

PORTLAND DEVELOPMENT COMMISSION
Portland, Oregon

RESOLUTION NO. 6601

**AUTHORIZE INTERGOVERNMENTAL AGREEMENT
BETWEEN THE CITY OF PORTLAND AND PORTLAND
DEVELOPMENT COMMISSION TO PROMOTE
CONSISTENT LEGAL COUNSEL ON ISSUES OF
MUTUAL CONCERN**

WHEREAS, Section 15-104 of the Portland City Charter authorizes the Portland Development Commission to employ its own legal counsel;

WHEREAS, the Commission has historically employed, and continues to employ, its own legal counsel;

WHEREAS, the legal context in which the Portland Development Commission finances urban renewal projects is complex; and

WHEREAS, the City Council desires, and the Commission agrees, that it is beneficial to coordinate activities that promote consistent legal advice and interpretations between the two governing bodies on issues of mutual concern, as provided in the Intergovernmental Agreement.

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes the Executive Director to enter into an Intergovernmental Agreement with the City of Portland substantially in the form of Exhibit A attached hereto (the "Intergovernmental Agreement");

BE IT FURTHER RESOLVED that the Executive Director may approve changes to the Intergovernmental Agreement prior to and subsequent to execution, if such changes, in the opinion of the Executive Director and General Counsel, do not materially change the Commission's obligations or risks; and

BE IT FURTHER RESOLVED that this resolution shall become effective immediately upon its adoption.

Adopted by the Portland Development Commission on June 11, 2008.



Renee A. Castilla, Recording Secretary

INTERGOVERNMENTAL AGREEMENT

BETWEEN

CITY OF PORTLAND, BY AND THROUGH ITS CITY COUNCIL

AND

CITY OF PORTLAND, BY AND THROUGH ITS PORTLAND DEVELOPMENT
COMMISSION

This Intergovernmental Agreement, dated _____, 2008, is entered into between the City of Portland, acting by and through its City Council (Council), and the City of Portland, acting by and through its Portland Development Commission (Commission). The purpose of this Agreement is to clarify and facilitate coordination of the activities and responsibilities of the parties and promote consistent legal advice and interpretations between the two governing bodies on issues of mutual concern.

RECITALS:

1. The City of Portland is a municipal corporation, governed by a municipal Charter enacted, and amended from time to time, by the voters.
2. Under Section 15-101 of the Charter, the Portland Development Commission is an agency of the City and the City's Urban Renewal Agency.
3. [Under Section 15-103 of the Charter, the](#) Commission shall be and serve as the Urban Renewal and Redevelopment Agency of the City of Portland, pursuant to ORS Chapter 457
4. Under the Charter Section 15-104, the City Attorney is required to render legal assistance and advice as required by the Commission, but the Commission also has the authority to employ its own special legal counsel, and historically has employed its own legal counsel.
5. Recent amendments to the Charter require that the Commission prepare annual budgets that incorporate the goals established by the Council, and that the Council act as the Commission's budget committee.
6. Although the Council does not have authority to direct the activities of the Commission, the Council has authority to adopt the goals to guide the work of the Commission. In addition, the Council has authority to determine whether to issue bonds at the request of the Commission to fund the Commission's activities. Under state law, the Council may approve or disapprove Urban Renewal Plans proposed by the Commission, although the Council may not amend those plans.

7. The Commission functions in a complex legal and financial environment, and in order to foster consistency between the legal opinions given the Commission by its Legal Counsel and those given the Council by the City Attorney, the Council desires, and the Commission agrees, that the City Attorney shall be consulted on certain matters relating to the Commission's projects and programs, as provided in this Agreement.

AGREEMENT:

1. Upon the written request of any three members of the Council, the Commission will consult the City Attorney for a second opinion on any legal question relating to any development agreement executed or being negotiated by the Commission or to any proposed or existing policy, project or program of the Commission.
2. The Commission and its staff, including its own Legal Counsel, and the City Attorney shall cooperate with each other and provide information requested in connection with matters submitted to the City Attorney under this Agreement. The City of Portland, both through its Council and through the Commission, shall be considered the client of the City Attorney in all matters submitted to the City Attorney under this Agreement, and the City Attorney shall protect the confidentiality of information provided under this Agreement, within the bounds of the law. The City Attorney has the authority to discuss the issues with the members of the Commission and the Executive Director in order to obtain their views and insights with respect to the issues presented.
3. If the opinion of the City Attorney differs from the opinion of the Commission's Legal Counsel, the opinion of the City Attorney may be advisory only, or it may prevail over any contrary or inconsistent interpretation or advice from the Commission's Legal Counsel depending on the following circumstances:
 - a. With respect to general policies or practices (other than the internal operations of the Commission) regarding the use of the proceeds of borrowings or bonds issued by the Council the opinion of the City Attorney shall prevail. Two examples of a general policy or practice regarding the use of the proceeds of borrowings or bonds issued by the Council include 1) the policy that requires that at least 30% of the revenues in an urban renewal area be used for affordable housing; and 2) the policy that describes the conditions under which the Commission may incorporate satellite areas into its urban renewal plans.
 - b. In advance of the creation of any new general policy or practice the City Council may confer with members of the Commission.
 - c. With respect to all matters relating to the application of general policies or practices to projects, the Commission may accept or reject the City Attorney's advice or interpretation. For purposes of this provision,

“project” means an activity with respect to a specific geographic location or locations that is undertaken or to be undertaken through a Memorandum of Understanding, Development Agreement, or other agreement with a public or private party. Three examples of projects include 1) the construction of a school in the David Douglas area of the River District Urban Renewal Plan; 2) development of a particular affordable housing project; and 3) site assembly of multiple blocks or parcels for purposes of redevelopment.

4. The City Attorney may prepare a written report to the Council and the Commission on any matter submitted under this Agreement, but shall, to the extent permitted by law, protect the confidentiality of privileged and/or proprietary information provided by the Commission.
5. The costs, including attorney time, incurred by the City Attorney under this Agreement shall be borne solely by the Council.
6. The Commission and City Attorney shall account for the costs and time utilized in the implementation of this agreement.
7. This Agreement shall be in effect until July 1, 2009. This Agreement will be reviewed by the parties by July 1, 2009 to determine its effectiveness and decide whether the Agreement should be extended.

Mayor Tom Potter for Portland City Council

Mark Rosenbaum for Portland Development Commission

PDC

PORTLAND DEVELOPMENT COMMISSION

Resolution Number 6601

TITLE: AUTHORIZE INTERGOVERNMENTAL AGREEMENT BETWEEN THE CITY OF PORTLAND AND PORTLAND DEVELOPMENT COMMISSION TO PROMOTE CONSISTENT LEGAL COUNSEL ON ISSUES OF MUTUAL CONCERN

Adopted by the Portland Development Commission on June 11, 2008.

PRESENT FOR VOTE	COMMISSIONERS	VOTE		
		Yea	Nay	Abstain
<input checked="" type="checkbox"/>	Mark Rosenbaum, Chair	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Sal Kadri	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Bertha Ferrán	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	Charles Wilhoite	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	John Mohlis	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/> Consent Agenda		<input type="checkbox"/> Regular Agenda		

Certification

The undersigned hereby certifies that:

The attached resolution is a true and correct copy of the resolution as finally adopted at a Board Meeting of the Portland Development Commission and duly recorded in the official minutes of the meeting.


Renee A. Castilla, Recording Secretary

Date: June 12, 2008