

# **By-Laws and Rules of Procedure of the Brownfield Redevelopment Authority**

**December 13, 2001  
Revised: April 19, 2016**

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## **ARTICLE I INCORPORATION**

The Antrim County Brownfield Redevelopment Authority (Authority) is incorporated under Public Act 381 of 1996.

## **ARTICLE II APPOINTMENT OF MEMBERS**

The Authority shall be a nine (9) member Board, not more than three (3) of whom shall be an officer or employee of the County of Antrim. Appointments shall be staggered terms for a term of three (3) years. Antrim County Board of Commissioners shall be the sole authority in making appointments to the Authority. A Board member whose term of office has expired shall continue to hold office until his/her successor has been appointed by the County Board. A Board member may be reappointed by the County Board to serve additional terms. If vacancy is created by death or resignation, a successor shall be appointed with the advice and consent of the County Board within thirty (30) days to hold office for the remainder of the term of office so vacated.

## **ARTICLE III OATH OF OFFICE**

Before assuming the duties of office, a member shall qualify by taking and subscribing to the oath of office provided in section 1 of article XI of the State Constitution of 1963.

## **ARTICLE IV SELECTION OF OFFICERS**

In January of each year, the Authority shall hold an organizational meeting and, by majority vote, elect a Chair, and Vice-Chair, this election shall be assumed at the same meeting and shall hold office for a term of one year.

Duties of Officers:

**CHAIR:** Preside at all meetings, execute documents in the name of the Authority and perform other duties as may be ordered by the Authority.

**VICE-CHAIR:** Shall act in the capacity of the Chair in his/her absence, and succeed in the office of Chair for the remainder of the term in the event the office of the Chair becomes vacant.

ARTICLE V  
STAFF

DIRECTOR: Appointment of the Director to the Authority shall be the duty of the County Administrator of Antrim County. The Director shall be the chief officer of the Authority. The Director shall supervise and be responsible for the preparation of plans and the performance of the functions of the Authority.

TREASURER: Treasurer for the Authority shall be the County Treasurer of Antrim County and he/she shall also be a member of the Authority. The Treasurer shall keep the financial records of the Authority and together with the Director shall approve all vouchers for the expenditure of funds of the Authority. The Treasurer shall perform other duties as may be delegated by the Authority.

SECRETARY: The Secretary, or appointed designee, 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 Authority and keep records of its proceedings and shall perform other duties as may be delegated by the Authority.

CONTRACTS: The Authority may employ and retain consultants as considered necessary by the Authority, including legal counsel to advise the Authority in the proper performance of its duties and to represent the Authority in actions brought by or against the Authority. All contracts must be approved by the Authority Board.

ARTICLE VI  
MEETINGS

There shall be an organizational meeting in January or as soon as reasonably possible, to determine Officers of the Authority and set dates and times for the meetings throughout the year. All meetings shall be open and available for public attendance and participation and minutes of the meetings are to be made available for public inspection under the same principals founds in the Michigan Open Meetings Act.

ARTICLE VII  
ATTENDANCE

If any member of the Authority is absent from three (3) consecutive regularly scheduled meetings, or five (5) or more meetings within a calendar year; then that member shall be considered delinquent. Delinquency shall be grounds for the County Board of Commissioners to remove any member for non-performance of duty or misconduct upon public hearing from the Authority.

ARTICLE VIII  
QUORUM

A majority of the members of the Authority Board appointed and serving shall constitute a quorum for the transaction of business at any meeting of the Authority Board. A quorum cannot be constituted through participation by teleconference.

The vote of the majority of members present at a meeting at which a quorum is present constitutes the action of the Board of Directors, unless the vote of a larger number is required by statutes or these Bylaws. A member participating by teleconference is allowed to vote if a quorum is physically present in the room.

ARTICLE IX  
EX-OFFICIO MEMBERS

The County Board of Commissioners may, from time to time, appoint ex-officio members who shall serve as a representative of an agency or organization that offers valuable participation in brownfield redevelopment matters. Such ex-officio members shall serve so long as there is no conflict of interest and the representative's relationship with the organization exists and shall have no voting right.

ARTICLE X  
RETAINING OF DOCUMENTS

The Office of the County Administrator shall keep all records and files of the Authority. All records will be open to the public under the Freedom of Information Act, Act No. 442 of the Public Acts of 1976, being sections 15.231 to 15.246 of the Michigan Compiles Laws.

ARTICLE XI  
DEPOSITORY

The Authority shall designate a bank or banks to be the depository for all funds of the Authority. The depository maybe changed at any time by action of the Authority.

ARTICLE XII  
INTENT OF ANTRIM COUNTY BROWNFIELD REDEVELOPMENT AUTHORITY

The Antrim County Brownfield Redevelopment Authority shall have the powers and duties as outlined in Public Act 381, outlined specifically in Section 7(1) through Section 7(1)(m).

The overall intent is to:

- a. Facilitate the implementation of Brownfield Plans
- b. To promote the revitalization, redevelopment and reuse of contaminated, blighted, functionally obsolete and/or historic designated properties; and
- c. To authorize and permit the use of certain tax increment financing.

ARTICLE XIII  
MATTERS NEEDING APPROVAL FROM COUNTY BOARD OF COMMISSIONERS

The Authority shall need approval, and official action, by the Antrim County Board of Commissioners for the following:

- Issuance of bonds and other evidences of indebtedness
- Making loans
- Owning or mortgaging property
- Brownfield Plans

ARTICLE XIV  
AMENDMENTS

These rules may be amended at any regular or special meeting of the Antrim County Brownfield Redevelopment Authority and ratified at any regular or special meeting of the Antrim County Board of Commissioners by a majority vote of the members present.

ARTICLE XV  
CONFLICT OF INTEREST

An Authority member who has a direct interest in any matter before the corporation shall disclose his/her interest prior to the corporation taking any action with respect to the matter, which disclosure shall become a part of the record of the Authority's official proceedings, and the interested member shall further refrain from participation in the Authority's proceedings relating to the matter.

ARTICLE XVI  
PARTICIPATION BY COMMUNICATION EQUIPMENT

A member of the Authority Board or of a committee designated by the Board may participate in a meeting by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this provision constitutes presence at the meeting.

ARTICLE XVI  
COMMITTEES

The Authority Board may, by resolution adopted by a majority of the members then in office, establish one or more committees, each committee to consist of one or more of the directors of the Authority for the purposes of advising the Authority. The Authority Chair, with the advice and consent of a majority of a quorum at any meeting, shall appoint the members of each committee so established. Each member appointed to a committee shall serve until replaced by action of the Authority Chair with the advice and consent of a majority of a quorum of the board.

*The Antrim County Board of Commissioners approved the By-Laws and Rules of Procedure of the Brownfield Redevelopment Authority on May 12, 2016.*