



# BYLAWS OF THE CITY OF ST. IGNACE DOWNTOWN DEVELOPMENT AUTHORITY

## **ARTICLE 1: ESTABLISHED**

The City Council of the City of St. Ignace, recognizing the need to halt property value deterioration, to eliminate the causes of that deterioration and to promote economic growth, created the St. Ignace Downtown Development Authority by ordinance effective November 28<sup>th</sup>, 1981. At that time the Authority was given all of the powers and duties preserved for a Downtown Development Authority pursuant to Act 197 of Public Acts of 1975, as amended by Public Act 57 of 2018.

## **ARTICLE II: PURPOSE**

The purpose of the Authority is to prevent economic decline, strengthen existing areas, encourage new development, encourage historical preservation, prevent deterioration, create and implement development plans, promote economic growth and to increase property tax valuation where possible in the business district.

## **ARTICLE III: POWERS**

In general, and subject to such limitations and conditions which are or may be prescribed by law, to exercise such other powers which now are or hereinafter may be conferred by law upon an authority organized pursuant to Act No. 197 of the Public Act of 1975, as amended by Public Act 57 of 2018.

- (a) Prepare an analysis of economic changes taking place in the district.
- (b) Study and analyze the impact of these changes upon the district.
- (c) Plan and propose the construction, the renovation, repair, remodeling, rehabilitation, restoration, preservation or reconstruction of a public facility, an existing building or a multiple family dwelling unit which may be necessary or appropriate to the execution of a plan, which in the opinion of the board, aids in the economic growth of the downtown district.
- (d) Develop long-range plans in the cooperation with the City of St. Ignace Planning Commission, designed to prevent deterioration of property values in the district and to encourage economic growth in the district and to take steps necessary to implement the plans.



- (e) Implement and plan of development that may be necessary to achieve the purpose of the Act in accordance with the ordinance and the authority granted by said act.
- (f) Make and enter into contracts necessary or incidental to the exercise of its powers and performances of its duties.
- (g) Acquire by purchase or otherwise, on terms and conditions and in a manner the Authority deems proper or own, convey, or otherwise dispose of, or lease as lessor or lessee, land and other property, real or personal, or rights or interests therein, which the Authority determines is reasonably necessary to achieve the purposes of this, and to grant or acquire licenses, easements, and options with respect thereto.
- (h) Improve land and construct, reconstruct, rehabilitate, restore and preserve, equip, improve, maintain, repair and operate any building including multiple-family dwellings and any necessary or desirable appurtenances there to, within the downtown district for the use, in whole or in part, of any public or private person or corporation, or a combination there of.
- (i) Fix, charge, and collect fees, rents and charges for the use of any building or property under its control or any part thereof, or facility therein, and pledge the fees, rents and charges for the payment of revenue bonds issued by the Authority.
- (j) Lease any building or property under its control or any part thereof.
- (k) Accept grants and donations of property, labor or other things of value from public or private sources.
- (l) Acquire and construct public facilities.

#### **ARTICLE IV: BOARD MEMBERSHIP**

##### Section I — Number, Tenure & Qualifications

The Board of the Authority shall consist of nine (9) members. The term is 4 years. There should be (2) board member terms expiring each year. Board members should have an interest in the downtown district by owning property, owning a business in the downtown district or working in the downtown district. A member of the Board must qualify for office by swearing and subscribing to the constitutional oath of office.

##### Section 2- Appointment

Board members are appointed by the Mayor of St. Ignace under the approval of the city council. The Authority can make board member recommendations to the mayor.

##### Section 3 — Removal

Any member of the Board of Directors shall be subject to removal upon the affirmative vote of two-thirds (2/3) of all the Directors at any regular or special meeting called for that purpose whenever that member has missed one quarter (1 /4) of the meetings within a one



(1) year period, or has been absent from three (3) consecutive regular meetings, or if the member is no longer eligible if they move or no longer own a business in the downtown district. Upon determination by the Board that such member should be removed, a recommendation shall be made to the City Council that such member be removed for cause.

Any member proposed to be removed by the City Council shall be entitled to at least seven (7) days' notice in writing by mail or email of the meeting at which removal is to be voted on and such member shall be entitled to appear and be heard by the City Council at such meeting.

#### Section 4- Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, will be appointed by the mayor, subject to approval by the City Council.

#### Section 5- Expiration of Term; Continuation in Office

Members whose term has expired shall continue to hold office until his/her successor has been appointed with the advice and consent of the City Council.

### **ARTICLE V: OFFICERS**

#### Section 1- Officers

The officers of the Authority shall be a Chair, Vice-chair and Secretary each of whom shall be elected from the members of the Board by Majority vote of the Board at its annual regular meeting in each calendar year.

#### Section 2- Chair

The Chair shall preside at all meetings of the Board and shall, in general, supervise and control all the business and affairs of the Authority. The Chair may sign with the secretary (or any other officer duly authorized by the Board) deeds, mortgages, contracts or other instruments which the Board has authorized to be executed, and in general, shall perform all duties incident to the office of Chair as may be preserved by the Board from time to time.

#### Section 3: Vice-Chair

In the absence of the Chair for in the event of his inability or refusal to act, the Vice-chair shall perform the duties of the Chair.

#### Section 4- Secretary

The Secretary shall keep minutes of the Board's meetings and have custody of the records of the Authority and shall see that notices of meetings are duly given in accordance with the provisions of Article VI of these By-laws and otherwise required by law; shall act as parliamentarian of all meetings of the Board; and. In general, shall perform all duties



incident to the office of secretary and such other duties as many from time to time be assigned to the secretary by the Chair or by the Board.

## **ARTICLE VI: MEETINGS OF THE BOARD**

### Section 1- Regular Meetings

Regular Meetings of the Board shall meet monthly at such date and times as Board may determine at the first annual meeting of the new year.

### Section 2: Special Meetings

Special Meetings may be called by or at the written request of the Board Chairman or any two members. The person or persons authorized to call special meetings of the Board may determine any place as the location for a special meeting.

### Section 3- Notices of Meetings

All meetings of the Board shall be properly noticed pursuant to the Michigan Open Meetings Act.

### Section 4- Quorum and Voting

A majority of the members of the Board shall constitute a quorum for the transaction of business. However, a vote of a minimum of 5 members of the Board is require to constitute the action of the Authority. In the event that effective membership is reduced because of Disclosure of Interest, a majority of the remaining members of the Board then in office shall constitute a quorum for the transaction of business.

Except in those cases where a larger majority is required by law, no motion, resolution or action shall be adopted or pass, nor shall any appointment be made, nor any person removed from office as permitted by these rules except by the affirmative vote of at least 5 members of the board.

### Section 5- Compliance with Open Meetings Act

The Authority being a public body is subject to and must comply with all provisions of the Open Meetings Act, unless specifically exempted therein.

### Section 6- Rules of Order

Roberts' Rules of Order shall govern the conduct of all meetings.

### Section 7- Disclosure of Interests

A board member who has a direct interest in any matter before the Authority shall disclose his/her interest prior to the Authority taking any action with respect to the matter, which disclosure shall become a part of the record of the Authority' s official proceedings.

Further, any member making such disclosure, shall then refrain from participating in the Authority's decision-making processes relative to such matter. If the Board suspects a



member cannot be impartial, by majority vote of the members present, the Board may vote to compel any member(s) to recuse themselves for any action.

#### Section 8- Committees of Members

The Board by resolution may appoint by a majority of the board one or more committees, each of which shall consist of two or more members, which committees shall have and exercise such authority as shall be granted to them by such resolution; provided, however, such committee shall not have the power or authority to adopt an agreement of merger or consolidation or an agreement for the sale, lease or exchange of all, or substantially all of the Authority's property and assets, dissolve the Authority or amend the rules of the Authority. Except as otherwise provided in such resolution, the members of such committee shall be members of the Authority and Chairman shall appoint the members thereof. Any member may be removed by their person or persons authorized to appoint such member whenever in their judgement the best interest of the Authority shall be served by such removal.

#### Section 9- Public Meetings

The meetings of the board shall be public.

### **ARTICLE VII: STAFF PERSONNEL**

#### Section 1- Director

The Board may employ and fix the compensation of a director, subject to approval by the City Council. The director shall serve at the pleasure of the Board. A member of the Board shall not hold the position of director while serving on the Board. The Board may require the director to post a bond payable to the Authority for the use and benefit of the Authority. The premium for such bond is to be paid by the Authority. Subject to the approval of the Board, the director shall supervise and be responsible for the preparation of plans and the performance of the functions of the Authority. The director shall attend the meetings of the Board and shall render to the Board and the City Council a regular report covering the activities and financial condition of the authority. The director shall furnish the Board with information or reports of governing the operation of the Authority as the Board requires. If the director is absent or disabled, the Board may delegate his/her functions and responsibilities to any person otherwise qualified under this section. Such other person shall be designated as the acting director.

#### Section 2- Legal Counsel

The Board may retain legal counsel to advise the Board in the proper performance of its duties and to represent the Authority in actions brought by or against the Authority.



### Section 3- Other Personnel

The Board may employ personnel as deemed necessary by the Board. Such personnel may include, but not be limited to, a director, legal counsel, downtown maintenance worker or project staff.

## **ARTICLE VIII Contracts**

### Section 1- Contracts

The Board may authorize the chairman, agent or agents of the Authority to enter into any contact or execute and deliver any instrument in the name of and on behalf of the Authority, and such authorization may be general or confined to specific instances.

## **ARTICLE IV PARLIAMENTARY AUTHORITY**

The rules contained the current edition of Robert's Rules of Order shall govern the Board in all cases to which they applicable and in which they are not inconsistent with these bylaws and any special rules of order the Board may adopt.

Adopted by the St. Ignace Downtown Development Authority on September 9, 2022.