

**SHOPPING AREA REDEVELOPMENT BOARD  
OF THE CITY OF ZEELAND**

**BY-LAWS**

**ARTICLE I**

**NAME AND PURPOSE**

Section 1. The name of this organization shall be the Shopping Area Redevelopment Board of the City of Zeeland (the "Board").

Section 2. The purposes of the Authority are to implement Act 120 of the Public Acts of Michigan of 1961, as amended (the "Act").

**ARTICLE II**

**OFFICE**

Section 1. The office of the Board shall be the City Hall in the City of Zeeland ("Zeeland").

**ARTICLE III**

**BOARD OF DIRECTORS**

Section 1. Members of the Board shall serve without compensation, but shall be reimbursed for actual and necessary expenses.

Section 2. Resignations of Members of the Board shall be effective upon delivery of the resignation in writing to the Mayor and upon appointment of their successor.

Section 3. Pursuant to notice and an opportunity to be heard, a Member of the Board may be removed from office for neglect of duty, including non-attendance at meetings, misconduct, malfeasance, or any other good cause by a majority vote of the City Council. A member of the Board shall be required to resign from the Board if they no longer

work within the principal shopping district, if they no longer live within three blocks of the principal shopping district, or if they are no longer on the City Council. Such resignation shall be considered to take effect upon the occurrence of such event.

Section 4. If a vacancy has been created by the death, resignation, or removal of a member, a replacement shall be appointed within 60 days to fill the remainder of the term.

Section 5. A Member of the Board who has a direct interest in any matter before the Board shall disclose the 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 then refrain from participating in the Board's decision-making process relative to such matters.

#### ARTICLE IV

##### OFFICERS

Section 1. The Board shall elect from its membership a chairman, vice chairman, secretary, and a treasurer. The election of any officer requires a majority vote of the members of the Board.

Section 2. All officers shall hold office for one year or until a successor is elected and qualified.

Section 3. A vacancy in any office shall be filled for its unexpired term by a majority vote of the members of the Board.

Section 4. The Board may authorize any officer, agent, employee or member to enter into any contract or execute and deliver any instrument in the name of the Board, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, employee or member shall have any power or authority to bind the

Board by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount. All contracts of the Board are subject to regulation by the City Council.

Section 5. The Chairman shall preside at all meetings of the Board and shall discharge the duties of a presiding officer.

Section 6. In the absence of the Chairman or in the event of his inability or refusal to act, the Vice Chairman shall perform the duties of the Chairman and when so acting shall have all the powers and be subject to all restrictions of the Chairman.

Section 7. The Secretary shall oversee custody 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 if the City Clerk does not keep such records, and shall perform such other duties as delegated by the Board.

Section 8. The Treasurer shall oversee financial records of the Board and shall approve all vouchers for the expenditure of funds of the Board. The Treasurer shall perform such other duties as may be delegated by the Board and shall furnish bond in an amount as prescribed by the Board.

## ARTICLE V

### POWERS OF THE AUTHORITY

Section 1. Except as specifically otherwise provided by ordinance the Authority shall have all powers provided by law subject to the limitations imposed by law and herein. All expenditures and contracts in excess of \$500.00 must be submitted to the Zeeland City Council for approval prior to the Authority obligating itself. All contracts and expenditures of the Board must be approved by the City Council if the Board has not been granted an approved budget by the City Council.

## ARTICLE VI

### FISCAL YEAR AND ADOPTION OF BUDGET

Section 1. The fiscal year of the Board shall begin on July 1st of each year and end on June 30th of the following year, or such other fiscal year as may hereafter be adopted by the City.

Section 2. The Board shall annually prepare a budget and shall submit it to the Council on the same date that the proposed budget for the City is required by the city charter to be submitted to the Council. The Board shall not finally adopt a budget for any fiscal year until the budget has been approved by the Council. The Board may, however, temporarily adopt a budget in connection with the operation of any improvements which have been financed by revenue bonds where required to do so by the ordinance authorizing the revenue bonds.

Section 3. The Board shall submit financial reports to the Council at the same time and on the same basis as departments of the City are required to submit reports. The Board shall be audited annually by the same independent auditors auditing the City and copies of the audit report shall be filed with the Council.

## ARTICLE VII

### MEETINGS

Section 1. Each year the Board shall adopt a schedule of regular meetings for that year.

Section 2. Robert's Rules of Order will govern the conduct of all meetings of the Board.

Section 3. Special meetings of the Authority may be called by the Chairman or by any three members of the Board on notice to each member of the Board. Members of the Board may waive receipt of such notice.

Section 4. All meetings shall be held in compliance with Act 267

of the Public Acts of 1976 and Act 442 of the Public Acts of 1976, such acts being the Open Meetings Act and the Freedom of Information Act. Notice of all meetings for which a notice is required shall be posted in accordance with law in the Zeeland City Hall and shall be given to the Clerk of the City.

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

Section 6. A majority of the Members of the Board in office shall constitute a quorum for the transaction of business. The affirmative vote of a majority of the members of the Board shall be required for the approval of: (1) All contracts; (2) all purchases or sales of real property; (3) all recommendations for the raising of funds by special assessments; and (4) all projects.

Section 7. At the annual meeting in July the election of officers shall be held and committees appointed.

## ARTICLE VIII

### STAFF

Section 1. The Board shall rely upon the staff of City Hall unless otherwise authorized by the City Council.

## ARTICLE IX

### AMENDMENTS

Section 1. These by-laws 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, subject to notice and quorum requirements as set forth in these by-laws, provided, however, that any such alteration, amendment or repeal shall

require the approval of the City Council and shall be consistent with the provisions and requirements of the Act.