



Department Source: Community Development - CDBG/Home

To: City Council

From: City Manager & Staff

Council Meeting Date: October 21, 2019

Re: Council Report on Columbia Community Land Trust Board Appointment, Bylaws, Authorizing Ordinance, and Council Liaison Position

## Executive Summary

An inconsistency was identified between the Columbia Community Land Trust (CCLT) Bylaws and the Columbia Community Land Trust Authorizing Ordinance B219-16A. The inconsistency is found within the definition of the "Homeowner" categorical board membership.

CCLT Bylaws Article IX: 7 states that at least thirty days (30) prior to the Corporation's Annual Meeting, the Board of Directors shall request the Columbia City Council designate a City Council person to serve as a non-voting liaison to the Corporation. If the City Council elects to designate a liaison, the Council liaison shall not be considered a "Director" for purposes of Article II of the Bylaws or a "Director" under Missouri's Nonprofit Corporation Law, "RSMo. § 355.066."

## Discussion

The Classic CLT model includes a tripartite governance being comprised of three parts and each maintaining an equal number of seats. One third of the board represents the interests of people who lease the land on which CLT homes are built, one third are residents from the surrounding community where CLT homes are or may be constructed, and one third is made up of a group of community leaders with expertise to help speak for the public interest at stake with operation of the CLT. This governance structure is intended to allow for shared governance of each of the key stakeholders critical to the functioning and success of a CLT.

The CCLT models the tripartite board structure, however classic CLTs are typically member-based and appointed through a member-based process. Since the City is the primary funder and staff support for the CCLT, the authorizing ordinance and CCLT Bylaws specifies that the City of Columbia City Council will be the appointing body.

The inconsistency that exists within the CCLT Bylaws and the authorizing ordinance involves the definition of Directors chosen to serve that live within the homes. The authorizing ordinance identifies this category as "occupants," while the CCLT Bylaws identifies this category as "Homeowners". The CCLT's attorney interpreted "Homeowner" to mean the legal owner of record, which would be inconsistent with the term "occupant" that would allow any household member living within the home that also meets the residence criteria of living within the home at least 10 months per year.



# City of Columbia

701 East Broadway, Columbia, Missouri 65201

The City Council delayed the appointment of an applicant for the CCLT Board at the August 19, 2019 and September 16, 2019 meetings to allow for the CCLT Board to reconcile the differences between the ordinance and the CCLT Bylaws. CCLT Bylaw changes require two thirds majority as well as votes in favor of any changes within each board category. The CCLT Board initially directed City staff to draft a resolution to amend the Bylaws and align with the City authorizing ordinance at its August 13, 2019 meeting. City staff conferred with the CCLT's legal representation as directed and provided a resolution amending the CCLT Bylaws at the CCLT Board's September 10, 2019 meeting. The CCLT Board voted to table the item and the item was then placed on the agenda again at the October 8, 2019 meeting. The CCLT Board voted 2-4 against amending its Bylaws to align with the City Ordinance, therefore the CCLT Board's action results in a request that Council consider amending the authorizing ordinance to align with the CCLT Bylaw definition as a Homeowner Director being the legal owner of record.

CCLT Bylaws also require the CCLT Board request the appointment of a Council Liaison at least 30 days prior to their annual meeting. The CCLT's annual meeting is scheduled to be held on December 10, 2019, therefore this report is also intended to obtain Council considerations on the designation of a Council Liaison.

The purpose of this report is to provide background information regarding both of these CCLT Board membership items to City Council for consideration of potentially amending the CCLT Authorizing Ordinance, making an additional request to the Columbia Community Land Trust Board for Bylaw amendments, and/or identifying other desired Council considerations.

## Fiscal Impact

Short-Term Impact: None.  
Long-Term Impact: None.

## Strategic & Comprehensive Plan Impacts

### Strategic Plan Impacts:

Primary Impact: Social Equity, Secondary Impact: Infrastructure, Tertiary Impact: Economy

### Comprehensive Plan Impacts:

Primary Impact: Livable & Sustainable Communities,

## Legislative History

Date	Action
September 6, 2016	City Council approved an ordinance authorizing the establishment of a community land trust organization.



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## Suggested Council Action

Review the report and provide considerations to staff regarding the CCLT Board Bylaws and Board membership.