



*ORIGINAL APPROVAL JUNE 27, 2008*

*AMENDED JANUARY 27, 2010*

*AMENDED DECEMBER 13, 2013*

## **PARKING AUTHORITY FOR THE CITY OF NORWALK**

### **BYLAWS**

#### **ARTICLE I** **THE AUTHORITY**

Section 1. The name of the Authority shall be the "Parking Authority for the City of Norwalk" (hereafter referred to as the NPA), as established pursuant to Chapter 100, Sections 7-202 through 7-212a, inclusive, of the Connecticut General Statutes, as amended and Chapter 73 A of the Code of the City of Norwalk, as amended.

Section 2. The power of the NPA shall be exercised by a Board of Directors (hereafter referred to as the Board) consisting of five (5) voting members.

#### **ARTICLE II** **OBJECT**

Section 1. The NPA is charged with the management of the City parking facilities, including: 1) off-street parking lots, garages, parking terminals and other structures and accommodations for the parking of motor vehicles off the streets and highways, which are open to the general public with or without charge; 2) off-street and on-street parking revenue control equipment owned by the City wherever located; and 3) additions to or replacements of existing parking facilities and parking revenue control equipment and smartparking technology including but not limited to on and off street parking, facilities and within mixed-use facilities.

#### **ARTICLE III** **OFFICES**

Section 1. The principal office of the NPA shall be Norwalk City Hall; located at 125 East Avenue, Norwalk, Connecticut, or at other such location as shall be established from time to time by resolution of the Board.

#### **ARTICLE IV** **MEMBERSHIP**

Section 1. The NPA shall consist of five (5) members. The membership shall include five (5) citizen at-large members appointed by the Mayor and confirmed by a majority vote of the Common Council. No more than three of the appointments shall be from the same political party. All members shall be residents of the City of Norwalk at the time of their appointment or reappointment to the NPA.

Section 2. The originally appointed members shall be designated to serve for one, two, three, four and five years respectively and thereafter each replacement shall be appointed for a five year term. Thereafter, any vacancy occurring prior to the expiration of a member's term shall be filled for the unexpired portion of such term. The Mayor and the Director of Public Works, or their designees, shall service as ex officio, non-voting members of the NPA.

#### **ARTICLE V** **OFFICERS AND EMPLOYEES**

Section 1. The officers of the NPA shall be a Chairman and Vice Chairman, who shall be members of the Board, and a Secretary who need not be a member of the Board. Designees shall not be eligible to serve as officers.

Section 2. At the regular meeting held in June, the Board shall nominate and elect by ballot a Chairman, Vice Chairman and Secretary to serve in such offices for one year or until their successors are elected. Their term of office shall commence on July first and conclude on June 30<sup>th</sup> of the following term. Should the office of Chairman, Vice Chairman, or Secretary become vacant, the Board shall elect a successor at its next regular meeting following the vacancy. The successor elected shall serve for the remainder of the unfilled term.

Section 3. No member of the Board shall hold more than one office on the NPA at a time. Any member of the Board may be removed by the Mayor for cause.

Section 4. The Chairman shall preside at all meetings of the Board. The Chairman, or Vice Chairman, shall be authorized to sign all contracts and other documents and instruments to be executed on behalf of the NPA, except as may be otherwise authorized by resolution of the Board. At all meetings of the Board, the Chairman shall submit such recommendations and information as he or she may consider proper concerning the business affairs and policies of the NPA.

Section 5. The Vice Chairman shall perform all duties of the Chairman during any period of absence or incapacitation of the Chairman.

Section 6. The Secretary shall take, or cause to be taken; proper minutes of all meetings of the Board, shall keep a record of all proceedings of the Board, and shall perform all duties commonly incident to this office.

Section 7. In the absence of the Chairman and Vice Chairman, any member shall call the meeting to order and preside until the immediate election of a Chairman Pro Tem.

Section 8. The officers shall perform such other duties as the Board may from time to time prescribe.

Section 9. The Board may hire such other agents, technical consultants, legal counsel and employees, as it seems necessary to carry out its purposes and may employ such persons as it may determine to be necessary or convenient for the performance of its duties and may fix and determine their qualifications, duties and compensation.

Section 10. The Board and its individual members will be governed by the City of Norwalk's Code of Ethics.

## **ARTICLE VI** **MEETINGS**

Section 1. The regular meetings of the Board shall be held on the fourth Wednesday of each month at 6:00 p.m. at the Parking Authority Offices located at 11 North Water Street, Norwalk, Ct. inside the Maritime Garage, unless otherwise ordered by the Chairman.

Section 2. Special meetings may be called by the Chairman and shall be called upon the written request of two (2) members of the Board for the purpose of transacting any business designated in the call in accordance with the requirements of the Freedom of Information Act. Except in cases of an emergency, at least forty eight (48) hours notice shall be given by mail, email or delivery to each member of the Parking Authority. Special meetings held by teleconference or via the internet are permissible.

Section 3. Three (3) voting members of the Board shall constitute a quorum for exercising powers of the Board, but a smaller number may vote to adjourn a validly held meeting from time to time until a quorum is obtained. A vote of a majority of the voting members of the Board present shall be necessary for any action taken by the Board. An abstention from voting is considered not a vote for these purposes. Designees are not eligible to vote.

Section 4. At all meetings of the Board the following order of business shall be observed, as far as consistent with the purpose of the meeting, although at any

meeting any items b) through e) may be dispensed with, or their order changed, at the discretion of the Chairman:

- a) Reading and approval of the minutes of the previous meeting
- b) Reports of officers
- c) Reports of committees and staff
- d) Other Business
- e) Adjournment

All resolutions shall be in writing and shall be copied in a journal of the proceedings of the Board.

## **ARTICLE VII** **PARLIMENTARY AUTHORITY**

Section 1. The rules contained in the current edition of Mason's Manual of Legislative Procedure shall govern the proceedings of the Board in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules of order the Board may adopt.

## **ARTICLE VIII** **AMENDMENT OF BYLAWS**

Section 1. Except as otherwise provided by law, these bylaws may be amended, added to, altered or repealed in whole or in part by majority vote of the Board as defined in ARTICLE VI, Section 3. Hereof, at any regular meeting, provided notice of the proposed amendment, additions, alterations, or repeal is given in writing in the notice of such meeting.

## **ARTICLE IX** **FINANCIAL ACCOUNTING AND RECORDKEEPING PROCEDURES**

Section 1. The accounts and records of the parking fund shall be maintained under enterprise fund accounting, a self-sustaining activity as described by state law, governmental accounting auditing and financial reporting, and generally acceptable accounting principles.

Section 2. The Executive Director will perform an analysis including but not limited to rates, fees, operations and debt expenses, is performed annually. The Director shall review the results of the analysis and shall submit along with a schedule of recommended rates and charges at least four (4) months before the end of the appropriate fiscal year to the NPA for consideration and public hearing. If the Director's recommendations as to the proposed rates and charges are not acted upon by the NPA by the first day of the next fiscal year, the next fiscal year's budget shall be based on the existing rates and fees. In the period intervening between the analysis and evaluation, the NPA shall be authorized to amend the rate/fee structure so long as such charges are based upon the anticipated cost of operating the system and such charges

are presented to the general public at a public hearing in accordance with the notice provisions of section 7-255 of the General Statutes.

## **ARTICLE X** **FLOW OF FUNDS**

Section 1. The gross revenues of the parking fund shall be applied as follows:

- a) The first call on gross revenues shall be to satisfy the next annual payment of principal and interest on any outstanding debt of the city issued after July 1, 2002, for purposes of the parking system.
- b) The second call on gross revenue shall be to satisfy all current and accrued operation and maintenance expenses.

Section 2. Any surplus revenues remaining at the end of the fiscal year shall be used for one or more of the following purposes: deposit in reserves for repair, replacement, or contingencies; retirement of outstanding debt; or purchase of capital assets. Approval for disposition of excess revenues shall be made by the NPA.

Section 3. Any deficit net of receivables remaining at the end of the fiscal year shall be added to the cost of service for the following years and recovered through rates and charges for the parking system.