



## CITY OF COOPERSVILLE BY-LAWS

### DOWNTOWN DEVELOPMENT AUTHORITY

These by-laws are adopted by the Downtown Development Authority Board pursuant to Act No. 57 of the Public Acts of 2018, as amended ("Act 57") and subject to approval by the City Council.

The provisions of these By-laws shall prevail to the extent that they are not inconsistent or in conflict with the laws of the State of Michigan.

#### ARTICLE I

##### NAME AND PURPOSE

Section 1 – The name of the body for which these By-laws were prepared is the Coopersville Downtown Development Authority Board ("Board").

Section 2 – The Coopersville Downtown Development Authority's purposes include, but are not limited to, the correction and prevention of deterioration in business districts, the encouragement of historic preservation, the creation and implementation of development plans in the district, and the promotion of economic growth in the Downtown Business District. In furtherance of these purposes, the Board shall have all the powers which now or hereafter may be conferred by law on authorities organized under Act 57.

#### ARTICLE II

##### REGISTERED OFFICE

Section 1 – The registered office and the principal place of business of the Coopersville Downtown Development Authority ("Authority") shall be the City Hall of Coopersville or such other location as may from time to time be designated by the Executive Committee.

## ARTICLE III

### MEMBERSHIP / TRUSTEES

Section 1 – The Authority shall be governed by the Board which shall consist of the Chief Executive Officer of the City of Coopersville and nine other members appointed by the Chief Executive Officer, with approval of the City Council. The current board members shall continue serving until a resignation is received or the removal of a member has occurred.

Section 2 – For the purpose of the Authority the Chief Executive Officer of the City of Coopersville is the City Manager.

Section 3 – For the purpose of the Authority the “Administrator” of the Board is the Downtown Development Authority Marketing & Economic Development Administrator.

Section 4 – A majority of the members shall be persons having an interest in property located within the boundaries of the Downtown Development-Authority.

Section 5 – A member shall serve for a term of four years. The terms of office shall begin on the first day of July or until a successor is named. The Chief Executive Officer’s term shall expire upon the expiration of his or her service as the City Manager of the City of Coopersville.

Section 6 – An appointment to fill a vacancy shall be made by the Chief Executive Officer for the unexpired portion of the term only, with approval of the City Council.

Section 7 – Members of the Board shall serve without compensation but shall be reimbursed for actual and necessary expenses.

Section 8 – Before assuming the duties of office, a member shall qualify by taking and subscribing to the constitutional oath of office.

Section 9 – There shall be a vacancy if a member of the Board is absent from four consecutive regular meetings of the Board, unless such absences, with reason therefore stated at the time and appearing in the minutes of the meeting from which the member was absent, be excused, or 25% of such meeting in any calendar year, unless such absences are so excused by the Board.

Absences from the city or failure to perform the duties of a member of the Board for 90 consecutive days, unless such absence from the city or failure to perform duties of a board member shall be excused by the Board prior to the expiration of such 90 days, will create a vacancy.

Section 10 – Resignation of members of the Board should be made in writing to the appointing authority. The appointing office shall announce the resignation of any member to the Board at its next meeting. If a vacancy has been created by the death, resignation, or the removal of a member, a replacement shall be appointed as soon as possible to fill the remainder of the term if the number of board members shall fall below nine.

Section 11 – Removal – Pursuant to proper notice and an opportunity to be heard, a member may be removed from office for neglect of duty, including nonattendance at meetings, misconduct, malfeasance, or any other good cause by a majority vote of the City Council. Removal of a member may be reviewed as provided by law.

Section 12 – Disclosure of Interest – A member who has a direct financial interest in any matter before the Board shall disclose his/her interest prior to the Board taking any action with respect to the matter, which disclosure shall become a part of the record of the Board’s official proceedings. Further, any member making such disclosure shall the refrain from participating in the Board’s deliberations or decision-making relative to such matter.

#### ARTICLE IV

##### OFFICERS

Section 1 – The Board shall elect from among its members a Chairperson and a Vice Chairperson by a majority vote of Board members.

Section 2 – All officers shall hold office for one year or until a successor is elected and qualified. The term of office shall begin at the annual meeting in July.

Section 3 – The Board shall delegate such powers and duties to the officers as are required for the conduct of their office.

Section 4 – A vacancy in any office shall be filled for its unexpired term by a majority vote from the Board.

Section 5 – The Board may authorize any officer, agency, employee, or member to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Authority, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agency, employee or member shall have any power or authority to bind the Authority by any contract or engagement or to pledge its credit or to render its liable pecuniarily for any purpose or in any amount.

Section 6 – The City treasurer shall serve as the Board’s treasurer.

#### ARTICLE V

##### COMMITTEES

Section 1 – There shall be an Executive Committee composed of the current Chairperson, Vice Chairperson, Director, Administrator and one Board member. Except as otherwise provided herein (see Art. IV Sec. 5) the Executive Committee shall, during the intervals between the meetings of the Board, possess and may exercise executive and administrative powers of the Authority necessary in the management of its affairs. The Executive Committee shall keep full records and accounts of its proceedings and transactions. All action by the Executive Committee shall be reported to the Board at its meeting next succeeding such action and shall be subject to control, revision, and alterations by the Board. The Chairperson, Vice Chairperson, and the Board member selected to serve on the Executive Committee shall be nominated by the Board during the first meeting in July. Vacancies in the Executive Committee shall be filled by the Board as soon as possible.

Section 2 – The Chairperson, subject to the approval of the Board, can from time to time appoint other committees as shall be appropriate for the conduct of the business of the Board and shall prescribe the duties and powers of such committee and the term of its existence. The Chairperson of any such committee must be a member of the Board, but other members may be appointed from outside the Board.

## ARTICLE VI

### FINANCES

Section 1 – The Board shall make recommendations for the budget to be submitted to the City Council via the Chief Executive Officer by March 1 for review.

Section 2 – The fiscal year of the Authority shall begin on the first day of July each year, unless otherwise provided by the Board, and end on the last day of June.

Section 3 – The activities of the Authority shall be financed from one or more of the sources which now or hereafter may be provided for under Act 57.

## ARTICLE VII

### MEETINGS

Section 1 – There shall be at least one scheduled meeting per month of the Board.

Section 2 – Except where otherwise provided herein, Robert's Rules of Order will govern the conduct of all meetings.

Section 3 – Special meetings of the Board may be called by the Chairperson, the Executive Committee or by any three members of the Board.

Section 4 – All meetings will be posted and are open to the public in a manner consistent with the Open Meetings Act, Act 267 of the Public Acts of 1976, as amended.

Section 5 – Each member present at a meeting of the Board shall be entitled to a single vote, but no member shall vote by proxy.

Section 6 – At the annual meeting (July) the election of officers shall be held and committees appointed.

Section 7 – A majority of the members of the Board appointed and serving at the time shall constitute a quorum for the transaction of business.

## ARTICLE VIII

### BOUNDARIES

Section 1 – The Board shall exercise its powers within the area indicated on the Downtown Development Authority District map.

Section 2 – The boundaries of the Downtown Development Authority District may change under the procedures outlined in Act 57.

ARTICLE IX

STAFF

Section 1 – The Board may employ staff and retain counsel as deemed necessary by the members of the Board and within approved budgetary appropriations.

ARTICLE X

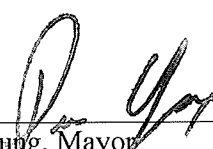
AMENDMENTS

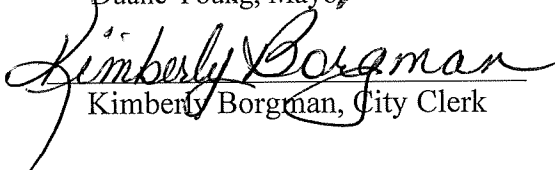
Section 1 – These By-laws governing the procedures, meetings, etc., are subject to the approval of the City Council.

Section 2 – These By-laws may be altered, amended, or repealed only by the affirmative vote of a majority of the members of the Board at an annual or special meeting, subject to notice and quorum requirements as set forth in these By-laws; provided, however, that any such alteration, amendment or repeal shall be subject to the approval of the City Council and must be consistent with all legal requirements.

Approved by the Coopersville Downtown Development Authority Board on July 11, 2023 with a vote of 8 Members.

Approved by the Coopersville City Council on Aug 14, 2023 with a vote of 7 Members.

  
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Duane Young, Mayor

  
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Kimberly Borgman, City Clerk