

CITY OF PINCONNING DOWNTOWN DEVELOPMENT AUTHORITY BYLAWS

Adopted by DDA Board: June 1, 2021

Approved by the City of Pinconning (Section 204(3) of the 2018 PA 57, being MCL § 125.4204(3)): Sept 20, 2021

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- Section 1.13** **Resolution.** A Resolution is defined as a written document or an oral motion that is acted upon and approved by a Majority Vote of the Authority Board.
- Section 1.14** **Vacancy.** A Vacancy is defined as an Officer of the Authority Board that is permanently unable to fulfill their duties or resigns during the term in which they are serving.

SECTION II – DUTIES

The Authority's duties shall include, but not be limited to, the following:

- Section 2.1** To correct and prevent deterioration in the business district.
- Section 2.2** To encourage historic preservation.
- Section 2.3** Acquire and dispose of interests in real and personal property.
- Section 2.4** Create and implement development places in the districts.
- Section 2.5** To promote the economic growth of the districts.
- Section 2.6** Levy and collect taxes.
- Section 2.7** Authorize the issuance of bonds and other of indebtedness.
- Section 2.8** Authorize the use of tax increment financing.
- Section 2.9** To inform the public and the taxing jurisdictions on the activities and expenditures of the Authority.
- Section 2.9** Any other purpose that the Authority Board determines is consistent with the intent of the Act.

SECTION III – COMMITTEES

The committees of the Authority shall be created by motion of the Authority Board upon the recommendation of the Chairperson. The Authority Board shall appoint such committees as may be deemed necessary, including standing, ad hoc, or special committees.

SECTION IV – DDA OFFICERS AND DUTIES

The Authority Board shall have the following Officers:

- Section 5.1** An individual may not be elected or appointed as an Officer unless the individual is in Good Standing.
- Section 5.2** Nominations for Officer position on the Authority Board shall be made at the Annual Meeting by any member of the Authority Board that is in Good Standing. The Authority Board may, upon a motion of an Authority member, propose that the current Officers retain their current positions for the next fiscal year.
- Section 5.3** Election of the Officers or slate of Officers shall be by roll call vote at the Annual Meeting.
- Section 5.4** The persons receiving the Majority Vote for each office shall be elected.
- Section 5.5** The newly elected Officers shall take office immediately.
- Section 5.6** No person shall simultaneously hold more than one office.

SECTION VI – VACANCY

- Section 6.1** If an individual vacates the Office of Chairperson, the Vice-Chairperson shall immediately fill the Vacancy of the Chairperson. Once the Vice-Chairperson is seated as Chairperson, the position of Vice-Chairperson shall be filled as set forth below.
- Section 6.2** With the exception of the Officer of Chairperson, in the event of a Vacancy of an Officer of the Authority Board, the Chairperson shall recommend the selection of an individual to fill the vacancy.
- Section 6.2** The person receiving the Majority Vote of the Authority Board shall be selected to the position.
- Section 6.3** The individual selected to fill the position shall serve the remainder of the term of the individual that is unable to fulfill their responsibilities.
- Section 6.4** The newly selected Authority Board member shall take office immediately.

SECTION VII - RESIGNATION AND REMOVAL

- Section 7.1** Any member of the Authority Board may be removed for Malfeasance, Misfeasance, or Nonfeasance from the Authority Board by a majority vote of the City Council.

- Section 9.2** Special meetings of the Authority Board shall be called by the Chairperson or any three (3) Authority Board members by written request filed with the DDA Director or Chairperson requesting a meeting of the Authority Board. In such case, the Chairperson shall schedule a meeting of the Authority Board within one (1) week from the date the DDA Director received the notice.
- Section 9.3** At least a majority of the members appointed to the Authority Board by the City Council shall be required for a quorum. The Authority Board shall act by motion or Resolution.
- Section 9.4** Attendance at Authority Board Meetings is a privilege conferred upon the Authority Board members. It carries with it the responsibility to participate in Authority Board activities and represent the businesses and business owners of the City of Pinconning. Attendance at Authority Board meetings is critical to fulfilling this responsibility.
- Section 9.5** The Authority Board may excuse absences for cause. If an Authority Board member has more than three unexcused absences from Authority Board meetings in a twelve (12) month period, the Authority Board may enact a Resolution of reprimand and require the Secretary to serve a copy of the Resolution upon the City Council. In the event that the Authority Board member's unexcused absences continue for an additional regular or special meeting during the same twelve (12) month period, the City Council may remove the member for cause after notice to the Authority Board member and a due process hearing.
- Section 9.6** Decisions of the Chairperson are final on questions of procedure, except that any ruling may be appealed to a vote of the Authority Board. If a ruling of the Chairperson is overruled by the Authority Board, the Chairperson shall amend it's ruling to reflect the will of the Authority Board.
- Section 9.7** The Secretary shall provide and distribute draft copies of the minutes of each Authority Board meeting to the Authority Board members and make the draft copies available to the public within 8 days following the meeting pursuant to Section 9(3) of Act 267 of the Michigan Public Acts of 1976, being MCL §15.269(3). Copies shall be mailed or e-mailed to all of the Authority Board members. Additional copies may be e-mailed to any municipally requesting in writing a copy of the minutes. If, however, a municipality requests a written copy of the minutes to be sent by any other method than email, the request by the municipality shall be treated as a subscription pursuant to Section 3 of Act 442 of the Michigan Public Acts of 1976, as amended. The approved minutes shall be made available for public inspection within five (5) business days after the meeting at which the minutes are approved by the Authority Board pursuant to Section 9(3) of Act 267 of the Michigan Public Acts of 1976, as amended.

SECTION X – VOTING

- Section 10.1** Each Authority Board member is entitled to one (1) vote for each issue that is brought before the Authority Board by motion or resolution.
- Section 10.2** All votes shall be cast as voice votes, unless the vote authorizes the expenditure of money or the election of an Officer pursuant to Section 5.3 of these Bylaws, then the vote shall be a roll call vote. If the voice vote is not unanimous, a roll call vote shall then be taken. For a roll call vote the names of the Authority Board members shall be called in alphabetical order with the exception that the Chairperson votes last.
- Section 10.3** Election to a deliberative body carries with it the obligation to vote.
- Section 10.3.1** Authority Board members present at an Authority Board meeting shall vote on every matter before the body, unless otherwise excused or prohibited from voting by law.
- Section 10.3.2** An Authority Board member who does not respond to a roll call or voice vote shall be counted as voting with the prevailing side and shall be so recorded, unless otherwise prohibited by law from voting.
- Section 10.4** A vote of a majority of a quorum of the Authority Board present and voting shall be required for passage of any action.
- Section 10.5** Conflict of interest, as defined by law, shall be the sole reason for an Authority Board member to abstain from voting.
- Section 10.5.1** The opinion of the attorney of the Authority shall be binding on the Authority Board with respect to the existence of a conflict of interest.
- Section 10.5.2** A vote may be tabled, if necessary, to obtain the opinion of the attorney of the Authority as to whether a conflict of interest exists.
- Section 10.6** An Authority Board member is allowed to participate in an Authority Board meeting by electronic means as allowed pursuant to the Michigan open meetings act, being 1976 PA 267, as amended and any lawful order issued by the State of Michigan.
- Section 10.7** Voting by proxy is not permitted.
- Section 10.8** All votes must be held and determined in public; no secret ballots are permitted, except in strict adherence to the standards of the Michigan Open Meetings Act.

Section 11.5 The audit of the Authority shall be conducted in a manner consistent with Section 228(2) of the Act, being MCL § 125.4228(2).

SECTION XII - ADMINISTRATIVE STAFF OF THE AUTHORITY

Section 12.1 Administration. The Administrative staff of the Authority shall consist of a DDA Director, if approved by the City Council pursuant to Section 205(1) of the Act, being MCL § 125.4205(1). The DDA Director may be an individual or a public or private entity, as duly appointed pursuant to this section. Additional administrative personnel include such other supervisory, administrative, and operating personnel as may from time to time be employed or retained by the Authority.

Section 12.1.1 Appointment. The DDA Director shall be appointed by a majority vote of the Authority Board upon approval of the City Council.

Section 12.1.2 Removal. The DDA Director shall serve at the pleasure of the Authority Board and may be removed without cause by the Authority Board at any time. The action of the Authority Board in removing the DDA Director shall be final.

Section 12.1.3 Duties. The DDA Director shall be the chief administrative officer of the Authority and shall be responsible for the efficient management, execution, and administration of all of the business and affairs of the Authority authorized and directed by the Authority Board. Without limiting the generality of the preceding sentence, the DDA Director shall specifically have the power and duty to:

1. Recommend policies, plans and procedures for the administration, organization, and operation of the Authority;
2. Recommend policies, plans and procedures for the development, implementation, and administration of Authority facilities;
3. Recommend such administrative and operating policies, programs, resolutions, rules, regulations, procedures, and orders as may be deemed necessary and appropriate for the benefit of the Authority and the accomplishment of the goals and objectives of the Authority as established by the Authority Board;
4. Subject to budgetary approval, the DDA Director has the authority to hire personnel to fill positions or vacancies on the Authority's administrative staff. Additionally, the DDA Director has the authority to discharge or retire members of such staff in accordance with administrative rules and procedures established by the Authority Board and as otherwise required by law;

Section 12.3.2 Deputy Treasurer. The Deputy Treasurer serves at the pleasure of the Authority Board. The Deputy Treasurer shall serve under the direction of the Treasurer. The Deputy Treasurer may be paid compensation as determined by the Authority Board. The Deputy Treasurer need not be a member of the Authority Board, and may be a governmental or privately retained person or entity, shall receive and deposit in appropriate bank or credit union accounts all monies of the Authority and shall disburse such funds as directed by motion of the Authority Board provided, however, that a motion of the Authority Board shall not be necessary for disbursements made in the ordinary course of business conducted within the limits of a budget adopted by the Authority Board; prepare a Treasurer's Report as directed by the Authority Board; and keep proper books of account. The Deputy Treasurer shall assist in the preparation of the Annual Budget and Audit of the accounts of the Authority. The Deputy Treasurer shall advise the Authority Board regarding control systems and procedures regarding consistency with generally accepted accounting practices, principles, and governmental finance practices. The Deputy Treasurer shall assist in the preparation of all bond sales. The Deputy Treasurer in case of absence, sickness, death, or other disability of the Treasurer, shall possess the powers and perform the duties of the Treasurer, except the Deputy Treasurer shall not have a vote on the Authority Board. The Deputy Treasurer shall exercise and discharge such other duties as may be required of the Treasurer.

Section 12.3.3 Deputy DDA Director. The Deputy DDA Director shall serve at the pleasure of the DDA Director. The Deputy DDA Director may be paid compensation as determined by the Authority Board. The Deputy DDA Director need not be a member of the Authority Board and may be a governmental or privately retained person or entity. The Deputy DDA Director in case of absence, sickness, death, or other disability of the DDA Director, shall possess the powers and perform the duties of the DDA Director. The Deputy DDA Director shall not have a vote on the Authority Board. The Deputy DDA Director shall exercise and discharge such other duties as may be required of the DDA Director.

SECTION XIII - LEGAL COUNSEL FOR THE AUTHORITY

Section 13.1 Legal Counsel. The Authority Board may retain legal counsel to advise the Authority Board in the proper performance of its duties. If the Authority Board determines it necessary, the Authority Board may also employ the services of Special Legal Counsel.

Section 13.2 Appointment. The Legal Counsel shall be appointed by the Authority Board. The Legal Counsel shall be appointed for an indefinite term and solely on the basis of demonstrated legal ability and qualifications, with special weight given to actual training and experience in and knowledge of local government law and practice.

SECTION XIV – RULES

The Authority Board does not use Robert's Rules of Order to govern its meetings. If any matter of meeting procedure arises that is not expressly governed by these Bylaws, the Authority Board by a Majority Vote shall resolve the issue.

SECTION XV – INSURANCE

The Authority shall maintain a liability insurance policy in connection with its activities to cover injuries to persons and damages to property, in an amount as determined by the Authority Board with a deductible of not less than an amount determined by the Authority Board. An insurance policy shall include all necessary riders to the insurance policy to ensure that all Authority Board members have adequate errors and omission coverage. Additionally, the insurance policy shall cover all Authority staff members acting on the behalf of the Authority. The Authority Board shall furnish written proof of such insurance coverage to any member of the Authority Board within fourteen (14) days of receiving the Authority Board member's written request.

SECTION XVI – REPORTING REQUIREMENTS

The Authority shall conform to the reporting requirements set forth in Section 9 of the Act, being MCL § 125.4901 *et. seq.*

SECTION XVII – CONFLICT

If any conflict between any word, sentence, or provision of these Bylaws and the Act, the word, sentence, or provision of the Act shall control.

SECTION XVIII – AMENDMENTS

These Bylaws may be amended or altered at any regular meeting by a two-thirds (2/3) majority vote of the members of the entire Authority Board, if the proposed changes have been read at a preceding meeting and the changes were incorporated in the minutes of that meeting. The Bylaws may not be amended to conflict with the Act.

SECTION XIX – REPEAL

All previously adopted bylaws or rules governing the meetings of the City of Pinconning Downtown Development Authority are hereby repealed.

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STATE OF MICHIGAN

} ss

COUNTY OF BAY

I, Rebecca Lahn, Clerk of the City of Pinconning City Council, do hereby certify the foregoing is a true and complete copy of the Bylaws approved by the City of Pinconning City Council, acting in Bay County, at a regular meeting held on Sept 20, 2021, and that public notice of said meeting was given pursuant to Act 267 of the Michigan Public Acts of 1976, as amended, including in the case of a special or rescheduled meeting, notice by publication or posting at least eighteen (18) hours prior to the time set for the meeting.

IN WITNESS WHEREOF, I have affixed my official signature on Sept 20, 2021.

Rebecca Lahn
City Clerk

STATE OF MICHIGAN

} ss

COUNTY OF BAY

I, Tricia Foldie, Secretary of the City of Pinconning Downtown Development Authority Board, do hereby certify the foregoing is a true and complete copy of the Bylaws adopted by the City of Pinconning Downtown Development Authority Board, acting in Bay County, at a regular meeting held on June 1, 2021, and that public notice of said meeting was given pursuant to Act 267 of the Michigan Public Acts of 1976, as amended, including in the case of a special or rescheduled meeting, notice by publication or posting at least eighteen (18) hours prior to the time set for the meeting.

IN WITNESS WHEREOF, I have affixed my official signature on October 5, 2021.

Tricia Foldie
DDA Secretary

PINCONNING CITY COUNCIL

REGULAR MEETING

SEPTEMBER 20, 2021

1. CALL MEETING TO ORDER:

Mayor Little called the regular meeting of the Pinconning City Council to order at 5:00pm.

2. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was led by Mayor Little.

3. ROLL CALL:

Present: Boettcher, Kuehne, LaPorte, Little, Ford, Chant

Absent: Morris

Motion by LaPorte, seconded by Boettcher to excuse absence of Council Member Morris. All yeas, motion carried.

Also present:

Rebecca Lakin, City Clerk

Amy Bromberg, City Treasurer

Sara Cloutier, Consultant

Craig Brandt, Pinconning Journal

4. MAYOR'S COMMENT:

Mayor Little thanked all staff who helped with the park issues and a special thanks to Sarah Cloutier for all of her participation in making the Homecoming Parade a great success for the City. Mayor Little did ask that Council be more active with these civic events in the future,

5. APPROVAL OF AGENDA:

A motion was made by LaPorte, seconded by Boettcher to approve the agenda. All yeas motion carried.

6. APPROVAL OF MINUTES:

A motion was made by Ford, seconded by Laporte to approve the minutes of the August 16, 2021 Regular City Council Meeting, and the minutes of the August 30, 2021 Special City Council Meeting. All yeas, motion carried.

7. APPROVAL OF BILLS:

A motion was made by LaPorte, seconded by Boettcher to approve the bills as presented. All yeas, motion carried.

8. TREASURER'S REPORT/CITY MANAGER UPDATE:

Council Member Boettcher suggested the City's committee's start up again. A motion was made by Ford, seconded by LaPorte to resume these committees. All yeas, motion carried.

9. PRESENTATIONS:

None

10. OLD BUSINESS:

A. Council Member Agenda items

Mayor Little decided to table this item until the November 15, 2021 Regular City Council Meeting. A motion was made by Boettcher, seconded by LaPorte to table council agenda ideas until the November 2021 Council Meeting. All yeas, motion carried.

B. Adoption of Resolution 2021-09 Revised Purchasing Policy

Discussion was held on the changes made to the Resolution 2021-09. See New Business for approval.

C. Discussion regarding proposal for Police Services

Interim City Manager Lakin spoke with Council on the different options she is researching for Police Protection. She mentioned the contracting with Pinconning Township, a collaboration between the school and the City, an ad she is placing for a part-time officer for just the City, a millage and Tribal assistance. She indicated she is putting a poll on Facebook and a Town Hall meeting is scheduled for October 13 from 6:00pm-8:00pm so residents can voice their opinions regarding a millage. The Council appreciated all the options given and hopes to have something in place by the October 18 Regular City Council Meeting.

11. NEW BUSINESS:

A. Approval of the DDA Bylaws

Discussion was held regarding the approval of the new DDA Bylaws. With no concerns or questions, a motion was made by Boettcher, seconded by LaPorte to approve the DDA Bylaws as presented. All yeas, motion carried.

B. Approval of Termination Agreement for Daniel Murawski

Discussion was held regarding the paperwork for termination benefits for Daniel Murawski. A motion was made by LaPorte, seconded by Ford to approve the termination paperwork as presented. All yeas, motion carried.

C. Approval to remove Daniel Murawski from all City bank accounts

It is customary to remove a salaried staff employee from City banking accounts due to termination. After discussion, a motion was made by Boettcher, seconded by LaPorte to approve the removal of Daniel Murawski from all City bank accounts. All yeas, motion carried.

D. Approval to remove monies from Forfeiture and Restitution accounts to common account and close both accounts

Discussion was held regarding the need to combine the Forfeiture and Restitution accounts to the common account. A motion was made by Ford, seconded by LaPorte to move monies from these accounts to the common account and close the accounts. All yeas, motion carried.

E. Approval for use of Doc Letchfield Park October 16, 2021 for the Great Pumpkin Challenge

Discussion was held regarding approval for the use of the City Park by the Pinconning and Linwood Chamber of Commerce on October 16 for the Great Pumpkin Challenge. A motion was made by LaPorte, seconded by Boettcher to approve the use of the park. All yeas, motion carried.

F. Resolution 2021-09 – Adoption of Revised Purchasing Policy

This item was on Old Business as well and after some verbiage changes and dollar amounts corrected, a motion was made by LaPorte, seconded by Boettcher to approve Resolution 2021-09 Revised Purchasing Policy as presented. All yeas, motion carried.

G. Amendment to Resolution 2020-02 and Tax Exemption Ordinance #09

Adoption of this Amended resolution/ordinance would allow Whispering Pines to change their tax status from a summer/winter tax retrieval to a PILOT program that will bring more revenue

to the City and allow for them to apply for a grant to enable renovations to the existing apartments in Phase I. The deadline for the grant is October 1, 2021. Discussion was held and a motion was made by Boettcher, seconded by Ford to adopt the Amended Resolution 2020-02/Tax Exemption Ordinance #09. **Roll Call: Boettcher, LaPorte, Chant, Ford, Little all yeas, Kuehne abstain. Motion carried**

H. Discussion of promotion of Interim City Manager to City Manager

Discussion was held regarding the promotion of the Interim City Manager to City Manager. A motion was made by Boettcher, seconded by Ford to approve the promotion of Interim City Manager to City Manager. All yeas, motion carried.

I. Review proposed City Manager contract and Appointment and swearing in of new City Manager

Discussion was held regarding the details of the City Manager contract and a motion was made by Boettcher, seconded by Kuehne to appoint Rebecca Lakin as the new City Manager. All yeas, motion carried.

12. PUBLIC COMMENT:

Al Thompson, Code Enforcement official, discussed the liability of the City regarding the condemned properties. He also wanted a Rental list for inspections and wanted permission from Council on some minor zoning decisions. He lastly spoke regarding an abandoned property on 2nd street that the owner would like to donate to the City.

Dorothy Wodja, 538 S. Mercer St commented on her son, Jeremy Cooper's property at 110 Water St and the mess it is in. She agreed it needed to be cleaned up, but she was concerned with a resident who was harassing and swearing at him while her grandchildren were present.

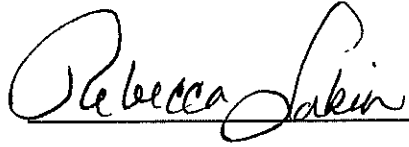
Lisa Little, 309 2nd St responded to the resident at 538 Mercer St about the blight issues and the harassment she is dealing with from the resident at 110 Water Street. She explained she was the one who spoke with him and no one from the City had anything to do with her conversations with him.

Craig Barnt, Pinconning Journal, indicated a roll call should be done for Agenda Item G: This was done after his comment.

Lorcie Ford, Council Member, mentioned she has raffle tickets available for sale.

ADJOURNMENT:

With nothing further to address, a motion was made by LaPorte, seconded by Boettcher to adjourn the regular City Council Meeting at 5:52pm. All yeas, motion carried.

A handwritten signature in black ink, reading "Rebecca Lakin". The signature is written in a cursive style with a horizontal line underneath the name.

Rebecca Lakin, City Clerk