

7 C. Term of Office and Succession. The term of office and succession
8 of each Board Member of the Successor Agency shall be concurrent with and identical to the
9 term and succession of such Board Member's City Council seat.

10 D. Meetings of the Board. The Board shall hold regular meetings on
11 the Second and Fourth Mondays of each month at 7:00 PM. If a regular meeting falls on a
12 City holiday, such meeting shall be held on the immediately following day at 7:00 p.m. The
13 Board may adopt such rules and procedures for conducting such meetings and other
14 business as the Board deems appropriate. All meetings of the Board including, without
15 limitation, regular, adjourned regular, and special meetings shall be called, noticed and
16 conducted in accordance with the provisions of the Ralph M. Brown Act, Sections 54950 et
17 seq. of the California Government Code.

18 E. Quorum. The presence of a majority of the Board members at a
19 meeting shall constitute a quorum for the transaction of Successor Agency business. Less
20 than a quorum may adjourn or continue meetings from time to time.

21 F. Voting. Except as otherwise provided by applicable law or
22 resolution of the Board, decisions of the Board shall be made by a majority of a quorum.

23 G. Executive Director. The City Manager of the City shall serve as
24 Executive Director of the Successor Agency. The Executive Director may appoint officers and
25 employees as necessary to perform the duties of the Successor Agency. The Executive
26 Director also may delegate the performance of his or her duties to other officers or
27 employees.

1 H. Secretary. The City Clerk of the City shall serve as Secretary of
2 the Successor Agency.

3 I. Successor Agency Counsel. The City Attorney of the City shall
4 serve as Successor Agency Counsel and City Special Counsel shall serve as Successor
5 Agency Special Counsel.

6 J. Finance Officer. The Chief Financial Officer/City Treasurer of the
7 City shall serve as Finance Officer of the Successor Agency. The Finance Officer shall have
8 the care and custody of all funds of the Successor Agency and shall deposit the same in the
9 name of the Successor Agency in such bank or banks as he or she may select. The Finance
10 Officer also may enter into agreements on behalf of the Successor Agency with any bank or
11 trust company authorized to accept deposits of public funds, providing for the transfer of funds
12 between accounts maintained by the Successor Agency upon request by telephone. Such
13 agreement also may provide for the investment of funds maintained in such accounts upon
14 request by telephone.

15 K. Additional Duties. The officers of the Successor Agency shall
16 perform such other duties and functions as may from time to time be required or directed by
17 the Board of the Successor Agency. The Chair of the Board and the Chief Financial
18 Officer/City Treasurer may sign all orders and checks for the payment of money. The Chair,
19 or Vice Chair in the absence of the Chair, and the Executive Director, or any other person or
20 persons designated by formal action of the Board, may sign deeds, contracts and other
21 instruments made by the Successor Agency.

22 L. Rules of Procedure. The Successor Agency hereby adopts by
23 reference the rules of procedure set forth in Section 3.01.130 of the Culver City Municipal
24 Code, as that Section may be amended from time to time, as the rules of procedure applying
25 to the Successor Agency.

26 M. Personnel Rules. The Successor Agency hereby adopts by
27 reference the personnel system in place for City of Culver City employees, as those personnel
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1 systems may be amended from time to time, as the personnel rules and regulations applying
2 to all employees providing staff services to the Successor Agency.

3 N. Conflict of Interest.

4 1. A Board Member or employee of the Successor Agency
5 shall not acquire any direct or indirect interest in any project involving Successor Agency
6 action, including, but not limited to, any former Culver City Redevelopment Agency project
7 ("Successor Agency Project") or in any property included or planned to be included in any
8 Successor Agency Project, nor shall he or she have any direct or indirect interest in any
9 contract or proposed contract for materials or services to be furnished or used in connection
10 with any Successor Agency Project. If he or she owns or controls a direct or indirect interest in
11 any such property, he or she shall immediately make a written disclosure of it to the
12 Successor Agency and the disclosure shall be entered upon its minutes.

13 2. The Successor Agency hereby adopts by reference the
14 Conflict of Interest Code adopted by City Council Resolution No. 2006-R042, to the extent
15 that such Code does not conflict with other applicable law.

16 O. No Board Member shall be regularly employed by the Successor
17 Agency during his or her tenure in office. The Board Members shall receive such per diem
18 compensation as the Successor Agency shall determine but a Board Member may not receive
19 per diem payment for attendance at more than four meetings per month of the Successor
20 Agency, which shall not exceed fifty dollars (\$50) per day, and shall receive necessary
21 traveling and subsistence expenses incurred in the discharge of his or her duties

22 SECTION 4. Powers and Duties of the Successor Agency. The Successor
23 Agency shall have the authority to perform the functions and duties described in Part 1.85,
24 including but not limited to, making payments and performing obligations required by
25 enforceable obligations and expeditiously winding down the affairs of the former CCRA. The
26 Successor Agency also may exercise any other powers provided by statute or granted by law.

1 SECTION 5. Successor Agency Funds and Obligations. All assets and monies
2 held by or under the control of the Successor Agency shall be maintained in funds and
3 accounts established by the Successor Agency and shall be kept separate and apart from the
4 funds and accounts of the City.

5 SECTION 6. Indemnification and Liability.

6 A. Indemnification. The Successor Agency shall defend, indemnify,
7 and hold harmless the City, and its City Council, boards, commissions, officers, employees
8 and agents, from any and all claims, losses, damages, costs, injuries and liabilities of every
9 kind arising directly or indirectly from the conduct, activities, operations, acts, and omissions
10 of the Successor Agency.

11 B. Liability. In accordance with Health and Safety Code Section
12 34173(e), the liability of the Successor Agency, acting pursuant to the powers granted under
13 Part 1.85, shall be limited to the extent of, and payable solely from, the total sum of property
14 tax revenues it receives pursuant to Part 1.85 and the value of assets transferred to it as a
15 successor agency for a dissolved redevelopment agency. The debts, assets, liabilities, and
16 obligations of the Successor Agency shall be solely the debts, assets, liabilities, and
17 obligations of the Successor Agency and not of the City.

18 SECTION 7. Roster of Public Agencies Filing. The Secretary of the Successor
19 Agency shall file on the prescribed form the statement of public agency with the Secretary of
20 State and County Clerk in accordance with Government Code Section 53051.

21 SECTION 8. Effective Date. This Resolution shall take effect immediately upon
22 its adoption.

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1 SECTION 9. This Resolution shall supersede Resolution No. 2012-SA001.

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3 APPROVED AND ADOPTED, this ____ day of _____, 2012.

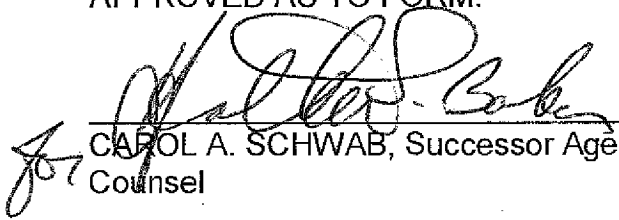
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5 MICHEÁL O' LEARY, CHAIR
6 Successor Agency to the Culver City
7 Redevelopment Agency

8 ATTEST:

9 APPROVED AS TO FORM:

10 MARTIN R. COLE, Secretary

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for  CAROL A. SCHWAB, Successor Agency
Counsel