

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40

Bylaws
of the
Oxford Downtown Development Authority
of
Oxford, Michigan

ARTICLE I
Name

Section 1. The name of this organization shall be the Oxford Downtown Development Authority (DDA), hereinafter referred to as the DDA.

Section 2. The municipality of this organization is the Village of Oxford, hereinafter referred to as the municipality.

ARTICLE II
Mission Statement/Purpose

Section 1. Mission Statement: The Oxford DDA is dedicated to the physical and economic development of our downtown with emphasis on preserving its historical heritage.

Section 2. The DDA is organized to stimulate DDA district economic development , through organization (encouraging cooperation and building leadership in the business community); promotion (creating a positive image for the district by promoting the district as an exciting place to live, shop and invest); design (improving the appearance of the district); and economic restructuring (strengthening and expanding the economic base of the district).

Section 3. To take remedial actions to eliminate the physical, economic, and social deterioration of the DDA district and thereby promote Oxford's historic preservation, contribute to its community betterment, and enhance the social welfare.

Section 5. To provide a forum for organizations and individuals to communicate with each other about the past, present, and future of Oxford's DDA district.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45

ARTICLE III
Board Members

Section 1. The DDA Board is comprised of 13 members. 12 of the DDA Board members shall be appointed by the municipality. The Charter Township of Oxford may recommend one member from the Township Board. The remaining member shall be the Village President of the municipality or his or her designee from the Village Council.

Section 2. Pursuant to Section 204 (1) of Michigan Public Act 57 of 2018 (Recodified Tax Increment Financing Act), not less than a majority of the DDA Board members shall be persons having an interest in property located in the downtown district. In addition, if the downtown district has 100 or more persons residing in it, not less than 1 of the DDA Board members shall be a resident of the downtown district.

Section 3. It is the specific intent in recruiting volunteers for the DDA Board and committees to seek out a broad and diverse spectrum of points of view and interests and to include representatives from both the residential and business communities in order to insure the broadest possible participation and support from the community.

Section 4. DDA Board members shall serve four-year terms. As much as possible, these terms shall be staggered.

Section 5. If a vacancy is created by the death, resignation or removal of a Board member, a successor shall be appointed by the municipality for the remainder of the unexpired term.

Section 6. DDA Board members are required to attend all meetings of the DDA Board. The DDA Board of Directors shall recommend that the municipality replace any member that misses three or more meetings during a calendar year.

Section 7. Pursuant to Section 204(1) of Michigan Public Act 57 of 2018 (Recodified Tax Increment Financing Act), members of the Board shall serve without compensation but shall be reimbursed for actual and necessary expenses approved by the DDA.

Section 8. All new DDA Board members shall participate in an orientation program to familiarize them with the objectives, responsibilities, and procedures of the Oxford DDA Board within the first three months of their term.

Section 9. All DDA Board members shall abide by the DDA job descriptions of their positions on the Board.

Section 10. By appointment of the DDA, ex-officio members shall serve as a non-voting member. The following members shall be ex-officio: Oxford Village Manager, and Oxford Chamber of Commerce Executive Director.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48

ARTICLE IV
Officers of the Board

Section 1. The DDA shall elect from its membership a chairperson and vice chairperson. The chairperson manages and focuses the DDA Board's responsibilities, oversees the Board's interactions, and handles administrative matters related to policy set by the DDA Board while the vice chairperson works closely with the chairperson, providing support through shared responsibilities, and, when the chairperson is absent, assumes the duties of same. See Appendix B, Job Descriptions, for more details on the responsibilities and duties of the chairperson and vice chairperson.

Section 2. The DDA shall elect from its membership a secretary and treasurer. The secretary is the primary record keeper of the DDA Board, and the treasurer is responsible for all financial and budgetary matters relating to the operation of the DDA. Alternatively, and in accordance with Sections 205(2) and 205 (3) of Michigan Public Act 57 of 2018 (Recodified Tax Increment Financing Act), the DDA may also employ and fix the compensation of a treasurer and a secretary who are not members of the DDA Board.

Section 3. No member shall hold more than one office at a time.

Section 4. Officers of the Board serve 1-year terms and may serve no more than two consecutive terms as an officer.

ARTICLE V
Regular Meetings

Section 1. Regular meetings of the Oxford DDA shall be held on the third Monday of each month at 7:00pm. In the case that this conflicts with a legal holiday or municipality Commission meeting, the regular meeting of the DDA shall be rescheduled by a vote of the Board. The meeting location is designated by the Executive Board and will be publicly posted.

Section 2. All regular meetings and special meetings of the DDA shall be open to the public and held in compliance with Act No. 267 of the Public Acts of 1976.

Section 3. Each agenda of the regular and special meetings of the DDA shall provide for "Public Comment." Under this item, citizens shall have a reasonable opportunity to be heard. Any person may address the DDA, with permission of the Chairperson. At a regular meeting of the DDA any matter brought up from the citizens may be referred to another time or referred for study and recommendation upon request of the DDA Board. If a majority of the DDA Board present agrees, said matter may be acted upon immediately. At a special meeting of the DDA, any matter brought up from a citizen may be deferred to another time or referred for study and recommendation upon the request of the DDA. The Chairperson may allow inquiries or comments to be made at such time as the related subject appears on the prepared agenda.

1
2
3 Section 4. A majority roll call vote of members appointed and serving shall be required
4 to call a closed session, except for closed sessions permitted under Section 8 of Act 267
5 of 1976 dealing with the dismissal, suspension, or disciplining of or to hear complaints or
6 charges brought against an employee or staff member or individual agents when the
7 named person requests a closed hearing.
8

9 Section 5. The DDA shall have the power to adjourn any regular or special meeting to a
10 date and time which shall not be beyond the time of the next regular meeting. The
11 adjourned meeting shall be considered as a continuation of the same regular or special
12 meeting. Any business which would have been proper for the DDA to consider at such
13 meeting may be considered and acted upon at the adjourned meeting.
14

15 Section 6. The majority of the DDA shall constitute a quorum for the transaction of
16 business at all meetings, but in the absence of a quorum two or more members may
17 adjourn any regular or special meeting to a later date.
18

19 Section 7. Draft minutes of any meeting of the DDA will be distributed to all members
20 of the DDA for their review prior to the next regularly scheduled meeting. Minutes of
21 the proceedings of regular or special meetings shall be prepared at the request of and
22 provided to any member of the DDA or the municipality. Minutes of closed meetings
23 shall be maintained in conformity with and shall be subject to the provisions of the Open
24 Meetings Act, Act 267 of the Public Acts of 1976, as amended.
25

26
27 ARTICLE VI
28 Special Meetings
29

30 Section 1. Special meetings of the DDA Board may be called upon written request of the
31 Chairperson or any three members of the Board on 24-hours written notice to each
32 member of the DDA Board. The written notice shall designate the purpose of such
33 meeting and shall be served personally or left at the usual place of residence or business
34 of each Board member. Any special meeting at which all members of the DDA are
35 present or have waived notice in writing shall be a legal meeting for all purposes.
36

37 Section 2. No business shall be transacted at any special meeting unless the same has
38 been stated in the notice of such a meeting.
39

40
41 ARTICLE VII
42 Annual Meeting
43

44 An annual meeting of the DDA Board shall be held in the month of September each year.
45 The purpose of the meeting is to add Board member appointments, vote on the Board of
46 Directors (Chairperson, Vice Chairperson, Secretary, Treasurer), assess yearly goals and
47 accomplishments, and perform strategic planning for the upcoming year.

1
2
3
4 ARTICLE VIII
5 Director
6

7 Section 1. The DDA Executive Director shall manage the daily operations of the DDA.
8 The Executive Director shall be responsible for coordinating the implementation of the
9 DDA's policies and projects and such other duties as the DDA Board may require. The
10 Executive Director shall receive for his/her services such compensation as may be
11 determined by the DDA.
12

13 Section 2. The DDA Executive Director shall report directly to the DDA Board. The
14 DDA Executive Director shall supervise all other staff of the DDA.
15

16 Section 3. The DDA Executive Director shall be the Chief Executive Administrator of
17 the DDA. Subject to the approval of the DDA Board, the Executive Director shall
18 supervise, and be responsible for, the preparation of plans and the performance of the
19 functions of the DDA in the manner authorized by Act 57 of the Public Acts of 2018.
20 The DDA Executive Director shall attend all meetings of the DDA Board and shall
21 render to the DDA Board and the municipality a monthly report covering the activities
22 and financial condition of the DDA.
23

24 Section 4. The DDA Executive Director shall serve at the pleasure of the DDA Board
25 and sign a written contract of employment signed and approved by the DDA Board and
26 the municipality. The DDA Executive Director shall present all other staff hiring
27 selections to the DDA for approval. Employment agreements shall be signed by the staff,
28 DDA Executive Director, and DDA Chairperson for all staff recommended by the DDA
29 Executive Director.
30

31 Section 5. An annual performance evaluation process and procedure shall be utilized for
32 review of the DDA Executive Director's job performance by the DDA Board.
33

34 Section 6. The DDA Executive Director shall perform functions as specified in, and abide
35 by, the DDA Executive Director Job Description.
36

37
38 ARTICLE IX
39 Committees
40

41 Section 1. The DDA shall have at least four (4) standing committees, which shall be
42 entitled Design, Economic Vitality, Organization, and Promotion. Each committee shall
43 consist of not less than three (3) members, at least one of which must be a DDA Board
44 member. Each committee shall have a chairperson who shall be responsible for
45 directing and coordinating affairs of the committee. Each committee chairperson shall be
46 appointed by the DDA Chair or Executive Director, with consent of the DDA Board.
47 Committee members shall serve on no more than two (2) committees simultaneously.

1
2 Section 2. The DDA Executive Director shall act as a permanent consultant to each
3 committee without needing to be in attendance at all meetings. The committees may
4 include outside consultants, residents of the municipality, businesspeople within the
5 municipality, and anyone with an interest in the well-being of Oxford's community.
6

7 Section 3. The duties of the committees are to notify the DDA Executive Director and
8 Chairperson of all meeting times, dates and locations; keep written minutes of each
9 meeting to be filed with the DDA; keep the DDA Executive Director informed of the
10 events of each meeting by means of the Chairperson if the Director was unable to attend;
11 fulfill charges of and answer to the DDA; present monthly minutes, reports and
12 recommendations at DDA meetings; act in the best interest of the DDA at all times.
13

14 Section 4. The Design Committee shall focus on public spaces, building improvements,
15 design education, technical assistance, and design regulations and enforcement.
16

17 Section 5. The Economic Vitality Committee shall focus on market research, business
18 assistance, financial assistance, and property development.
19

20 Section 6. The Organization Committee shall include volunteer and membership
21 development, communication and public relations, and fundraising.
22

23 Section 7. The Promotions Committee shall include marketing, image building, retail
24 and business promotions, and special events.
25

26 Section 8. The DDA Board, by resolution adopted by a majority of Board Members in
27 office, may designate or appoint one or more committees, in addition to the above-named
28 standing committees. Each of these additional committees shall consist of one or more
29 DDA Board Members, and which shall, to the extent provided in said resolution, have
30 and exercise the authority of the DDA Board in the management of the DDA. Other
31 committees, not having and exercising the authority of the DDA in the management of
32 the DDA, may be designated and appointed by a resolution adopted by a majority of the
33 DDA appointed at a meeting in which a quorum is present. The designation and
34 appointment of any such committees and the delegation thereto of authority shall not
35 operate to relieve the DDA, or any individual Board Member, of any responsibility
36 imposed upon them by law.
37

38 Section 9. All committee members shall abide by the DDA job description for their
39 positions on the committee(s). The committee members shall have no authority for
40 decision-making but will report findings and suggestions to the Board.
41
42

43 ARTICLES
44 Fiscal Year
45

46 Section 1. The fiscal year of the DDA shall begin on the first day of July and end on the
47 last day of June each year.

Oxford Downtown Development Authority

Board of Directors

Position Description Form

Volunteer Position: Chairperson

General Description:

An elected position by the DOA Board. Appointed to manage and focus Board's responsibilities, to oversee Board's interactions, and to handle administrative matters.

Responsibilities (in addition to Board Member duties):

- Oversee the DOA budget and plans
- Monitor and evaluate the program's effectiveness
- Serve as primary link between the DOA Board of Directors and the Executive Director
- Act as coordinator to facilitate decision-making process
- Delegate responsibilities
- Monitor accountability of the organization
- Supervise the Executive Directors performance
- Works with Executive Director to determine Board member agenda
- Chairs Board meetings
- Calls special meetings when necessary
- Appoints committee chairs with Board input
- Serves as a visible leader of the organization at pertinent other Board/council meetings
- Adhere to Board standards of conduct
- Ensure Board adheres to Main Street program policies

Experience requirements:

- Two or more years' experience as a volunteer or participant with Municipal Government preferred.
- One or more years on the ODA Board preferred.

Education Requirements (informal):

- Familiarity with State of Michigan enactment, Act 267 of 1976 - Open Meetings Act
- Familiarity with State of Michigan enactment, Act 197 of 1975 - Downtown Development Authority
- Familiarity with Roberts Rules of Order
- Familiarity with the Main Street Program, National Trust for Historic Preservation

Type of position:

- Appointed
 Elected by DOA board

Expected Volunteer Hours/Month:

- D 0-5 D 10-15
D 6-10 ■ 16-20

Reviewed by: ODDA Organization Committee

Committee Chair: / /

Approved by: ODDA Executive Director

Executive Director: / /

Date Implemented: __/__/__

Oxford Downtown Development Authority

Board of Directors

Position Description Form

Volunteer Position: Vice Chairperson

General Description:

Elected by the DDA, the Vice Chairperson works closely with the Chairperson by providing support through shared responsibilities and assumes the responsibilities of the Chairperson at any time he or she is unable to do so.

Responsibilities (in addition to Board Member duties):

- Serves as a link between the DDA Board members and the Chairperson
- Active in monitoring activities of DDA sub-committees
- Maintains an active role in all of the boards happenings including special events and all extra and external meetings
- Keeps abreast of Chairperson responsibilities (see Chairperson job description)

Experience requirements:

- One or more years as a volunteer or a participant in local government preferred.
- Previous board member preferred.

Education Requirements (formal/informal):

- Familiarity with State of Michigan enactment, Act 267 of 1976 - Open Meetings Act
- Familiarity with State of Michigan enactment, Act 197 of 1975 - Downtown Development Authority
- Familiarity with Roberts Rules of Order
- Familiarity with Main Street, National Trust for Historic Preservation

Type of position:

- Appointed
 Elected by DDA board

Expected Volunteer Hours/Month:

- 0-5 10-15
 6-10 16-20

Reviewed by: ODDA Organization Committee

Committee Chair: / /

Approved by: ODDA Executive Director

Executive Director: / /

Date Implemented: __/__/__

Oxford Downtown Development Authority

Board of Directors

Position Description Form

Volunteer Position: Secretary

General Description:

The Secretary is the primary record keeper of the DDA board.

Responsibilities (in addition to Board Member duties):

- Transcribes and prepares official board meeting minutes for approval by the board, and delivers them to the Executive Director
- Assists the Executive Director and DDA Chairperson in preparing the agenda
- Maintains documents in an easily accessible format for review by all board members (preferably posted on the internet)
- Responsible for gathering minutes from Municipal and Township meetings
- If unable to attend a meeting, makes arrangements for someone to take over minute-taking duties
- Tracks attendance at DDA meetings

Experience requirements:

- Interest in local government and the development of Oxford's downtown
- Preferred: note-taking and word-processing abilities

Education Requirements (formal/informal):

- Familiarity with State of Michigan enactment, Act 267 of 1976 - Open Meetings Act
- Familiarity with State of Michigan enactment, Act 197 of 1975 - Downtown Development Authority
- Familiarity with Roberts Rules of Order
- Familiarity with the Main Street Program, National Trust for Historic Preservation
- Preferred: note taking and word-processing abilities

Type of position:

- Appointed
 Elected by ODA board

Expected Volunteer Hours/Month:

- D 0-5 ■ 10-15
D 6- 10 D 16 - 20

Reviewed by: ODDA Organization Committee

Committee Chair: / /

Approved by: ODDA Executive Director

Executive Director: / /

Date Implemented: ___/___/___

Oxford Downtown Development Authority

Board of Directors

Position Description Form

-volunteer Position: Treasurer

General Description:

The Treasurer is responsible for all financial and budgetary matters relating to the operation of the Downtown Development Authority (DOA)

Responsibilities (in addition to Board Member duties):

- Pay all ODA bills (after approval by the Executive Director and the DOA Board) prior to due dates
- Prepare monthly financial reports prior to DOA Board meetings
- Maintain all financial records according to accepted accounting practices, resulting in records being prepared for audit
- Together with DOA Executive Director, prepare yearly budget for review with the DOA Board prior to financial year end
- Advise the DOA Board on investment opportunities, and, with Board approval, deposit DOA funds to maximize return; monitor such returns on a regular basis.

Experience requirements:

- Interest in local government and the development of Oxford's downtown
- Accounting, finance and/or budget preparation experience is desired but not required

Education Requirements:

- College degree in accounting, finance or business management is desired but not required

Type of position:

- Appointed
 Elected by DOA board
 Contracted

Expected Volunteer Hours/Month:

- 0-5 10 - 15
 6-10 16-20

Reviewed by: ODDA Organization Committee

Committee Chair: / /

Approved by: ODDA Executive Director

Executive Director: / /

Date Implemented: __/__/__

Oxford Downtown Development Authority

Board of Directors

Position Description Form

Volunteer Position: Subcommittee Chairperson**General Description:**

Generally, a Board member volunteer/appointment whose role is to organize, direct, coordinate and implement ODA work plans. Act as a conduit between Board members and sub-committees. Work to build relationships between various stakeholder groups in the commercial districts future. Work to develop new leadership for other ODA and Main Street Program positions.

Responsibilities (in addition to Board Member duties):

- Serves as primary link between the subcommittee and the Executive Director
- Act as coordinator to facilitate decision-making process
- Delegates responsibilities
- Monitor accountability of the subcommittee
- Submits subcommittee items for ODA Board meeting agenda
- Chairs Sub-Committee monthly meetings
- Serves as visible leader of the subcommittee at pertinent board/council/professional meetings
- Adhere to Board standards of conduct
- Make recommendations to the DOA Board
- Responsible for volunteer recruitment

Experience requirements:

- o 6 months DOA Board experience preferred

Education Requirements (informal):

- Familiarity with State of Michigan enactment, Act 267 of 1976 - Open Meetings Act
- Familiarity with State of Michigan enactment, Act 197 of 1975 - Downtown Development Authority
- Familiarity with Village of Oxford Code of Ordinances
- Familiarity with Roberts Rules of Order
- Familiarity with the Main Street Program, National Trust for Historic Preservation

Type of position:

- Appointed**
- Elected by DDA board**

Expected Volunteer Hours/Month:

- 0-5** **10-15**
- 6-10** **16-20**

Reviewed by: ODDA Organization Committee

Committee Chair: / /

Approved by: ODDA Executive Director

Executive Director: / /

Date Implemented: ___/___/___