

DOWNTOWN DEVELOPMENT AUTHORITY  
of the  
VILLAGE OF MACKINAW CITY  
BY-LAWS

July 28, 2015

ARTICLE I – GENERAL STATEMENT

Section 1 – Organizational Structure

The Mackinaw City Downtown Development Authority (DDA) is a nonprofit public body corporate duly formed by Ordinance No. 107 of the Village of Mackinaw City in accordance with Public Act 197, “The Downtown Development Act” of the Public Acts of the 1975, as amended.

Section 2 – Purpose

The purpose of the DDA is to create and implement a development plan for the central business district of the Village as to correct and prevent deterioration, promote economic growth, increase property valuation, and upgrade the appearance by stimulating commercial development/redevelopment coupled with public improvements while encouraging the preservation and enhancement of the District’s character and heritage.

Section 3 – Accounting

The fiscal year shall follow that of the Village.

Section 4 – Budget

The Board shall annually prepare a budget recommendation for submission to and approval of the Village Council.

ARTICLE II – BOARD MEMBERSHIP

Section 1 – Tenure

The DDA shall be under the supervision and control of a Board consisting of the Village President and eight (8) members. The members shall be appointed by the Village President, subject to the approval by the Council. Each member shall serve for a term of four years. Terms shall expire in April. All members shall hold office until the member’s successor is appointed. An appointment to fill a vacancy shall be made by the Village President for the unexpired term only. Pursuant to notice and after having been given an opportunity to be heard, a member of the Board may be removed for cause by the Council.

Section 2 – Compensation

Officers and members of the Board shall serve without compensation, but may be reimbursed for actual and necessary expenses.

Section 3 – Election

Officers of the DDA shall be Chairperson, Vice-Chairperson, and Secretary, each of whom shall be elected from the members of the Board each year by majority vote of the board. The election shall take place during the regularly scheduled meeting in April with terms beginning May 1.

Section 4 – Chairperson

The Chairperson shall preside at all meetings of the Board. The Chairperson may sign, with the Secretary (or any officer duly authorized by the Board) deeds, mortgages, contracts of other instruments which the Board has authorized to be executed, and in general, shall perform all duties incident to the office of the Chairperson as may be prescribed by the Board from time to time.

Section 5 – Vice-Chairperson

In the absence of the Chairperson or in the event of the Chairperson's inability to act, the Vice-Chairperson shall perform the duties of the Chairperson.

Section 6 – Secretary

The Secretary shall keep minutes of the Board's meetings and shall see that notices of the meetings are duly given; 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 may from time to time be assigned to the Secretary by the Chairperson or the Board.

Section 7 – Absenteeism

Attendance at all regular and special meetings is expected. Any member of the Board, during any twelve month period, who shall incur three (3) absences may have said membership recommended for termination, provided two-thirds (2/3) of those members present at a regularly scheduled meeting so move. Upon such action, the Chairperson shall notify the Village President, and the affected individual, of said action and request replacement.

ARTICLE III – MEETINGS

Section 1 – Regular Meetings

Regular Meeting of the Board shall be held on the first Wednesday of every other month at such time as the Chairperson may determine.

Section 2 – Special Meetings

Special meetings of the Board may be called by the Chairperson or by any three members of the Board.

### Section 3 – Notice of Meetings

All meetings of the Board shall be properly noticed. The DDA, being a public body corporate, is subject to and must comply with all provisions of the Open Meetings Act, unless specifically exempted therein.

### Section 4 – Quorum

A simple majority of the members of the Board shall constitute a quorum for the transaction of business. In the event that the effective membership of the Board is reduced because of a conflict of interest, or otherwise, a majority of those remaining members that are eligible to vote shall constitute the action of the Board.

### Section 5 – Conflict of Interest

Board members shall disclose any potential conflict of interest prior to discussion of any matter requiring action of the Board. The remaining members of the Board shall determine by majority vote whether said interest constitutes a sufficient cause of abstain from voting on said matter.

### Section 6 – Rules of Order

Parliamentary procedure in meetings shall be informal. However, if required to keep order, meetings shall then be generally governed by Robert's Rules of Order, as amended.

## ARTICLE IV – STAFF

### Section 1 – Executive Director

The Board may name an individual to serve as Executive Director of the DDA. Village employees may serve with the approval of the Council. Any compensation to be paid to the Executive Director shall be first approved by the Council. The Executive Director shall be responsible to carry out the orders and directives of the Board. A member of the Board is not eligible to hold the position of the Executive Director.

### Section 2 – Other Personnel

The Board may appoint such other staff as deemed necessary by the Board, subject to the approval of the Council for payment of any compensation thereto.

## ARTICLE V – AMENDMENTS

### Section 1 – By-Law Revision

The DDA By-Laws may be amended, modified, or repealed with the approval of five (5) members of the Board, subject to approval of same by the Village Council.

## ARTICLE VI – TERMINATION

Section 1 – Dissolution

Upon completion of its purpose; the DDA may be dissolved by an ordinance duly adopted by the Village Council. The property and assets of the DDA, after dissolution and satisfaction of its obligation, shall revert to the Village of Mackinaw City.