

## RESOLUTION NO. 25- CRA

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY RESCINDING RESOLUTION NO. 21-04 (CRA); APPROVING THE AMENDED AND RESTATED ARTICLES OF INCORPORATION AND AMENDED AND RESTATED BY-LAWS FOR INVEST FORT LAUDERDALE, INC.; APPROVING THE CONFLICT OF INTEREST AND GIFT ACCEPTANCE POLICIES; RATIFYING THE APPOINTMENT OF ALL BOARD MEMBERS BY THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE; APPOINTING ITS SUCCESSOR; ESTABLISHING QUALIFICATIONS FOR SERVICE ON THE BOARD OF DIRECTORS OF INVEST FORT LAUDERDALE, INC.; AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AND FILE THE AMENDED AND RESTATED ARTICLES OF INCORPORATION WITH THE STATE OF FLORIDA AND TO EXECUTE ANY AND ALL DOCUMENTS AS NECESSARY OR INCIDENTAL THERETO; DELEGATING AUTHORITY TO THE EXECUTIVE DIRECTOR TO TAKE CERTAIN ACTIONS; AND PROVIDING FOR AN EFFECTIVE DATE.

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BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY:

SECTION 1. That the Board of Commissioners (the "Governing Body") of the Fort Lauderdale Community Redevelopment Agency ("CRA") hereby approves the Amended and Restated Articles of Incorporation and Amended and Restated By-Laws of Invest Fort Lauderdale, Inc., approves the Conflict-of-Interest Policy and Gift Acceptance Policies, all in substantially the form, attached to CAM #25-0552.

SECTION 2. Upon filing the Amended and Restated Articles of Incorporation with the Secretary of State for the State of Florida, that the Governing Body shall have the authority to appoint only three members of the Board of Directors of Invest Fort Lauderdale, Inc., upon a majority vote of the Governing Body of the CRA at a duly noticed, publicly held meeting, based on the following qualifications, reserving unto the Governing Body the right to make additional or revise the qualifications:

**Qualifications:** All board members appointed by the Governing Body of the CRA, or its successor, to the board of directors of Invest Fort Lauderdale, Inc. shall either (1)

permanently reside (2) own real property or (3) operate and manage an eligible business in the Northwest-Progresso-Flagler Heights Community Redevelopment Area.

SECTION 3. The Executive Director or his or her designee is empowered and directed to execute the Amended and Restated Articles of Incorporation and Amended and Restated By-laws, if necessary, and file the Amended and Restated Articles of Incorporation with the Secretary of State for the State of Florida, to execute such other documents as necessary or incidental thereto and take such further actions as he or she deems necessary and proper to establish Invest Fort Lauderdale, Inc., and make such further determinations he or she deems advisable in furtherance of the goals and objectives of Northwest-Progresso-Flagler Heights community redevelopment plan.

SECTION 4. The Governing Body of the Fort Lauderdale Community Redevelopment Agency hereby appoints the City Commission of City of Fort Lauderdale as its successor upon termination of the CRA.

SECTION 5. That the Governing Body of the Fort Lauderdale Community Redevelopment Agency hereby ratifies and affirms the appointment of all board members of Invest Fort Lauderdale, Inc. made by the City Commission of the City of Fort Lauderdale.

SECTION 6. The Amended and Restated Articles of Incorporation shall take effect upon filing with the Secretary of State for the State of Florida.

SECTION 7. That the office of the General Counsel shall review and approve as to form all documents prior to their execution by the Executive Director.

SECTION 8. That this Resolution shall be in full force and effect upon final passage.

ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2025.

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Chair  
DEAN J. TRANTALIS

ATTEST:

\_\_\_\_\_  
CRA Secretary  
DAVID R. SOLOMAN

APPROVED AS TO FORM  
AND CORRECTNESS:

\_\_\_\_\_  
Interim General Counsel  
D'WAYNE M. SPENCE

Dean J. Trantalis \_\_\_\_\_  
John C. Herbst \_\_\_\_\_  
Steven Glassman \_\_\_\_\_  
Pamela Beasley-Pittman \_\_\_\_\_  
Ben Sorensen \_\_\_\_\_