

**FRANKENMUTH DOWNTOWN DEVELOPMENT AUTHORITY BY-LAW AMENDMENTS**

RECOMMENDED BY THE D.D.A. BOARD JUNE 10, 1999

APPROVED BY CITY COUNCIL JULY 6, 1999

Proposed to City Council January 15, 2019

Add or ~~Deleted~~

**ARTICLE I. NAME**

Section 1. The name of the organization shall be FRANKENMUTH DOWNTOWN DEVELOPMENT AUTHORITY, hereinafter referred to as the D.D.A.

Section 2. The D.D.A. was created by the City of Frankenmuth, Michigan as an Authority pursuant to Public Act 197 of the Public Acts of Michigan, 1975, as amended.

**ARTICLE II. PURPOSE**

Section 1. The D.D.A. shall analyze the impact of economic changes and growth in the Downtown District as defined by City ordinance and develop plans in coordination with the City's Planning Commission, to promote orderly economic growth in the Downtown District, hereinafter referred to as the D.D.D.

Section 2. With the advice and consent of the City Council, the D.D.A. shall implement a development plan in the D.D.D. as necessary to achieve the purposes of the Downtown Development Act, all in accordance with the powers granted by said Act.

Section 3. The D.D.A. shall strive to promote economic growth, halt property value deterioration, eliminate the causes of that deterioration, and properly and reasonably use the powers conferred to the D.D.A. pursuant to said Public Act 197 of the Public Acts of Michigan, 1975, as amended.

**ARTICLE III. MEMBERSHIP, APPOINTMENT, TERM, VACANCIES**

Section 1. The D.D.A. shall consist of 13 members including the Mayor or his/her designee. All members will be appointed by the Mayor, subject to the approval of the City Council. Membership may be selected from one or more of the following sectors:

- (a) Representation from the public at large.
- (b) Representation based on geographic consideration without regard to age, sex, race or religion.

Section 2. At least 7 members shall be persons having an interest in property within the D.D.D., and at least 1 (one) member shall be a resident of the D.D.D.

Section 3. Of the 13 members appointed, the Mayor's (or his/her designee) appointment shall be for an indefinite period of time; 3 shall have one-year appointments; 3 shall have two year appointments; 3 shall have three year appointments; and 3 shall have four year appointments. Members shall hold office until a successor is appointed. After initial appointments have expired, members shall be appointed for terms of four years. The terms of office shall commence on November 10.

Section 4. The Board may appoint volunteer advisors. An Advisor to the Board is an individual that has served on the DDA, is a valuable source of wisdom and institutional memory and volunteers at the sole discretion of the DDA. An Advisor does not vote, does not have fiduciary responsibilities, is not obligated to attend meetings, does not count towards a quorum, and may be excluded from executive sessions of the board.

Section 5. The Mayor, with City Council approval, shall appoint members of the D.D.A. to fill unexpired terms and terms of those who may resign or who fail to qualify for any reason.

Section 6. Members of the D.D.A. shall serve without compensation.

#### **ARTICLE IV. POWERS AND DUTIES**

Section 1. The D.D.A. shall adopt its own rules governing procedures, meeting dates, et cetera, subject to the approval of the City Council. Special meetings may be called by the president. Public notice of the time, date and place of all meetings shall be given in the manner required by Act 267 of the Public Acts of 1976.

Section 2. Meetings of the D.D.A. shall be open to the public and a record shall be maintained of all proceedings. All business which the Board may perform shall be conducted in compliance with Act 267 of the Public Acts of 1976, being Michigan Compiled Laws 15.261-15.275.

Section 3. Regular meetings shall be held on the second Thursday of each month at ~~1:45 PM~~ 1:30 PM at the Frankenmuth City ~~Hall~~ Township Government Center unless the meetings are cancelled by the president due to lack of business.

Section 4. One officer and six members shall constitute a quorum for the transaction of business.

#### **ARTICLE V. OFFICERS**

Section 1. The D.D.A. shall elect a president, also known as chairperson, vice president, secretary and treasurer annually at the November meeting. Other officers shall be elected as necessary. Re-elections may be made at the discretion of the D.D.A. Board.

Section 2. The president shall preside at all meetings of the D.D.A., shall bring matters of immediate attention to the Board, shall announce any special meetings to the membership and shall maintain direct communication with the City Council and the City Planning Commission.

Section 3. The vice president, in the absence of the president, shall assume the duties of the president. Should the chair become vacant by death or resignation, or should the president become otherwise unable to discharge the duties of the office, the vice president shall become the president for the unexpired term and shall assume all powers and responsibilities of the office.

Section 4. In the event the vice president assumes the duties of the president, a new vice president shall be elected.

Section 5. The secretary shall attend all meetings of the D.D.A., shall keep minutes of the meetings, and maintain these records; shall provide the City Council with a copy of the D.D.A. minutes; shall maintain the by-laws as amended or otherwise altered to date; shall see that books, reports, statements and all other documents and records required by law are properly kept and filed.

Section 6. The treasurer shall be responsible to the D.D.A. for the conduct of all financial affairs.

#### **ARTICLE VI. COMMITTEES**

Section 1. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and Mayor (or his/her designee). The City Manager and the D.D.A. Director shall be ex-officio members of the Executive Committee.

Section 2. Standing committees may be formed and disbanded at the discretion of the D.D.A. Any committee so formed must have at least one member of the D.D.A. in its membership.

Section 3. The D.D.A. may invite persons to act as advisory committee members to help guide and supply information to assist in decision making. D.D.A. members may recruit potential advisory committee members and the appointment shall be affirmed by a majority vote of the membership at a regular or special D.D.A. meeting.

#### **ARTICLE VII. REMOVAL OF D.D.A. MEMBERS**

Section 1. Pursuant to notice and an opportunity to be heard, a member of the D.D.A. may be removed for cause by the City Council.

Section 2. D.D.A. members shall be regular in attendance at meetings, and any member who is not able to attend regularly shall resign his/her membership. By a majority vote, any member may be removed from the D.D.A. for continued absence from regular meetings.

#### **ARTICLE VIII. FISCAL YEAR, BUDGET, REPORTS, AUDITS**

Section 1. The fiscal year of the D.D.A. shall be from July 1 to June 30 or such other fiscal year as may hereafter be adopted by the City Council.

Section 2. The ~~president and~~ treasurer with assistance from the Executive Director or other City staff shall prepare an annual budget and submit same to the City Manager for submission to the City Council. Before the budget may be adopted by the Board, it shall be approved by the Frankenmuth City Council.

Section 3. The D.D.A. shall be audited annually by the CPA firm which audits the City of Frankenmuth. Copies of the D.D.A. audit shall be filed with the City Council.

Section 4. All expense items of the D.D.A. shall be prepared monthly and the financial records shall always be open to the public.

#### **ARTICLE IX. CONTRACTS, LIABILITY**

Section 1. No member of the D.D.A. shall bind the D.D.A. to any contract or pledge its credit or render it pecuniarily liable for any purpose without the express authorization of the City Council and the vote of the D.D.A.

**ARTICLE X. BY-LAW AMENDMENTS**

Section 1. These by-laws may be amended by a vote of the D.D.A. Board at any regular or special meeting called for that purpose upon prior notice of the proposed action. All amendments shall be approved by the Frankenmuth City Council.