

**DOWNTOWN DEVELOPMENT AUTHORITY  
CHARTER TOWNSHIP OF VAN BUREN**

**Third Amendment of the  
BYLAWS**

**ARTICLE I**

Purpose and Powers: The purpose or purposes for which the Authority is organized are as follows: To act as a Downtown Development Authority in accordance with Act 197 of the Public Acts of 1975, as amended, and as it may be amended in the future ("Act 197"), including, but not limited to: correct and prevent deterioration in the Downtown Development District, to encourage historic preservation, to create and implement development plans, and to promote economic growth. In furtherance of these purposes, the Authority shall have all the powers which now or hereafter may be conferred by law on Authorities organized under Act 197, Act 227, Public Acts of 1972; Act 149, Public Acts of 1911; Act 202, Public Acts of 1943; Act 94, Public Acts of 1933; Act 344, Public Acts of 1945, as amended; Public Law 91-646 being the Federal Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, Act 57 of Public Acts of 2018 (Recodified Tax Increment Financing Act) and otherwise as may be provided by law.

**ARTICLE II**

Section 1. The business and property of the Authority shall be managed and directed by the Board of Directors, the members of which shall serve four (4) year terms from the date of their respective appointment, except as provided for in the ordinance creating the Authority and shall be non-compensated but reimbursed for actual sanctioned expenses.

Section 2. The Board [DDA Board] shall annually at its first regular meeting in March designate one of its members as Chair, one of its members as vice chair and one of its members as Corresponding Secretary. The officers so elected shall serve a term of one (1) year or any part thereof as may be determined, and until his/her successor is designated. No term of office created under this section shall extend beyond the term of the member designated.

**ARTICLE III**

Section 1. All regular meetings shall be held in the Charter Township of Van Buren, County of Wayne, State of Michigan.

Section 2. One regular meeting of the Board [DDA] Meetings will be held at 5:30 p.m. on the fourth Tuesday of each month.

Section 3. Special meetings shall be held whenever called by the direction of the Chair, Executive Director and/or Supervisor of the Charter Township of Van Buren or any six (6)

members of the Board of Directors with 18 hours written notice of the time and place of the meeting.

Section 4. Any six (6) members of the board shall constitute a quorum. *Board members participating in a regular or special meeting whether in person or by means of remote access communication (teleconferencing [audio, video or web]) shall be deemed present and may vote at such meeting. A roll call vote will be required on any action items when there is participation via remote access. A simple majority vote will be required for the transaction of any and all business or passage or denial of any resolution. Three unexcused absences, by any member will result in automatic resignation from the DDA. (the last sentence to Section 4, Article III was added by amendment approved by the DDA on September 10, 1991.)*

Section 5. At meetings of the board [DDA], business shall be conducted in accordance with Roberts Rules of Order.

#### ARTICLE IV

Section 1. The chairperson shall preside at meetings of the Board [DDA] and shall preside at meetings of the Board [DDA] and shall do and perform such other duties as may be from time to time assigned to him/her by the Board [DDA]. The Vice Chair shall perform the duties of the Chair in the Chair's absence and such other duties as shall from time to time be assigned to him/her by the Board [DDA].

Section 2. Director. The DDA Board may recommend the employment and compensation of a Director, subject to the approval of the Township Board. A member of the Board [DDA] is not eligible to hold the position of Director. Before entering upon the duties of his/her office, the Executive Director shall take and subscribe to the Constitutional Oath, and furnish bond through the Township's existing insurance program by posting a bond in the penal sum determined in the ordinance establishing the Authority, payable to the authority for use and benefit of the Authority, approved by the Township Board and filed with the Van Buren Charter Township Clerk. The premium on the bond shall be deemed an operating expense of the Authority, payable from funds available to the Authority for expenses of operation. The Director shall be the Executive Director of the Authority. Subject to the approval of the DDA\*\* Board, the Director shall supervise and be responsible for the preparation of plans and performance of the functions of the Authority in the manner authorized by Act 197, *as may be amended*. The [Executive] Director shall attend the meetings of the Board [DDA] and to the Township Board of Trustees a report covering the activities and financial condition of the Authority. If the [Executive] Director is absent or disabled, the board may designate a qualified person as acting [Executive] Director to perform the duties of the office. Before entering upon the duties of his/her office, the Acting [Executive] Director shall take and subscribe to the oath, and furnish bond, as required of the [Executive] Director. The [Executive] Director shall furnish the Board [DDA] with information or reports governing the operation of the Authority as the Board [DDA] requires.

Section 3. All purchasing shall be done in compliance with its adopted policy.

Section 4. The DDA Board may **authorize\*\*** the director or an agent or agents of the Authority **to\*\*** enter into any contract with or execute and deliver any instrument on behalf of the Authority within the limits authorized by Act 197, *as may be amended*. The authorization may be general or confined to specific instances.

Section 5. The DDA may **employ\*\*** such manual, clerical, technical, financial and professional assistance as in its judgement may be necessary and is incidental to carry out the purpose of the Authority when funds are available.

Section 6. The fiscal year shall begin with the first day of January and end on the 31<sup>st</sup> day of December each year.

Section 7. The DDA shall have an annual audit of its business and the result thereof shall be submitted to the governing body of the Township. The audit may be completed as part of the regular audit of the Township. This shall be deemed an operating expense of the DDA.

#### ARTICLE V

Section 1. The Board [DDA] shall have power to make, alter or amend the bylaws in whole or in part. [*approval of Township Board removed*]\*\*

Section 2. These bylaw amendments shall become effective upon approval of the Board of Directors of the Van Buren Township Downtown Development Authority.

**\*\*amended and approved by the Board of the Downtown Development Authority (Special Meeting) by Resolution DDA 93-01 on February 2, 1993 and approved by the Van Buren Township Board of Trustees at a regular meeting on February 2, 1993.**

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Delibera moved, Laginess seconded to approve the Third Amendment to the DDA Bylaws to include reference to PA 57 of 2018, Teleconferencing and formally establish the fourth Tuesday of each month as the designated DDA meeting night.

Yeas: Atchinson, Baskin, Chappell, Delibera, Laginess, Rochowiak and McNamara

Nays: None

Absent: Bird, Brown, Chudzinski and Foster (all excused)

I hereby certify the above is a true and correct motion adopted by the Board of Directors of the Charter Township of Van Buren Downtown Development Authority at a regular meeting held January 28, 2020.

  
Susan Ireland, Executive Director  
Van Buren Township Downtown Development Authority