

EXHIBIT "A"

ARTICLE III Meetings of the Agency

~~3.4~~ 3.3 Annual Meeting. The Agency shall hold an Annual Meeting in August every year, unless otherwise scheduled and so long as proper notice is provided. At the agenda for the Annual Meeting shall include election of officers and appointments, unless otherwise specified by the Chair.

3.4 Preparation/Delivery of Agenda. The Executive Director shall prepare the agenda and make every effort to deliver a complete agenda to the Board no later than 5:00 P.M. on the Tuesday prior to the regular meeting. Agendas for special and emergency meetings and workshops will be distributed in as timely a manner as possible. The agenda, as well as lengthy reports and standard contracts that are part of the agenda's back-up documentation, shall be available for review by the public.

1. Although appropriate members of the CRA Staff may place items on either workshop or regular agendas, all regular agendas shall be subject to review in advance by the Board Chair prior to the publication, except that a majority of the members of the Board may request that the Executive Director place or remove an item on such regular agendas, and that all such regular agendas shall be further subject to the approval of the Board preceding the conduct of business at each such meeting.
2. If the Board or any of its members wish to place an item on or remove an item from an agenda, or if any member of the Board has a question or concern about an item, any such request or inquiry shall be directed to the Executive Director for disposition as opposed to any Board member contacting any CRA employee who is subject to the direction and supervision of the Executive Director.

3.5 Agenda Approval. Only items listed on the official agenda will be acted upon unless additional items are authorized by a majority of the Board.

3.6 Board Decorum and Civility. It is expressly understood and valued by the Board that all issues brought before the Board are fairly debated and discussed with full participation from the public and CRA staff. All decisions of the Board are decided by the majority and will be respected. With that understanding, all members of the Board must strive to unify the Board and support the decisions of the collective body.

1. During meetings, Board members shall:
 - a. treat each other, CRA staff, and members of the public with dignity, courtesy, and respect; and

- b. encourage and/or ensure that the public treats the Board members, CRA staff, and members of the public with dignity, courtesy, and respect; and
 - c. maintain confidentiality of closed-door sessions; and
 - d. be attentive; and
 - e. encourage diverse viewpoints; and
 - f. promote discussion and resolution.
2. After adjournment, Board members shall support their colleagues and support the decisions of the Board.
3. Communications sent in an official capacity containing the personal views of a Board member must include the following disclaimer in a conspicuous location: "The opinions reflected herein belong to the author and do not reflect the Delray Beach Community Redevelopment Agency policy."

3.3 3.7 Notice.

(a) Regular and Workshop Meetings. The Agency shall annually file a notice with the City Clerk for the City of Delray Beach as to the time and place of the Regular and Workshop Meetings. No notice other than these By-Laws shall be required for a regular monthly or workshop meeting of the Agency.

(b) Special Meetings. Except in the case of an emergency situation, notice of special meetings shall be in writing, specifying the subject or subjects of the meeting posted at City Hall Delray Beach, Florida, and received by the individual Board members no later than forty eight (48) hours prior to the scheduling of the meeting; however, with respect to any meeting at which amendments to these by-laws will be considered, notice of such a meeting shall be given to each of the individual board members no less than seven (7) days prior to the meeting. Nothing in this paragraph, however, shall prohibit the holding of a meeting of the Board provided a quorum is present, and members of the Board constituting a quorum at the meeting execute a waiver of notice.

3.4 3.8 Quorum and Voting Requirements. Quorum and voting requirements shall be as defined and set forth in Florida Statutes Chapter 163.

3.5 3.9 Consent Agenda. The Executive Director shall place upon the Consent Agenda those matters requiring action of the Board which the Executive Director, in his or her best judgment, believes do not require a formal presentation before the Board. Prior to taking action on the Consent Agenda, any member of the Board may request that any or all items on such Consent Agenda may be removed from such Agenda and placed under the applicable heading of "Old Business" or "New Business," as the case may be. After the Chair requests whether any Board member wishes to have an item removed from the Consent Agenda, the Board shall proceed to take action on all items in the Consent Agenda by a single motion to approve the Consent Agenda.

3.6 3.10 Order of Business. The order of business at regular meetings of the Board shall be as follows, unless otherwise presented by the Executive Director:

- (1) Call to order
- (2) Calling of roll
- (3) Approval of Agenda - additions/deletions
- (4) Acceptance and corrections, if any, of the minutes of the previous meeting.
- (5) Public comments on agenda and non-agenda items
- (6) Consent Agenda
- (7) Old business
- (8) New business
- (9) CRA Board, CRA Board Attorney, and Executive Director comments
- (10) Adjournment

~~3.7~~ **3.11** Place of Agency Meetings. Meetings of the Agency shall be held at the Delray Beach City Hall, or such other place as specified by the Secretary in the notice of meeting.

~~3.8~~ **3.12** Robert's Rules. The meeting shall be conducted in accordance with Robert's Rules of Order; however, deviations from such parliamentary procedure shall not constitute a substantive defect as to any action taken by the Board and shall be deemed utilized for procedural convenience only.

~~3.9~~ **3.13** Public's Right to Comment. Members of the public shall be given a reasonable opportunity to be heard by the Board before the Board takes official action on a proposition. Public participation at Board meetings shall be provided in a manner consistent with the following procedures:

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ARTICLE V

GENERAL PROVISIONS

5.1 Emails, Text Messages, Social Media Posts, and Other Electronic Records. Florida Statute Chapter 119 defines emails, text messages, and social media posts as public records if they are made or received in connection with official business and intended to perpetuate, communicate, or formalize knowledge. Consequently, the CRA has a duty to store and archive these electronic records and members of the Board shall conform to the following practices.

1. Email Communications. Board members shall use their City-issued email for sending and receiving emails made or received in connection with official CRA business as defined above. If an email is sent to a Board member's private email, the Board member shall promptly forward the email to their City-issued email address.
2. Text Communications. Board members that receive text messages made or received in connection with official CRA business as defined above shall forward the message to their City-issued email address.
3. Social Media Posts. The CRA encourages the use of social media to promote transparency and efficiency in its communications to the public. While the State of Florida has a broad public records law, some information in CRA records is

confidential or subject to privileges or exemption under Chapter 119 and shall not be conveyed through social media platforms. Examples include, but are not limited to, attorney-client privileged information, records pertaining to pending litigation, personal information of CRA employees not subject to disclosure pursuant to the Public Records Act. Comments on a social media platforms about CRA matters or issues shall include a disclaimer that the opinion or statement expressed therein are those of the Board member and are not representations of the CRA or its Board.

ARTICLE ~~V~~VI **AMENDMENT OF THE BY-LAWS**

~~5.4~~ 6.1 Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

~~5.2~~ 6.2 Proposal of Amendments. Any Board member may propose an amendment to these By-Laws by written proposal to be sent to all members of the board, and the proposed amendment shall be considered at the next regular or special meeting of the Agency. Notice of any proposed amendment, and a copy of the amendment shall be provided to each Board member no later than seven (7) days prior to the meeting at which the amendment will be considered. The vote required to pass an amendment to the By-Laws shall be a majority vote of the members of the Board.