

Ordinance 2581
Jan 19, 1977

RULES GOVERNING
THE DOWNTOWN DEVELOPMENT AUTHORITY
OF THE CITY OF FLINT*

ARTICLE I

Purposes

Section 1. Statement of Purposes. 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 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 plans in the district, to promote the economic growth of the district; to encourage the expansion of commercial enterprises in the downtown district. In furtherance of these purposes, the Authority shall have all of the powers which now are or hereafter may be conferred by law on authorities organized under 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; and particularly the powers granted by Act 197, Public Acts of 1975, and especially section 7 thereof, to-wit:

(a) Prepare an analysis of economic changes taking place in the downtown district.

(b) Study and analyze the impact of metropolitan growth upon the downtown district.

(c). Plan and propose the construction, the renovation, repair, remodeling, rehabilitation, restoration, preservation, or reconstruction of a public facility, an 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.

(d) Develop long-range plans, in cooperation with the agency which is chiefly responsible for planning in the municipality, designed to halt the deterioration of property values in the downtown district and to promote the economic growth of the downtown district, and take such steps as may be necessary to persuade property owners to implement the plans to the fullest extent possible.

*Reflects changes made by the Flint City Council as of May, 1984.

(e) Implement any plan of development in the downtown district necessary to achieve the purposes of Act 197, in accordance with the powers of the Authority as granted by Act 197.

(f) Make and enter into contracts necessary or incidental to the exercise of its powers and the performance of its duties.

(g) Acquire by purchase or otherwise, on terms and conditions and in a manner the Authority deems proper or own, convey, or otherwise dispose of, or lease as lessor or lessee, land and other property, real or personal, or rights or interests therein, which the Authority determines is reasonably necessary to achieve the purposes of this act, and to grant or acquire licenses, easements, and options with respect thereto.

(h) 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 whole or in part, of any public or private person or corporation, or a combination thereof.

(i) 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 for the payment of revenue bonds issued by the Authority.

(j) Lease any building or property under its control, or any part thereof.

(k) Accept grants and donations of property, labor, or other things of value from a public or private source.

(l) Acquire and construct public facilities.

subject to any amendments to said statute either increasing or diminishing the powers of downtown development authorities formed thereunder.

ARTICLE II

Offices

Section 1. Offices. The Authority may have such offices as the Board may determine, or the affairs of the Authority may require from time to time.

ARTICLE III

Board

Section 1. General Powers. The affairs of the Authority shall be managed by its Board.

Section 2. Number, Tenure and Qualifications. The Board of the Authority shall consist of the Chief Executive Officer of the Municipality and not less than eight (8) or more than twelve (12) additional members, from time to time. The members shall be appointed for a term of four (4) years, except that of the members first appointed, an equal number shall be appointed for one (1) year, an equal number for two (2) years, an equal number for three (3) years and an equal number and one (1) additional member, if applicable, for four (4) years. At least a majority of the members shall be persons having an interest in property located in the Downtown District. At least one (1) of the members shall be a resident of the Downtown District, if the District has one hundred (100) or more persons residing within it. 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 3. Selection of Board Members. The Chief Executive Officer of the City of Flint, with the advice and consent of the Governing Body, shall appoint the members of the Board. Subsequent Board members shall be appointed in the same manner as the original appointments at the expiration of each member's term of office.

Section 4. Expiration of Term; Continuation in Office; Reappointment; Filling Vacancies. Members whose term of office has expired shall continue to hold office until his successor has been appointed with the advice and consent of the Governing Body to serve additional terms. If a vacancy is created by the death, resignation, or removal of a member, a successor shall be appointed with the advice and consent of the Governing Body within thirty (30) days to hold office for the remainder of the term so vacated.

Section 5. Removal. A member may be removed from office for inefficiency, neglect of duty, misconduct, or malfeasance by a majority vote of the Governing Body.

Section 6. Disclosure of Interests. A board member who has a direct interest in any matter before the Authority shall disclose his interest prior to the Authority taking any action with respect to the matter, which disclosure shall become a part of the record of the Authority's official proceedings.

Section 7. Annual Meeting. An annual meeting of the Board shall be held on the fourth Wednesday in the month of October in each year beginning with the year 1977, at the hour of 8:00 a.m. for the purpose of electing officers and for the transaction of such other business as may come

before the meeting. If the election of officers shall not be held on the day designated herein for any annual meeting or any adjournment thereof, the Board shall cause the election to be held at a regular or special meeting of the Board within 90 days of the annual meeting.

Section 8. Regular Meetings. Regular meetings of the Board shall be held at such time and place as the Board shall from time to time determine.

Section 9. Special Meetings. Special meetings of the Board may be called by or at the request of the City Council, the Chairman or any Board members. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meeting of the Board called by them.

Section 10. Notice of Meetings. Except as otherwise provided by law, all meetings shall be preceded by public notice in accordance with Public Act 267 of the Public Acts of 1976, as amended. Notice of all meetings shall be posted on the main door of building locations and near the meeting room entrance where such meetings are to be held. Such notice shall be at least 8 1/2" x 11" in size and shall contain the following information: Regular/special meeting, Flint Downtown Development Authority, date, time, location and "Public Welcome." Written notification of regular and, to the extent possible, special meetings shall be given to all interested parties, for which notification the Authority may assess a reasonable charge to cover actual expenses.

Section 11. Quorum and Voting. A majority of the members of the Board then in office shall constitute a quorum for the transaction of business. In the event that effective membership is reduced because of Disclosure of Interest (Article III, Section 6), a majority of the remaining members of the Board eligible to vote shall constitute a quorum for the transaction of business.

The vote of majority members present at a meeting at which a quorum is present shall constitute the action of the Board unless the vote of the larger number is required by statute or elsewhere in these rules.

Section 12. Public Meetings. The meetings of the Board shall be public.

Section 13. Compensation of Members. Members of the Board 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 Board members then eligible to vote.

Section 14. Minutes of all Meetings. The minutes of any meeting of the Downtown Development Authority will be mailed to all members of the Downtown Development Authority within eight working days of any annual, regular or special meetings. Minutes of the proceedings of regular or special meetings shall be prepared at the request of and provided to any member of the Board or the City Council. Minutes of closed meetings shall be maintained in conformity with and shall be subject to the provisions of the Open Meetings Act, Act No. 267 of the Public Acts of 1976, as amended.

ARTICLE IV

Officers

Section 1. Officers. The officers of the Authority shall be a Chairman and Vice-Chairman.

Section 2. Election and Term of Office. Officers of the Authority shall be elected annually by the Board at the regular annual meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held within 90 days of such meeting. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

Section 3. Removal. Any officer elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Authority would be served thereby.

Section 4. Vacancies. A vacancy in office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term.

Section 5. Chairman. The Chairman shall preside at all meetings of the Board and shall discharge the duties of the presiding officer.

Section 6. Vice-Chairman. In the absence of the Chairman or in event of his inability or refusal to act, the Vice-Chairman shall perform his duties of the Chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. Any Vice-Chairman shall perform such other duties as from time to time may be assigned to him by the Chairman or by the Board.

Section 7. Employment of Personnel. The Board may employ other personnel as deemed necessary by the Board. Such personnel may include, but not be limited to, a director, treasurer, secretary, and legal counsel.

Section 7.1. Director. The Board may employ and fix the compensation of a director, subject to approval by the City Council. The director shall serve at the pleasure of the Board. A member of the Board shall not hold the position of director while serving on the Board. The Board may require the director to post a bond payable to the Authority for the use and benefit of the Authority. The premium for such bond is to be paid by the Authority. 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. The director shall attend the meetings of the Board and shall render to the Board and to the City Council a regular report covering the activities and financial condition of the Authority. The director shall furnish the Board with information or reports governing the operation of the Authority as the Board requires. The director shall be fully informed of the rules and regulations covering the Authority; the Downtown Development Authority Act, Act No. 197 of the Public Acts of 1975, as amended; and the Open Meetings Act, Act No. 267 of the Public Acts of 1976, as amended; and shall be responsible for notifying the members of the Board of requirements of the foregoing rules and statutes as they relate to items of business under consideration by the Board. If the director is absent or disabled, the Board may delegate his functions and responsibilities to any person otherwise qualified under this Section. Such other person shall be designated as the Acting Director.

Section 7.2. Treasurer. The Board may employ and fix the compensation of a treasurer, who shall keep the financial records of the Authority and who, together with the director, shall approve all vouchers for the expenditure of funds of the Authority. If required by the Board, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board shall determine. He shall have charge and custody of, and be responsible for, all funds and securities of the Authority; receive and give receipts for monies due and payable to the Authority from any source whatsoever, and deposit all such monies in the name of the Authority in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VI of these rules; and in general perform all the duties incident to the office of treasurer and such other duties as shall be assigned from time to time by the Board.

Section 7.3. Secretary. The Board may employ and fix the compensation of a secretary, who shall maintain custody of the official seal and of 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 secretary shall see that all notices are duly given in accordance with the provisions of these rules or as required by law and shall keep a register of the post office address of each Board member as furnished by such member. The secretary shall also perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the Board.

Section 7.4. Legal Counsel. The Board may retain legal counsel to advise the Board in the proper performance of its duties and to represent the Authority in actions brought by or against the Authority.

ARTICLE V

Committees

Section 1. Committees of Members. The Board, by resolution adopted by a majority of the members present at any meeting, may designate and appoint one or more committees to advise the Board, except as otherwise provided in such resolution, the members of such committee shall be members thereof. Any member may be removed by the person or persons authorized to appoint such member whenever in their judgments the best interests of the Authority shall be served by such removal.

Section 2. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the members of the Authority and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 3. Chairman. One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

Section 4. Quorum. Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the acts of the majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

ARTICLE VI

Contracts, Checks, Deposits and Funds

Section 1. Contracts. The Board may authorize the chairman, agent or agents of the Authority, to enter into any contract 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 2. Checks, Drafts, etc. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness in excess of two hundred dollars (\$200.00) issued in the name of the Authority, shall be signed by the treasurer or the treasurer's designee and countersigned by the director or the chairman of the Board of the Authority.

Section 3. Deposits. All funds of the Authority shall be immediately deposited to the credit of the Authority in such banks, trust companies or other depositories as the Board may select.

Section 4. Gifts The Board may accept on behalf of the Authority any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Authority. The treasurer or the director shall advise the City Clerk of the receipt of such gifts and provide the following information: 1) Amount of gift; 2) Donor; and 3) Purpose of the gift. The identity of the donor need not be reported should the donor wish to remain anonymous.

Section 5. Fidelity or Penal Bonds. Persons serving the Board in the capacity of chairman, treasurer, director and if named, an official designee of the treasurer, shall post bond in the amount of \$100,000 naming the Authority as the party to whom the bond would be paid. The premium for such bond will be considered an operating expense of the Authority.

ARTICLE VII

Books and Records

The Authority shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board and committees having any of the powers of the Board, 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. An annual audit shall be conducted by an independent Certified Public Accountant and published.

The treasurer or the director shall provide the City Clerk with regular financial reports of the activities of the revenues received and expenditures made by the Authority. In addition, notice of expenditures in excess of \$2,000 shall be given to the City Clerk on a monthly basis.

All bank accounts maintained by the Authority shall incorporate the words "Downtown Development Authority account" in the title of such accounts. Upon the creation of any new accounts, the Authority shall so advise the City Clerk.

ARTICLE VIII

Fiscal Year

The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE IX

Amendments to Rules

These rules may be altered, amended or repealed and new rules may be adopted by a majority of the members appointed and serving if written notice is given of intention to alter, amend or repeal or to adopt new rules at such meeting. The full nature of the rule change shall be included in the notice. Adoption of rule changes shall require affirmative votes by five members of the Board. Changes in these rules are subject to approval by the City Council.

ARTICLE X

Political Campaign Activity

The Authority shall not expend funds of the Authority or otherwise contribute to the advocacy of any political candidate or ballot question.