

**BY-LAWS OF THE
DOWNTOWN DEVELOPMENT AUTHORITY OF THE
TOWNSHIP OF MICHIGAMME**

ARTICLE I

PURPOSE

Section 1. Statement of Purpose and Mission.

Mission Statement: The mission of the Michigamme Downtown Development Authority is to actively pursue support, facilitate, and welcome initiatives that aid and encourage private development and promote and coordinate public development within the downtown development district of Michigamme Michigan.

A. The purpose of the Michigamme DDA is to act in accordance with ACT 197 of the Michigan Public Acts of 1975, as such statute may from time to time be amended: including particularly to correct and prevent deterioration in the downtown district, to encourage historical preservation; to create and implement development and marketing plans in the district; to promote the economic growth of the district; and to encourage the expansion of commercial enterprises in the downtown district. The Michigamme DDA administers the funding to provide for the future success and viability of the Michigamme DDA district.

B. The Michigamme DDA shall have the powers to:

1. Prepare an analysis of economic changes taking place in the downtown district.
2. Study and analyze the impact of metropolitan growth upon the downtown district.
3. Plan and propose the construction, renovation, repair, remodeling, rehabilitation, restoration, preservation, or reconstruction of public facility, and 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.
4. Develop long-range plans, in cooperation with the Michigamme Planning Commission in the municipal designed to halt the deterioration of the property values in the downtown district and to promote the economic growth in the downtown district, and take such steps as may be necessary to persuade property owners to implement the plan to the fullest extent possible.
5. Implement any plan of development in the downtown district necessary to achieve the purpose of Act 197 in accordance with the powers of the Authority as granted by Act 197.

6. Make and enter into contracts necessary or incidental to the exercise of its powers and the performance of its duties.
7. Acquire by purchase or otherwise, on terms and conditions and in a manner the Authority deems proper, or own, or otherwise dispose of, or lease or lessee, land and other property, real or personal, or rights or interest which the Authority determines is reasonably necessary to achieve the propose of this act, and to grant or acquire licenses, easements and options with respect thereto.
8. 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 thereto, within the downtown district for the use, in the whole or in part, of any public or private person or corporation, or combination thereof.
9. 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 of the payment of revenue bonds issued by the Authority.
10. Lease any buildings or property under its control, or any part thereof.
11. Accept grants and donations of property, labor or other things of value from a public or private source.
12. Acquire and construct public facilities.
13. Prepare its own budget for approval by the Township.
14. Utilize Tax Increment Financing (TIF) or other revenue measures throughout the DDA District or portions there of as authorized under Act 197 or Public Act 450 of 1980.

C. Goals:

1. Improve communication and processes between Township and Business.
2. Increase awareness of Downtown Michigamme.
3. Create a business base that will support and compliment one another.
4. Increase foot traffic and business sales in Downtown Michigamme.
5. Improve the physical and visual appearance of Downtown Michigamme.
6. Improve the efficiency and effectiveness of the operating board, staff and volunteers.
7. To nurture community pride in and support of Downtown Michigamme.
8. To promote Downtown Michigamme through marketing, public relations and communications strategies.
9. To establish a coordinated effort among various organizations and agencies to support the revitalization of Downtown Michigamme.
10. To promote economic growth and increase property values in Downtown Michigamme and to eliminate the causes of deterioration.
11. To enhance the image of Downtown Michigamme.
12. To expand and diversify the retail mix in Downtown Michigamme.

13. To strengthen residential development and renovation.
14. To maintain and increase private sector investment and expansion.
15. To encourage business excellence and quality in merchandise, services and building appearances.
16. To create a business district that is unique, diverse, friendly, comfortable, active, urban, accessible, creative, and cultural.

ARTICLE II

MEMBERS

Section 1. Management Powers, Number, Qualification and Term. The property, affairs and business of the DDA of the Township of Michigamme (“Authority”) shall be managed by its members consisting of eight (8) persons and no more than twelve (12), appointed from time to time as provided by PA 197 of 1975. The qualifications of the members shall be as provided by law. Each appointee shall serve at the pleasure of the Township Board. The voting members shall be appointed for a term of four (4) years. A member shall hold office until the member’s successor is appointed and assumes the office. Thereafter, each member shall serve for a term of four (4) years.

Section 2. Powers: The members shall have such power and authority as is conferred upon them by the PA 197 of 1975, as the same now exists or may hereafter be amended, and such other power and authority as may be contained under the Constitution and the Laws of the State of Michigan as the same may now or hereafter exist.

Section 3 Regular Meetings: Regular meetings of the Authority shall be held on the 1st Thursday of each month at 7:00 PM unless modified by the Chairperson with consent of the majority of the members. Notice of the time and place of such meeting may from time to time be fixed by resolution of the Authority, or, if not, fixed by the Chairperson in the same manner as hereinafter specified for giving notice of special meetings. All meetings shall be conducted in accordance with the Michigan Open Code Meetings Act (Act No. 267 PA of 1976)

Section 4. Special Meetings. Special meetings may be held upon the call of the Chairperson, Vice-Chairperson, Secretary, Treasurer, or any two members at such place within the Township of Michigamme, as shall be specified in the notice of such meetings. Notice shall be given to the public as prescribed under the provisions of the Open Meetings Law. Notice of special meetings may be either oral or written. Oral notice may be delivered personally or by telephone and shall be given at least twenty-four (24) hours prior to the time of the meeting. Written notice may be sent by mail, facsimile, electronic mail or personal delivery. If delivered personally or by fax, such notice shall be delivered twenty-four (24) hours prior to the time of the meeting. If written notice is sent by mail, such notice shall be mailed three (3) days prior to the time of the meeting. Unless specified otherwise, any notice hereinafter called for in these by-laws shall be given as specified in this section. No notice of any meeting need be given any

member who attends objections to the place and time of the meeting, to the manner in which it has been called or convened or to the transaction of business. No notice shall be required to be given any member who at any time before or after the meeting waives notice of the meeting in writing.

Section 5. Power of Committees: Standing committees shall determine and schedule their meeting times, dates, and locations; consult with outside sources; interface with other township appointed Boards and Commissions for exchange of ideas that would then be present to the Michigamme DDA prior to any action of the Michigamme DDA. The committees could interface by inviting member(s) of such boards and commissions of a committee meeting, member(s) of the committee attending said Board's meeting, telephone consultation, and written correspondence; make recommendations to the Michigamme DDA for approval; act on decisions made by the Michigamme DDA as delegated by said DDA members that are within the authority and means of the Michigamme DDA. Standing committees do not have the authority to take action without the approval of the Michigamme DDA; act on proposed plans without approval of the Michigamme DDA; make recommendations between committees without the approval of the Michigamme DDA; and enter into contracts of purchase agreements.

Section 6. Quorum: A majority of the members, at a meeting duly assembled, shall constitute a quorum for the transaction of business. Unless otherwise specifically required by statute or by these by-laws, the act of a majority of such members present at a meeting at which a quorum is present shall be the act of the Authority, and if at any meeting of the Authority there shall be less than a quorum, a majority of those present may adjourn the meeting without further notice, until a quorum shall have been obtained.

Section 7. Parliamentary Procedures: In case of dispute concerning parliamentary procedures governing the conduct of meetings of the Authority, Roberts Rules of Order shall govern.

Section 8. Nominations of Members: The Michigamme Township will post the vacant DDA appointment(s). At the regularly scheduled monthly board meetings, the selection of the DDA member(s) will be selected, with appointment(s) from the Township Supervisor with approval of the Township Board. The Supervisor and Board may accept or reject any nominee and may nominate a qualified individual(s) if they choose to do so.

ARTICLE III

OFFICERS

Section 1. Number: The members shall elect from one of their number a Chairperson, Vice-Chairperson, Secretary and Treasurer. The Secretary and Treasurer may be, but not need be, a member.

Section 2. Election: A meeting shall be held in January, and thereafter at the regular January meeting of every year for the purpose of electing new officers. Notice of the time and place of such meeting shall be given by the retiring Chairperson.

Section 3. Term & Removal: All officers shall be elected by and serve at the discretion of the board members and any officers may be removed from office, either with or without cause, at any time, by the affirmative vote of the majority of the members of the Authority then in office, or by vote of the Township Board. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by the members for the unexpected portion of the term. Resignation shall be submitted in writing to the Chairperson. Pursuant to notice and after having given an opportunity to be heard, a member of the board may be removed for cause by the governing body, removal of the member is subject to review by the DDA and/or Township Board. Removal of a board member is subject to review by circuit court.

Section 4. Powers: The powers and duties of the officers shall be as provided from time to time by resolution or other directive of the members, or as prescribed by the Township Board. In the absence of such provisions, respective officers shall have the powers and shall discharge the duties customarily and usually held and performed by like officers of authorities similar in organization to this Authority.

Section 5. Chairperson: The Chairperson shall be the chief executive officer of the Authority and shall have general and active management of the business of the Authority and shall see that all resolutions of the Authority are carried into effect. He/she shall be ex officio member of all committees, unless otherwise provided in the resolution appointing the same. The Chairperson shall call meetings of the Authority and shall act as Chairperson of such meetings.

Section 6. Vice-Chairperson: In the event of the unavailability, disability, or death of the Chairperson or at the Chairperson's request or when specifically authorized by the Authority, the Vice-Chairperson shall also have such powers and perform the duties of the Chairperson. The Vice-Chairperson shall also have such powers and perform such duties as are specifically imposed upon him/her by law and as may be assigned to him/her by the Authority or the Chairperson. In the absence of the Chairperson, the Vice-Chairperson shall call meetings of the members and shall act as Chairperson of such meetings.

Section 7. Secretary: The Secretary shall record; review and present to the Michigamme DDA for approval all Michigamme DDA meetings minutes, committee minutes and correspondence. The Secretary shall attend all sessions of the Authority and record all votes and the minutes of all proceedings in books to be kept for that purpose, and shall perform like duties for the standing committees when required. The Secretary shall give, or cause to be given; any notice required to be given of any meetings of the Authorities and shall perform such other duties as may be prescribed by the authority of the Chairperson. The Secretary, if a non-member, shall attend meetings for the purpose of recording the minutes of such meeting, but shall not have any of the powers, rights, or duties of members.

Section 8. Treasurer: The Treasurer shall review and present to the Michigamme DDA for approval all Michigamme DDA fund and expense reports created by the DDA. The treasurer will be responsible for tracking of all funds, expenses and revenues. The Treasurer, if a non-member, shall attend meetings but shall not have any of the powers, rights, or duties of members. The Treasurer shall have charge of and be responsible for all funds, securities, receipts and disbursements of the Authority, and shall deposit, or cause to be deposited; in the name of the Authority, all monies or other valuable effects; in such banks, trust companies or other depositories as shall, from time to time, be selected by the Authority; he/she shall render to the Chairperson and to the members, whenever requested, an account of the financial condition of the Authority; and in general, he/she shall perform all the duties incident to the office of a Treasurer of a Township, and such other duties as may be assigned to him/her by the members of the Authority.

Section 9. Compensation of Members: Members of the Michigamme DDA shall serve without compensation but shall be reimbursed for actual and necessary expenses subject to authorization by a vote of two-thirds of the majority of the DDA members.

ARTICLE IV

BOOKS AND RECORDS

The Michigamme DDA shall keep correct and complete books and records of account, and shall also keep minutes of the proceeding of its members, Michigamme DDA, and committees having any of the powers of the Michigamme DDA, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Authority shall be open to the public at all times.

ARTICLE V

FISCAL YEAR

Section 1. Time: The fiscal year of the Authority shall begin on the first day of April of each year and end on the last day of March of each year.

Section 2. Annual Meeting; An annual meeting of the Authority shall be held during the month of January. Notice of the time and place of such meeting shall be given by the Chairperson.

Section 3. Annual Audit: The Treasurer shall cause an annual audit of the books of the Authority to be made by the firm which audits the books of the Township of Michigamme and present such audit to the members of the Authority. A copy of the audit shall be filed with

the State Auditor, if necessary, to comply with Local Government Financial Standards at the expense of the DDA.

ARTICLE VI

DEPOSITS, CHECKS, GIFTS, CONTRACTS AND FUNDS

Section 1. Depositories: All funds of the Michigamme DDA shall immediately be deposited into the appropriate fund or account to the credit of the Michigamme DDA in such banks, trust companies or other depositories as established by the Township of Michigamme Board.

Section 2. Execution of Notes, Drafts and Checks: All orders for the payment of money, notes or other evidences of indebtedness shall be authorized by the DDA Treasurer, and then forwarded on to the Treasurer of the Michigamme Township for the issuance of payment.

Section 3. Gifts: The Michigamme Township Board may accept on behalf of the Michigamme DDA any contribution, gift, bequest, or devise for the general purpose or for any special purpose of the Michigamme DDA. The chair shall inform the Michigamme Township of the receipt of such gifts. The identity of the donor need not be reported should the donor wish to remain anonymous.

Section 4. Contracts: The DDA may authorize the chairperson of the DDA to enter into any contracts or execute and deliver any instrument in the name of and on the behalf of the Authority, and such authorization may be general or confined to specific instances.

Section 5. Purchases: The Michigamme DDA chairperson withholds the right to make purchases up to \$300 in accordance with projects approved in the yearly Work Plan and Budget without DDA approval. In the event that the Michigamme DDA may dissolve all assets of said organization will revert to the Township of Michigamme.

Section 6. Budget: The Michigamme DDA shall propose objectives and goals in February to develop and approve a budget for the fiscal year beginning the first day of April. The Michigamme DDA shall submit an annual budget to the Township of Michigamme by the end of February for inclusion in the annual budget presentation to Michigamme Township Board held prior to April 1st of each year for Township approval.

ARTICLE VII

INDEMNIFICATION

Whenever any claim is made or any civil action is commenced against any member of the Authority, or injuries to persons or property caused by the negligence of the member while

acting within the scope of their authority, the DDA Board may, but is not required to pay for legal services and also for any judgment or comprised settlement of the claim; pursuant to Act 197 of the Public Act of 1975.

ARTICLE VIII

AMENDMENTS

Section 1. Amendments: The by-laws of the Authority shall be subject to alteration amendment, or repeal, and new by-laws not inconsistent with any laws of the State of Michigan creating this Authority may be made by affirmative vote of a majority of the members then holding office at any regular or special meeting of the members. Proposed amendments shall be submitted in writing to all members of the Authority ten (10) days prior to the meeting at which such amendment will be considered. If such written proposed amendment is submitted by mail, it shall be deemed to be delivered when deposited in the United States mail properly addressed and with sufficient postage thereon.

ARTICLE IX

ADOPTION OF BY-LAWS

These by-laws of the Downtown Development Authority of the Township of Michigamme were adopted by vote of the Members of the DDA on _____ and became effective on said date.

Date

Chairperson

Date

Vice-Chairperson

Date

Secretary

Date

Treasurer