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 the district’s designated geographic area 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 vitality (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 community betterment, and enhance the social welfare of residents in and around the district.

Section 4. To provide a forum for organizations and individuals to communicate with each other about the past, present, and future of Oxford's DDA district.

ARTICLE III

Board Members

Section 1. The DDA Board is comprised of nine members. Eight 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 their designee from the municipality’s 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 Member must be persons having an interest in property located in the DDA District. In addition, if the DDA district has 100 or more persons residing in it, not less than one of the DDA Board Members shall be a resident of said 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 viewpoints and interests and to include representatives from both the
residential and business communities to ensure the broadest possible participation and support from the community. The DDA strives to be representative of the district’s, municipality’s, and immediate surrounding area’s diverse make-up by being inclusive and accessible for all.

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 may 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 Board.

Section 8. All new DDA Board Members shall participate in an orientation program to familiarize themselves with the objectives, responsibilities, and procedures of the DDA Board within the first three months of their term. Onboarding is the responsibility of the Board Chair and Executive Director.

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 Board, ex-officio members will serve as non-voting members. The Oxford Village Manager shall be an ex-officio member.

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. The vice chairperson works closely with the chairperson providing support through shared responsibilities, and, when the chairperson is absent, assumes the duties of same. The Village of Oxford President or designee and the Charter Township of Oxford representative may not serve in either chairperson or vice chairperson role.

Section 2. The DDA shall elect from its membership a secretary and/or assign, with compensation, an employee of the municipality to be the primary record keeper of the DDA Board.

Section 3. The DDA Executive Director will work in conjunction with the Village of Oxford Treasurer to manage all financial and budgetary matters relating to the operation of the DDA and in accordance with Sections 205(2) and 205(3) of Michigan Public Act 57 of 2018 (Recodified Tax Increment Financing Act).

Section 4. No DDA Board Member shall hold more than one executive role on the DDA Board at a time.

Section 5. Officers of the Board serve a 2-year term 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 7:00 p.m. In the event that the DDA regular meeting conflicts with a legal holiday or other public meetings of the municipality, the regular meeting of the DDA shall be rescheduled by a vote of the Board. The meeting location is designated by the DDA 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 Board shall provide for “Public Comment.” Under this item, the public shall have a reasonable opportunity to be heard. Any person may address the DDA Board with permission of the Chairperson. At any regular or special meeting of the DDA any matter brought up from the public may be deferred to another time or referred for study and recommendation upon request of the DDA Board. The Chairperson may allow inquiries or comments to be made at such time as the related subject appears on the prepared agenda.

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

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

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

Section 7. Draft minutes of any meeting of the DDA will be distributed to all members of the DDA for their review prior to the next regularly scheduled meeting. Minutes of closed meetings shall be maintained in conformity with and shall be subject to the provisions of the Open Meetings Act, Act 267 of the Public Acts of 1976, as amended.
ARTICLE VI
Special Meetings

Section 1. Special meetings of the DDA Board may be called upon written request of the Chairperson or any three members of the Board on 24-hours written notice to each member of the DDA Board. The written notice shall designate the purpose of such meeting and shall be served personally or left at the usual place of residence or business of each Board member.

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

ARTICLE VII
Annual Meeting

An annual meeting of the DDA Board shall be held in the month of September each year. The purpose of the meeting is to add Board member appointments, vote on the chairperson and vice chairperson, as required per term limits, assess yearly goals and accomplishments, and perform strategic planning for the upcoming year.

ARTICLE VIII
Executive Director

Section 1. The DDA Executive Director shall manage the daily operations of the DDA. The Executive Director shall be responsible for coordinating the implementation of the DDA’s policies, projects, and other duties as the DDA Board may require. The Executive Director shall receive for their services compensation as determined by the DDA.

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

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

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

Section 5. An annual performance evaluation process and procedure shall be utilized for review of the DDA Executive Director’s job performance led by the Organization Committee of the DDA Board.

Section 6. The DDA Executive Director shall perform functions as specified in, and abide by, the DDA Executive Director Job Description.
ARTICLE IX
Committees

Section 1. The DDA shall have at least four standing committees which shall be entitled Design, Economic Vitality, Organization, and Promotion as outlined by the Main Street America organization. Each committee shall consist of not less than three members, at least one of which must be a DDA Board Member. Each committee shall have a chairperson who will be responsible for reporting to the DDA Board and will direct and coordinate efforts of the committee. Each committee member will be appointed by the DDA Chairperson with consent of the Board and have an application on file. Each committee chairperson shall be appointed by the DDA Chairperson with consent of the DDA Board. Committee members shall serve on no more than two (2) committees simultaneously.

Section 2. The DDA Executive Director shall act as a permanent consultant to each committee and attend all committee meetings. The committees may include outside consultants, residents of the municipality, businesspeople within the municipality, and anyone with an interest in the well-being of Oxford’s community.

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

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

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

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

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

Section 8. The DDA Board, by resolution adopted by a majority of Board Members, may designate or appoint one or more committees, in addition to the above-named standing committees. Each additional committee must have one or more DDA Board Member on it.

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

Section 10. Committee members who miss three or more scheduled committee meetings in a calendar year may be replaced at the discretion of the DDA Chairperson or the DDA Board by a majority vote of the Board.

Section 11. By a majority vote, the Board may remove committee members at its discretion.
ARTICLE X
Fiscal Year

Section 1. The fiscal year of the DDA shall coincide with the Village of Oxford’s fiscal year.

Adopted by the Downtown Development Authority on August 21, 2006. Amended on October 17, 2022.

_________________________________________  __________________________________________
Chairperson  Date

_________________________________________  __________________________________________
Vice Chairperson  Date