

CITY OF SOUTH HAVEN
VAN BUREN AND ALLEGAN COUNTIES, MICHIGAN

RESOLUTION NO. 06-01

RESOLUTION APPROVING BYLAWS FOR THE
DOWNTOWN DEVELOPMENT AUTHORITY OF
THE CITY OF SOUTH HAVEN

Minutes of a regular meeting of the City Council of the City of South Haven, Van Buren and Allegan Counties, Michigan, held in the City Hall, 539 Phoenix Street, South Haven, Michigan 49090 on February 6, 2006 at 7:30 p.m. local time.

PRESENT: Andersen, Bradley, Fahs, Paull, Smith, Stegeman, Appleyard

ABSENT: None

The following preamble and resolution was offered by Member Fahs and supported by Member Smith.

WHEREAS, the City of South Haven (the "City") is authorized by the provisions of Act 197, Public Acts of Michigan, 1975, as amended ("Act 197"), to create a Downtown Development Authority; and

WHEREAS, the Board of Directors of the Downtown Development Authority have completed a strategic planning process and created a mission statement; and

WHEREAS, the Board realized during the process that the DDA Bylaws were written and adopted in 1987 and since that time the Public Act has been amended which caused the Bylaws to contain incorrect and obsolete information.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Downtown Development Authority of the City of South Haven (the "DDA") have drafted revised Bylaws (Attached Exhibit A) and are submitting them to the City Council of the City of South Haven requesting approval.

BE IT FURTHER RESOLVED, that this resolution shall take effect upon passage by the City Council.

RECORD OF VOTE:

Yeas: Andersen, Bradley, Fahs, Paull, Smith, Stegeman, Appleyard

Nays: None

RESOLUTION DECLARED ADOPTED.


Dorothy Appleyard, Mayor

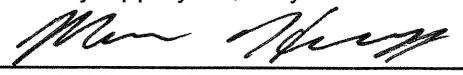

Marvin Hinga, City Clerk



EXHIBIT A

DOWNTOWN DEVELOPMENT AUTHORITY
OF THE CITY OF SOUTH HAVEN

BYLAWS

ARTICLE I

PURPOSE

Section 1. The Downtown Development Authority (DDA) is to be a leader in helping to fulfill the City of South Haven Municipal Plan; through planning, funding, and development of projects within the DDA District which promote, encourage and contribute to the overall economic growth and development of the community.

Section 2. The Downtown Development Authority will develop long-range plans in cooperation with all appropriate boards/commissions/authorities under the Municipal Plan.

ARTICLE II

BOARD OF DIRECTORS

Section 1. The business and property of the Authority shall be managed and directed by the Board of Directors, consisting of all the members of who shall serve terms as provided in the ordinance creating the Authority.

Section 2. The Authority shall be under the supervision and control of a Board consisting of the Chief Executive Officer of the municipality and not less than 8 members. Members shall be appointed by the Chief Executive Officer of the municipality, subject to approval by the governing body of the municipality. Not less than a majority of the members shall be persons having an interest in property located in the downtown district. Not less than one (1) of the members shall be a resident of the downtown district, if the downtown district has 100 or more persons residing within it. Of the members first appointed, an equal number of the members, as near as practicable, shall be appointed for 1 year, 2 years, 3 years, and 4 years. A member shall hold office until the member's successor is appointed. Thereafter, each member shall serve for a term of 4 years. An appointment to fill a vacancy shall be made by the Chief Executive Officer of the municipality for the unexpired term only. Members of the Board shall serve without compensation, but shall be reimbursed for actual and necessary expenses. The Chairperson of the Board shall be elected by the board.

Section 3. The Fiscal Year of the Authority shall begin on July 1 of each year and end on the next succeeding June 30. The Board annually at its first regular meeting in June shall elect a Chairman and Vice-chairman. The Finance Director of the City serves as the Treasurer. The Secretary shall be a member of the Board or shall be employed by the City. The officers so elected shall be for a term of one (1) year or any part thereof as may be determined, and until a successor is designated. No term of office created under this section shall extend beyond the term of the member designated.

Section 4. The Board may exercise all powers provided by Act 197 Public Acts of Michigan, 1975, as amended, or otherwise by law including those bestowed by the ordinance establishing the Authority.

Section 5. The Board shall have the power to engage and employ such manual, clerical, technical, financial and professional assistance as in its judgment may be necessary and is incidental to carry out the purposes of the authority.

Section 6. The Board shall cause an annual audit of its business to be made and the result thereof shall be submitted to City Council.

Section 7. No member of the DDA shall vote on any question in which they have a financial interest, other than common public interest, or on any question concerning their own conduct, but on all other questions each member who is present shall vote when their name is called unless excused by the unanimous consent of the remaining members present. Any member refusing to vote except when not so required by this paragraph shall be guilty of misconduct in office.

ARTICLE III

MEETINGS

Section 1. Meetings of the Board shall be held in accordance with the provisions of the Michigan Open Meetings Act, being Act 267 of the Public Acts of Michigan, 1976, as amended, and shall be held in the City of South Haven, Michigan.

Section 2. Regular meetings of the Board shall be held at 12:00 o'clock noon on the first Wednesday of each month at South Haven City Hall unless an alternative location, time and date is agreed upon and appropriately posted.

Section 3. Special meetings shall be held whenever called by direction of the Chairman, Director, or any two (2) members of the Board on eighteen (18) hours' written notice of the time and place of the meeting.

Section 4. A majority vote of the members of the Board shall be necessary for the transaction of any and all business or the passage of any resolution.

Section 5. At meetings of the Board, business shall be transacted according to Robert's Rules of Order, current edition.

ARTICLE IV

OFFICIALS

Section 1. The Chairman shall preside at meetings of the Board and shall do and perform such other duties as may be from time to time assigned by the Board.

Section 2. The Vice Chairman shall perform the duties of the Chairman in the Chairman's absence and such other duties as shall from time to time be assigned by the Board.

Section 3. The Finance Director of the City shall serve as the Treasurer and shall keep the financial records of the Authority and, together with the Director shall approve all vouchers for the expenditure of funds of the authority. The Treasurer shall prepare and submit for the approval of the Board a budget for the operation of the authority for the ensuing fiscal year. The budget shall be prepared in the manner and contain the information required of municipal departments. Before the budget may be adopted by the board, it shall be approved by the governing body of the municipality. Funds of the municipality shall not be included in the budget of the Authority except those funds authorized by law and by the City Council.

Section 4. The Board may employ and fix the compensation of a Secretary who shall maintain custody of the records, books, documents, or other papers not required to be maintained by the Treasurer. The Secretary shall attend meetings of the board and keep a record of its proceedings. The City Clerk shall be the legal guardian of the records.

Section 5. The Board may employ and fix the compensation of a Director, subject to the approval of the governing body of the municipality. The Director shall serve at the pleasure of the Board. A member of the Board is not eligible to hold the position of Director. Before entering upon the duties of his/her office, the Director shall take and subscribe to the constitutional oath, and furnish bond, 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 Board, and filed with the City 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 Chief Executive Officer of 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 in the manner authorized by law. The Director shall attend the meetings of the Board, and shall render to the Board and to the governing body of the municipality a regular report covering the activities and financial condition of the Authority. If the Director is absent or disabled, the Board may designate a qualified person as Acting Director to perform the duties of the office. Before entering upon the duties of his/her office, the Acting Director shall take and subscribe to the oath, and furnish bond, as required of the Director. The Director shall furnish the board with information or reports governing the operation of the Authority as the board requires.

Section 6. The Board may retain legal counsel to advise the Board in the proper performance of its duties. The legal counsel shall represent the Authority in actions brought by or against the Authority.

Section 7. The Board may employ other personnel deemed necessary by the Board.

ARTICLE V

DISSOLUTION OF AUTHORITY

Section 1. An Authority that has completed the purposes for which it was organized shall be dissolved by ordinance of the governing body. The property and assets of the Authority remaining after the satisfaction of the obligations of the Authority belong to the municipality.

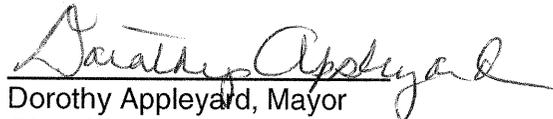
ARTICLE VI

BYLAWS

Section 1. The Board shall have power to make, alter or amend the bylaws in whole or in part, to be effective upon approval of the City Council. Written copies of the proposed changes shall be delivered to the Board of Directors prior to submission for approval at the next preceding regular or special meeting of the Board.

Section 2. These Bylaws shall become effective upon approval of the City Council of the City of South Haven.

Approved by the City Council of the City of South Haven on February 6, 2006.


Dorothy Appleyard, Mayor
City of South Haven