

CITY OF HASTINGS
BARRY COUNTY, MICHIGAN

LOCAL DEVELOPMENT FINANCE AUTHORITY
BY-LAWS AND RULES OF PROCEDURE

1. **AUTHORITY**

These rules of procedures are adopted by the City of Hastings Local Development Finance Authority (hereinafter referred to as the LDFA Board pursuant to Public Act 281 of 1986, as amended.

2. **OFFICERS**

2.1 ***Selection.*** At the July meeting, the LDFA Board shall select from its membership a Chairperson, Vice-chairperson and Secretary who shall serve for a twelve-month period and who shall be eligible for re-election.

2.2 ***Tenure.*** The officers shall take office immediately following their election. They shall hold their office for a term of one year, or until their successors are elected and assume office.

2.3 ***Duties.***

A. **The Chairperson**

1. The Chairperson shall be the chief executive of the LDFA Board and shall preside at all meetings of the LDFA Board.
2. The Chairperson shall appoint all committees or advisory committees established and provided by the LDFA Board.
3. The Chairperson and Secretary shall sign all contracts or legal documents authorized by the LDFA Board.

B. **The Vice-Chairperson**

1. In the event of the absence of the Chairperson or his or her inability to discharge the duties of his or her office, such duties shall, for the time being, be performed by the Vice-Chairperson.
2. In the event the office of Chairperson becomes vacant, the Vice-

Chairperson shall serve as Chairperson until a new Chairperson is elected.

C. The Secretary

1. The Secretary shall keep minutes of all meetings of the LDFA Board and sign the adopted version of the minutes.
2. The Secretary shall be responsible for all correspondence and notices pertaining to meetings and official acts of the LDFA Board.

3. MEETINGS

3.1 *Meeting Notices.* All meetings shall be posted at Hastings City Hall according to the Open Meetings Act. The notice shall include the date and time of the meeting.

3.2 *Regular Meetings.* Regular meetings of the LDFA Board shall be held monthly in the Hastings City Hall on the fourth Thursday of each month at 3:00 p.m. The dates and times shall be posted at the Hastings City Hall in accordance with the Open Meetings Act. Any changes in the date or time of the regular meetings shall be posted and noticed in the same manner as originally established. When a regular meeting date falls on or near a legal holiday, the LDFA Board shall select suitable alternate dates in the same month, in accordance with the Open Meetings Act.

3.3 *Special Meetings.* A special meeting may be called by two members of the LDFA Board upon written request to the Secretary or a special meeting may be called by the Chairperson. The business which the LDFA Board may perform shall be conducted at a public meeting of the LDFA Board held in compliance with the Open Meetings Act. Public Notice of the time, date, and place of the special meeting shall be given in a manner as required by the Open Meetings Act, and the Municipal Planning Act if applicable and the Secretary shall send written notice of a special meeting to LDFA Board members not less than 48 hours in advance of the meeting.

3.4 *Quorum.* Five members of the LDFA Board shall constitute a quorum. For the LDFA Board to conduct business or take any official action, a quorum shall be present. When a quorum is not present, no official action, except for closing of the meeting may take place. The members of the LDFA Board may discuss matters of interest but can take no action until the next regular or special meeting. All public hearings without a quorum shall be scheduled for the next regular or special meeting and no additional public notice is required provided the date, time, and place is announced at the meeting.

3.5 *Hearings.* Hearings shall be scheduled, and due notice given in accordance with the provisions of the acts and ordinance cited in Section 1.

Public hearings and the dates thereof shall be set by a vote of the LDFA Board, except that in case of an emergency (as determined by the Chairperson) the Chairperson may schedule a public hearing for the next available regularly scheduled LDFA Board meeting, or for a special meeting subject to due notice procedures.

Public hearings conducted by the LDFA Board shall be run in an orderly and timely fashion.

3.6 *Motions.* Motions shall be restated by the Chairperson before a vote is taken. The name of the maker and supporters of the motions shall be recorded.

3.7 *Voting.* An affirmative vote of the majority of the total membership (which is five members) of the LDFA Board shall be required for the approval of any requested action or motion placed before the LDFA Board. Voting shall ordinarily be voice vote; provided however that a roll call vote shall be required if requested by any LDFA Board member or directed by the Chairperson.

All members of the LDFA Board including the Chairperson, shall vote on all matters, but the Chairperson shall vote last. Any member may be excused from voting but only if that person has a bona fide conflict of interest as set forth in Section 8 herein.

3.8 *Order of Business.* A written agenda for all regular meetings shall be prepared as follows. The order of business shall be:

- (1) Call to order/Roll Call
- (2) Pledge to the Flag
- (3) Approval of Agenda
- (4) Approval of Minutes
- (5) Public Hearings
- (6) Receive Financial Statements
- (7) Old Business
- (8) New Business
- (9) Public Comments and Communications Concerning
Items Not on the Agenda
- (10) LDFA Board Comments
- (11) Adjournment

3.9 *Rules of Order.* All meetings of the LDFA Board and its Sub-Committees shall be conducted in accordance with generally accepted parliamentary procedure, as governed by "Robert's Rules of Orders" current edition.

3.10 *Notice of Decision.* A written notice containing the decision of the LDFA Board will be sent to petitioners and originators of a request.

4. MINUTES

4.1 LDFA Board minutes shall be prepared under the supervision of the Secretary of the LDFA Board. The minutes shall contain a brief synopsis of the meeting, including a complete restatement of all motions and recording of votes; complete statement of the conditions or recommendations made on any action; and recording of attendance. All communications, actions, and resolutions shall be attached to the minutes. The official records shall be deposited with and kept by the City Clerk.

5. OPEN MEETINGS AND FREEDOM OF INFORMATION PROVISIONS

5.1 All meetings of the LDFA Board shall be opened to the public and held in a place available to the general public.

5.2 All deliberations and decisions of the LDFA Board shall be made at a meeting open to the public.

5.3 A person shall not be excluded from a meeting of the LDFA Board except for breach of the peace, committed at the meeting.

5.4 All records, files, publications, correspondence, and other materials are available to the public for reading, copying, and other purposes are governed by the Freedom of Information Act.

6. ANNUAL REPORT AND WORK PROGRAM

6.1 *Annual Report.* The LDFA Board shall, before the 31st of July of each year, submit to the City Council, a written report of its activities covering the previous year, indicating the status of planning activities including recommendations regarding actions by the City Council related to planning and zoning.

6.2 *Work Program and Budget.* At its' February meeting each year, the LDFA Board shall prepare and approve a program with budget outlining the tasks to be undertaken by the LDFA Board for the upcoming fiscal year (July 1, to June 30) that is accordance with the Tax Incremental Finance Plan and Development plan as required by the Act. This work program shall be in written form and a copy forwarded to the City Council which must be approved by the City Council prior to the beginning of the fiscal year.

7. AMENDMENTS

These rules may be amended by the LDFA Board by a concurring vote during any regular meeting, provided that all members have received an advance copy of the proposed amendments at least three

days prior to the meeting at which such amendments are to be considered.

8. CONFLICT OF INTEREST

An LDFA Board member shall vote on all matters unless there is a legitimate conflict of interest. LDFA Board member shall be guided by the following in determining if a legitimate conflict of interest exists:

LEGAL CONFLICT OF INTEREST

A LEGAL CONFLICT OF INTEREST IS A SITUATION IN WHICH A MEMBER OF THE LDFA BOARD WILL LIKELY REALIZE A MONETARY BENEFIT FROM ACTION TAKEN BY THE LDFA BOARD.

The member must abstain from any consideration regarding the matter including abstaining both from discussion of the matter and abstaining from voting on the matter. It is good policy also that the member excuse him/herself from the LDFA Board table during the discussion of such matter.

PERCEPTION OF CONFLICT OF INTEREST

A PERCEPTION OF A CONFLICT OF INTEREST ARE THOSE CIRCUMSTANCES IN WHICH A MEMBER OF THE LDFA BOARD IS PERCEIVED TO HAVE AN INTEREST IN A PARTICULAR MATTER BECAUSE OF A RELATIONSHIP WITH THE PARTY REQUESTING THE ACTION.

If a perception of conflict of interest exists, the LDFA Board member should disclose the nature of the relationship so that all persons in the room are both aware of the item and understand that the LDFA Board is also aware. The Chair may then conclude that because it is only a perception of a conflict of interest the LDFA Board member need not abstain from participation in the matter.

THESE ARE GENERAL RULES AND MAY NOT APPLY SPECIFICALLY IN EVERY INSTANCE.

THESE BY-LAWS AND RULES OF PROCEDURES ARE ADOPTED THIS 23 DAY OF January 2020.

CITY OF HASTINGS LDFA BOARD