

CITY OF TRENTON  
DOWNTOWN DEVELOPMENT AUTHORITY

BY-LAWS

ARTICLE I. SCOPE OF THE DOWNTOWN DEVELOPMENT AUTHORITY.

Section 1. The Trenton Downtown Development Authority, was created in part to correct and prevent deterioration of its business district; to promote economic growth and revitalization; to encourage historic preservation; to authorize the acquisition and disposal of interests in real and personal property; to authorize the issuance of bonds and the use of tax increment financing in the accomplishment of specific downtown development activities contained in locally-adopted development plans.

ARTICLE II.

Section 1. The business and property of the Authority shall be managed and directed by the Board of Directors, the members of which may serve up to two consecutive terms, each term consisting of four (4) years, from the date of their respective appointment. Of the directors first appointed, an equal number as is practicable, shall be appointed for one (1) year, two (2) years, three (3) years, and four (4) years. A member shall hold office until the member's successor is appointed.

Section 2. Except for the first year of operation, the Board annually, at its first regular meeting, shall appoint one of its members as chairperson, one as vice-chairperson, one as secretary, and one as treasurer. The officers so elected shall serve a term of one (1) year or any part thereof as may be determined, and until his or her successor is designated. No term of office created under this section shall extend beyond the term of the member's designated term. The term shall commence on October 1 of the year of appointment and terminate on September 30 of the last year of the term of appointment.

Section 3. Members of the Board shall serve without compensation, but shall be reimbursed for actual and necessary expenses.

Exhibit B  
By-laws

Section 4. The Board may employ a director who shall not be a member of the Board. The director shall serve at the will of the Board for the term of his/her contract.

Section 5. The Board may utilize lay-members on subcommittees, or projects from time to time. A lay-member shall be a person who desires to support the Downtown Development Authority and its endeavors. Lay-members hold no responsibility and are only bound to the duties they commit themselves to in a subcommittee or project.

A Board member may request a person be placed on the lay-membership list, or any person may request to be placed on the list.

### **ARTICLE III. MEETINGS**

Section 1. The regular meetings of the Board will be held at 7:00 p.m. on the first and third Wednesdays of each month at a location designated by the chairperson. Notice of all meetings shall be published in accordance with the Open Meetings Act 1976, Public Act 267, (as amended) through the City Clerk's office.

Section 2. Special meetings shall be held whenever called by direction of the chairperson, Mayor of the City of Trenton, or any three (3) members of the Board on eighteen (18) hours written notice of the time and place of the meeting. Notice of all special meetings shall be published in accordance with the Open Meetings Act 1976, Public Act 267, (as amended) through the City Clerk's office.

Section 3. A majority of the Board, appointed and serving, shall constitute a quorum, and the affirmative vote of a majority, of those present, shall be necessary for the transaction of any and all business or the passage of any resolution.

Section 4. Any member(s) finding a conflict of interest with one or more agenda items shall excuse himself/herself, and refrain from discussing and voting on said item(s). Any abstention shall be noted in the minutes of the meeting.

Section 5. At meetings of the Board, business shall be conducted in accordance with the Open Meetings Act 1976, Public Act 267, as amended.

ARTICLE IV. DUTIES

Section 1. The chairperson shall preside at meetings of the Board. The vice-chairperson shall perform the duties of the chairperson in the chairperson's absence and such other duties as shall from time to time be assigned to him or her by the chairperson.

Section 2. In the event the Authority employs a director, the director shall be the chief executive officer of the Authority. Subject to approval of the Board, the director shall supervise and be responsible 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 City a regular report covering the activities and financial condition of the Authority. If the director is absent, the Board may designate a qualified person as acting director to perform the duties of the office. Before entering upon the duties of his or her office, the acting director shall take and subscribe to the oath, and furnish bond as required of the director by law. The director shall furnish the Board with information or reports governing the operation of the Authority as the Board requires.

Section 3. The secretary 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, and shall perform such other duties delegated by the chairperson.

Section 4. The treasurer shall keep the financial records of the Authority and all vouchers shall be approved by the Board. The treasurer shall be exempt from all duties which do not pertain to the financial records. The treasurer shall cause an annual audit of the financial books of the Downtown Development Authority, therein presented to the Board by the director.

Section 5. All checks shall be signed by the Chairperson and counter signed by the Secretary.

Section 6. The Board shall have the power to engage and employ such manual, clerical, technical, financial, and professional assistance as in its judgement may be necessary and is incidental to carry out the purposes of the authority.

**ARTICLE V.        ATTENDANCE**

Section 1. Each member shall show their commitment to the Downtown Development Authority through attendance.

Section 2. The secretary shall notify the chairperson of a member's third unexcused absence during the year in which it occurs.

The chairperson shall forward a letter to the member addressing the member's absence and attendance record.

Section 3. The chairperson shall submit a letter to the City Commission and each board member, requesting the removal of a member after three (3) unexcused absences annually.

The letter shall contain the reason(s) for removal, and refer to this Article of the Downtown Development Authority By-Laws.

**ARTICLE VI.        STRUCTURE OF BY-LAWS**

Section 1. The Board shall have power to make, alter or amend the By-Laws in whole or in part by majority vote.