

REGULAR MEETING OF THE WEST BRANCH CITY COUNCIL HELD IN THE COUNCIL CHAMBERS OF CITY HALL, 121 NORTH FOURTH STREET ON MONDAY, SEPTEMBER 17, 2018.

Mayor Denise Lawrence called the meeting to order at 6:00 p.m.

Present: Mayor Denise Lawrence and Council Members Joanne Bennett, Mike Jackson, Rusty Showalter, Aaron Tuttle, and Dan Weiler.

Absent: Council Member Tim Schaiberger

Other officers present: City Manager Heather Grace, Treasurer/Clerk John Dantzer, DDA Chairperson Samantha Fabbri, DPW Superintendent Mike Killackey, and Ogemaw County Commissioner Bruce Reetz.

All stood for the Pledge of Allegiance.

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As an addition to the agenda, Bruce Reetz gave a County update on recent County meetings which included a NEMSCA annual report, and EDC update, an intergovernmental agreement with 911, approval to purchase radios for the jail, approval of changes to the zoning variance fee, renewed the medical contract for the jail. He also noted he attended the recent 911 meeting and the EMS groundbreaking ceremony in Rose City.

As another addition to the agenda, Manager Heather Grace noted that due to the City being a part of Project Rising Tide, it was awarded a grant for employee training of up to \$1,500 per person. She further noted that they will be looking at doing a joint training with law enforcement entities within the community. In addition, she noted that part of the grant process would require the City to front the cost of the training and then the refund check would go to the participating enforcement entity and that each entity would then pay the City for reimbursement of the upfront payment of the program.

MOTION BY SHOWALTER, SECOND BY BENNETT, TO SUPPORT TO MOVE FORWARD WITH THE EMPLOYEE TRAINING GRANT

Yes — Bennett, Lawrence, Showalter, Jackson, Tuttle, Weiler

No – None

Absent – Schaiberger

Motion carried

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Discussion of payment of the 911 invoice took place including the pros and cons of paying the invoice.

MOTION BY SHOWALTER, SECOND BY JACKSON, TO APPROVE THE PAYMENT OF THE 911 INVOICE IN THE AMOUNT OF \$5,270.07 AS A ONE TIME PAYMENT ONLY FOR SERVICES RENDERED FOR THE FISCAL YEAR 2017-2018

Yes — Bennett, Lawrence, Showalter, Jackson, Tuttle, Weiler

No – None

Absent – Schaiberger

Motion carried

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DDA Chairperson Samantha Fabbri submitted the following DDA bylaws for approval

**CITY OF WEST BRANCH
DOWNTOWN DEVELOPMENT AUTHORITY**

BY-LAWS

ARTICLE I: NAME

- 1.1 The name of this Authority is the Downtown Development Authority of the City of West Branch (DDA, Authority).

ARTICLE II: PURPOSE

- 2.1 The purpose of the DDA is established by the Downtown Development Authority Act 197 of the Public Acts of Michigan of 1975, recodiied as Public Act 57 of 2018 (Act), and including but not limited to, the correction and prevention of deterioration in the downtown district, the encouragement of historic preservation, the creation and implementation of development plans in the downtown district and the promotion of economic growth therein. In the event of ambiguity within the By-laws or for any other reason, the Act shall control.

ARTICLE III: BOUNDARIES

- 3.1 The geographic boundaries of the DDA district are depicted in the attached Exhibit A.

ARTICLE IV: BOARD OF DIRECTORS

- 4.1 Board of Directors. The business and affairs of the DDA shall be managed by its Board of Directors (Board).
- 4.2 Members. The Board shall consist of the Mayor, or their designated representative, and eight (8) members as provided by the Act. The members shall be appointed by the Mayor, subject to approval by City Council (Council) and shall hold office for the terms provided in the Act. All members shall hold office until the member's successor is appointed.
 - 4.2.1 A majority of the members shall be persons having an interest in property located within the DDA's district.
- 4.3 Terms. The term of each DDA member shall be four (4) years with an option for reappointment,

subject to Council's approval. All members shall hold office until their successors are appointed.

4.4 Removal. Pursuant to notice and an opportunity to be heard, a member or officer may be removed by a majority vote of the Board, subject to Council's approval, whenever in its judgement, the best interests of the DDA would be served. An officer may resign from office and still remain a member of the Board.

4.5 Attendance. If a Board member misses three (3) consecutive regular meetings of the DDA or twenty-five percent (25%) of regular meetings in any fiscal year, the member may be removed from the Board unless such absence is excused by the Board. If removal is deemed appropriate, the member will receive notice and an opportunity to be heard.

4.6 Conflict of Interest. A Board member who has any interest in any matter before the DDA shall disclose his/her interest prior to the DDA taking any action with respect to the matter; which disclosure shall become a part of the record of the DDA's official proceedings. Any member making such disclosure, shall then refrain from participating in the Authority's decision making processes relative to such matter.

4.6.1 In the event a member isn't sure whether he/she is in a conflict of interest position, the remaining members of the DDA, by a majority vote, shall decide whether or not a conflict of interest exists. Any such decision shall be binding and final.

4.7 Election of Officers. Officers shall be elected by a majority vote of the Board. The term of office shall be for one (1) year and begin at the close of the Annual Meeting at which they are elected. No member shall hold more than one office at a time.

4.8 Officers. Officers of the Board shall be a Chairperson, Vice-Chairperson, Treasurer and Secretary. All officers shall be members of the Board, with the exception of the Secretary. The officers of the Board shall be elected by the Board

4.8.1 Chairperson. The Chairperson shall preside at all meetings of the Board and shall discharge the duties as presiding officer. The Chairperson shall have the general powers and duties of supervision and management of the Board.

4.8.2 Vice-Chairperson. In the absence of the Chairperson or the event of inability to serve as Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson.

4.8.3 Treasurer. The Treasurer shall review a monthly statement of all revenues and expenses with the assistance of City Officials. The fiscal year of the DDA shall be the same as that of the City. Funds shall not be disbursed for any expense (invoices, bills, etc.) of the DDA until after the Board's approval of said expense.

4.8.4 Secretary. The Secretary shall record all votes, take minutes and shall maintain accurate records of all proceedings of the DDA.

4.8.5 Legal Counsel. The Board may retain legal counsel of their choice to advise the Board in the

proper performance of its duties, to represent the DDA in actions brought by or against the DDA or for any other reason deemed necessary by the Board.

ARTICLE V: MEETINGS

- 5.1 Regular Meetings. Regular meetings of the Board will be held at least once each month.
- 5.2 Special Meetings. Special meetings of the Board may be called by the Chairperson or three members by written request to the Board Secretary with at least 24 hours' notice (written, email or voicemail) to each member of the Board.
- 5.3 Annual Meeting. An annual meeting shall be held once per year in or around March for the purpose of the election of officers, strategic planning, and budget planning.
- 5.4 Informational Meeting. Each year, the Board shall hold not fewer than 2 informational meetings, which may be held in conjunction with other public meetings of the authority or municipality.
- 5.5 Work Session. The Board may convene a work session devoted exclusively to the exchange of information relating to municipal affairs. No action shall be taken at a work session meeting.
- 5.6 Public Meetings. All meetings shall be held in accordance with the Open Meetings Act.
- 5.7 Closed Meetings. Closed meetings may be called under the conditions outlined in the Open Meetings Act. If a closed meeting is called, all applicable procedures will be followed as outlined in the Open Meetings Act.
- 5.8 Quorum. A quorum shall consist of a majority of the serving Board members.
 - 5.5.1 If a quorum is not present, the Board may discuss matters of interest, but can take no action until the next regular or special meeting
- 5.9 Duty to Vote. All members of the Board shall have the duty to vote on matters before the DDA and shall not abstain on any matter except where there is a conflict of interest. If no member states opposition to the motion, it shall be deemed to have passed unanimously and shall be so recorded. In the event a member votes "no", a roll call shall be conducted.

ARTICLE VI: COMMITTEES

- 6.1 The Board may have committees. Committees shall be established by the Board and listed by name and with a definition of their purpose and scope. Committee members will be members of the Board. Special committees may be established for a specific period of time by the Chair or by a resolution of the Board which specifies the task of the special committee and the date of its dissolution.

ARTICLE VII: ANNUAL BUDGET

7.1 The Board shall prepare a budget for the operation of the DDA for the following fiscal year. For specific requirements, refer to Act 57, Section 228 (MCL 125.4228).

ARTICLE VIII: ANNUAL REPORT

8.1 A form shall be filed annually reporting on the status of the tax increment financing account. For specific requirements, refer to Act 57, Section 911 (MCL 125.4911).

ARTICLE IX: GENERAL

9.1 Effective Date. These By-Laws shall become effective upon approval of the City Council.

9.2 Amendment of By-Laws. These By-Laws may be amended by the DDA at any regular meeting, provided that all members have received an advance copy of the proposed amendment(s) prior to the meeting at which such amendments are to be considered.

ARTICLE X: INDEMNITY

10.1 Indemnity. Any member of the Board shall be indemnified in connections with any threatened, pending or completed action, suit or proceeding to which he or she was or is a party or is threatened to be made a party by reason of his or her being or having been a member of the Board; provided, however, that no person shall be indemnified or reimbursed in relation to any matter in any action, suit or proceeding to which he or she has been adjudged to have been guilty of or liable for gross negligence, willful misconduct or criminal acts in the performance of his or her duties to the DDA.

MOTION BY SHOWALTER, SECOND BY TUTTLE, TO APPROVE THE DDA BYLAWS AS SUBMITTED.

Yes — Bennett, Showalter, Jackson, Tuttle, Weiler

No – Lawrence

Absent – Schaiberger

Motion carried

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MOTION BY SHOWALTER, SECOND BY WEILER, TO PAY BILLS IN THE AMOUNT OF \$18,620.22

Yes — Bennett, Lawrence, Showalter, Jackson, Tuttle, Weiler

No – None

Absent – Schaiberger

Motion carried

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MOTION BY SHOWALTER, SECOND BY TUTTLE, TO EXCUSE MEMBER SCHAIBERGER FROM THE MEETING.

Yes — Bennett, Lawrence, Showalter, Jackson, Tuttle, Weiler

No – None

Absent – Schaiberger

Motion carried

Member Bennet thanked Member Showalter for his service on the MML Board and noted that she also will be attending the upcoming MML Convention.

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Manager Grace noted that the Project Rising Tide program has been beneficial for the City and that there will be more exciting projects in the works including focuses on housing opportunities and daycare opportunities.

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Pete Fabbri thanked Member Showalter for his involvement in the MML all of his service to the City and that he has been a great advocate for the community.

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Mayor Lawrence adjourned the meeting at 6:40 pm.

Denise Lawrence, Mayor

John Dantzer, Clerk