

AN ORDINANCE TO AMEND CHAPTER 2 OF THE CITY CODE TO REQUIRE CITY COUNCIL APPROVAL OF APPOINTED BOARD MEMBERS OF THE WILMINGTON NEIGHBORHOOD CONSERVANCY LAND BANK CORPORATION

#0075

Sponsor:

Council
Member
Oliver

WHEREAS, the Wilmington Neighborhood Conservancy Land Bank Corporation (the "Land Bank") was established in 2015 by Substitute No. 1 to Ordinance No. 15-040 to acquire, manage, and dispose of vacant, abandoned, and tax-delinquent properties, and to support equitable development, affordable housing, and community revitalization; and

WHEREAS, by Substitute No. 1 to Ordinance No. 21-061, Council codified the continued existence of the Land Bank by adding a new Division 19, entitled "Wilmington Neighborhood Conservancy Land Bank Corporation", under Article III of Chapter 2 of the City Code; and

WHEREAS, City Council ceded all control and oversight of the Land Bank by allowing Board of Director appointments and replacements to occur via majority vote of the Board of Directors; and

WHEREAS, Chapter 47 of Title 31 gives City Council the authority to oversee the Land Bank Board of Directors by filling board vacancies by Resolution; and

WHEREAS, City Council wishes to increase its oversight of the Land Bank by requiring its Board to seek City Council's approval when replacing appointed Board Members; and

WHEREAS, City Council deems it necessary and appropriate to make certain amendments to the City Code to increase oversight, transparency and accountability of the Land Bank.

**NOW, THEREFORE, THE COUNCIL OF THE CITY OF WILMINGTON
HEREBY ORDAINS:**

SECTION 1. Chapter 2 (“Administration”), Article III (“Boards, Commissions and Similar Entities”), Division 19 (“Wilmington Neighborhood Conservancy Land Bank Corporation”) of the Wilmington City Code is hereby amended by deleting the stricken language and adding the underlined language as follows:

ARTICLE III. – BOARDS, COMMISSIONS AND SIMILAR ENTITIES

DIVISION 19. – WILMINGTON NEIGHBORHOOD CONSERVANCY LAND BANK CORPORATION

Sec. 2-150.88. - Authorization; formation; purpose.

- (a) *Authorization.* There is hereby authorized a Delaware non-profit corporation to be known as the “Wilmington Land Bank Conservancy Corporation” (~~the “WNCLB Corporation”~~) (the “Land Bank”).
- (b) *Formation.* The mayor and all appropriate officers of the city are hereby authorized to take all such actions as are necessary to cause the formation of the ~~WNCLB Corporation~~ Land Bank and to maintain the existence of the ~~WNCLB Corporation~~ Land Bank in accordance with the City Code.
- (c) *Purpose.* The ~~WNCLB Corporation~~ Land Bank shall serve as the sole and exclusive land bank for the City of Wilmington with all such powers and duties as provided in Chapter 47 of Title 31 of the Delaware Code.

Sec. 2-150.89. – Board of directors.

- (a) *Membership.* The management of the ~~WNCLB Corporation~~ Land Bank shall be vested in a board of directors (~~the “Board of Directors”~~) (the “Land Bank Board”), which shall consist of the following fifteen (15) members (or the designees of such members as authorized below):
 - (1) The director of the department of planning and development for the City of Wilmington;
 - (2) The director of the office of economic development for the City of Wilmington;
 - (3) The director of the department of real estate and housing for the City of Wilmington;
 - (4) The president of Wilmington City Council;
 - (5) The finance committee chairperson for Wilmington City Council;
 - (6) The community development and urban planning committee chairperson for Wilmington City Council;

- (7) Four representatives from the local community or community groups in the City of Wilmington designated by the board of directors and approved by resolution of City Council;
 - (8) One individual designated by the Wilmington Neighborhood Planning Council Leadership Committee and approved by resolution of City Council;
 - (9) One individual designated by the Governor of the State of Delaware;
 - (10) One individual designated by the President Pro Tempore for the Delaware Senate;
 - (11) One individual designated by the Speaker for the Delaware House of Representatives; and
 - (12) One individual designated by the ~~WNCLB Land Bank~~ Technical Board (as defined in section 2-150.90 of this division) that is also a participating member of the ~~WNCLB Land Bank~~ Technical Board.
- (b) *Terms of Service; designation; requirement to live or work in the city.*
- (1) *Ex officio board members.* The members of the board of directors designated in clauses (1) through (6) of subsection (a) of this section (the “ex officio board members”) shall remain as members of the board of directors for so long as they hold their respective designated position. An ex officio board member may designate another individual to serve on the board of directors on behalf of such ex officio board member (an “ex officio designee”) by providing advance written notice to the other members of the board of directors of such designation. Any ex officio designee shall be required to live or work in the City of Wilmington during their time as an ex officio designee.
 - (2) *Appointed board members.* The members of the board of directors designated in clauses (7) through (12) of subsection (a) of this section (the “appointed board members”) shall each be appointed to serve as a board member for a four-year term. Each appointed board member must either or live in the City of Wilmington during their term as a board member. Appointed board members shall not be authorized to select a designee to serve on the board of directors on their behalf.
- (c) *Vacancies.*
- (1) *Ex officio board members and ex officio designees.* If an ex officio board member is terminated or resigns from the underlying position that qualified them to be an ex officio board member on the board of directors, then such ex officio board member position shall be filled by the individual who subsequently assumes the applicable position on an interim or permanent basis. All ex officio designees shall serve at the pleasure of their respective ex officio board member and may be replaced at any time without cause upon the delivery of written notice to the other board members. An ex officio designee shall be deemed to be terminated and removed from the board of directors upon the termination or

resignation of the individual that selected such ex officio designee from the underlying position that qualified such ex officio board member to be a board member.

- (2) *Appointed board members.* Any appointed board member vacancy for a board member appointed under sections 2-150.89(a)(7) and (8) may be filled by a majority vote of the remaining members of the board of directors the remaining board of directors selecting a nominee for the remainder of the vacated appointed board member's term, whose nomination shall be considered by a resolution of council. Any appointed board vacancy for a board member appointed under section 2-150.89(9)-(12) may be filled by a majority vote of the remaining members of the board of directors.
- (d) *Actions of the board of directors.* All actions of the board of directors of the ~~WNCLB Corporation~~ Land Bank shall be approved by an affirmative vote of a majority of members in attendance at a meeting duly held at which a quorum is present, except for the actions set forth in subsections (1) and (2) below or actions that require a greater percentage of votes for approval by Chapter 1 of Title 8 of the Delaware Code. Eight members of the board of directors shall constitute a quorum.
- (1) *Actions requiring an affirmative vote of at least eight members.* The following actions require an affirmative vote of at least eight members of the board of directors:
- (i) Adoption of bylaws;
 - (ii) Hiring or firing of an employee or contractor of the Land Bank;
 - (iii) Adoption or amendment of annual budget; and,
 - (iv) Sale, lease, encumbrance, or alienation of real property, improvements, or personal property with a value of more than \$50,000.00; and
 - (v) Dissolution.
- (2) *Actions requiring an affirmative vote of at least ten members.* The following actions require an affirmative vote of at least ten members of the board of directors:
- (i) Hiring or firing of the executive director of the WNCLB Corporation; and
 - (ii) Causing the Land Bank to incur debt.

Sec. 2-150.90. – Technical Board.

- (a) *Establishment; membership.* ~~The board of directors of the WNCLB Corporation~~ The Land Bank Board shall be advised by a technical board ~~(the “WNCLB Technical Board”)~~ (the “Land Bank Technical Board”) selected by the board of directors.

(b) *Chairperson.* The meetings of ~~the WNCLB Technical Board~~ the Land Bank Technical Board shall be chaired by an individual duly elected by the representatives comprising ~~the WNCLB Technical Board~~ the Land Bank Technical Board. ~~The WNCLB Technical Board~~ The Land Bank Technical Board chairperson shall compile the recommendations of ~~the WNCLB Technical Board~~ the Land Bank Technical Board and shall report on such recommendations to the board of directors.

SECTION 2. This Ordinance shall become effective immediately upon its date of passage by the City Council and approval by the Mayor.

First Reading.....

Second Reading....

Third Reading.....

Passed by City Council,

President of City Council

ATTEST: _____

City Clerk

Approved this _____ day of _____, 2025

Mayor

SYNOPSIS: This Ordinance amends Chapter 2 of the City Code by requiring City Council to approve, via resolution, of appointed board members of the Land Bank Board of Directors.

FISCAL IMPACT STATEMENT: There is no anticipated fiscal impact.