

1 **Bylaws**
2 **of the**
3 **Oxford Downtown Development Authority of**
4 **Oxford, Michigan**

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7 **ARTICLE I**
8 **Name**
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10 Section 1. The name of this organization shall be the Oxford Downtown Development Authority (DDA),
11 hereinafter referred to as the DDA.
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13 Section 2. The municipality of this organization is the Village of Oxford, hereinafter referred to as the
14 municipality.
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17 **ARTICLE II**
18 **Mission Statement/Purpose**
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20 Section 1. Mission Statement: The Oxford DDA is dedicated to the physical and economic development
21 of the district's designated geographic area with emphasis on preserving its historical heritage.
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23 Section 2. The DDA is organized to stimulate DDA district economic development, through organization
24 (encouraging cooperation and building leadership in the business community); promotion (creating a
25 positive image for the district by promoting the district as an exciting place to live, shop, and invest);
26 design (improving the appearance of the district); and economic vitality (strengthening and expanding the
27 economic base of the district).
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29 Section 3. To take remedial actions to eliminate the physical, economic, and social deterioration of the
30 DDA district and thereby promote Oxford's historic preservation, contribute to community betterment,
31 and enhance the social welfare of residents in and around the district.
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33 Section 4. To provide a forum for organizations and individuals to communicate with each other about the
34 past, present, and future of Oxford's DDA district.
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37 **ARTICLE III**
38 **Board Members**
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40 Section 1. The DDA Board is comprised of nine members. Eight of the DDA Board Members shall be
41 appointed by the municipality. The Charter Township of Oxford may recommend one member from the
42 Township Board. The remaining member shall be the Village President of the municipality or their
43 designee from the municipality's Village Council.
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45 Section 2. Pursuant to Section 204(1) of Michigan Public Act 57 of 2018 (Recodified Tax Increment
46 Financing Act), not less than a majority of the DDA Board Member must be persons having an interest in
47 property located in the DDA District. In addition, if the DDA district has 100 or more persons residing in
48 it, not less than one of the DDA Board Members shall be a resident of said district.
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50 Section 3. It is the specific intent in recruiting volunteers for the DDA Board and committees to seek out a
51 broad and diverse spectrum of viewpoints and interests and to include representatives from both the

1 residential and business communities to ensure the broadest possible participation and support from the
2 community. The DDA strives to be representative of the district's, municipality's, and immediate
3 surrounding area's diverse make-up by being inclusive and accessible for all.

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

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

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11 Section 6. DDA Board Members are required to attend all meetings of the DDA Board. The DDA Board
12 may recommend that the municipality replace any member that misses three or more meetings during a
13 calendar year.

14
15 Section 7. Pursuant to Section 204(1) of Michigan Public Act 57 of 2018 (Recodified Tax Increment
16 Financing Act), members of the Board shall serve without compensation but shall be reimbursed for
17 actual and necessary expenses approved by the DDA Board.

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

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

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26 Section 10. By appointment of the DDA Board, ex-officio members will serve as non-voting members.
27 The Oxford Village Manager shall be an ex-officio member.

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30 **ARTICLE IV**
31 **Officers of the Board**
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33 Section 1. The DDA shall elect from its membership a chairperson and vice chairperson. The chairperson
34 manages and focuses the DDA Board's responsibilities, oversees the Board's interactions, and handles
35 administrative matters related to policy set by the DDA Board. The vice chairperson works closely with
36 the chairperson providing support through shared responsibilities, and, when the chairperson is absent,
37 assumes the duties of same. The Village of Oxford President or designee and the Charter Township of
38 Oxford representative may not serve in either chairperson or vice chairperson role.

39
40 Section 2. The DDA shall elect from its membership a secretary and/or assign, with compensation, an
41 employee of the municipality to be the primary record keeper of the DDA Board.

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

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

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50 Section 5. Officers of the Board serve a 2-year term and may serve no more than two consecutive terms as
51 an officer.

ARTICLE V
Regular Meetings

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4 Section 1. Regular meetings of the Oxford DDA shall be held on the third Monday of each month at 7:00
5 p.m. In the event that the DDA regular meeting conflicts with a legal holiday or other public meetings of
6 the municipality, the regular meeting of the DDA shall be rescheduled by a vote of the Board. The
7 meeting location is designated by the DDA Board and will be publicly posted.

8
9 Section 2. All regular meetings and special meetings of the DDA shall be open to the public and held in
10 compliance with Act No. 267 of the Public Acts of 1976.

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12 Section 3. Each agenda of the regular and special meetings of the DDA Board shall provide for “Public
13 Comment.” Under this item, the public shall have a reasonable opportunity to be heard. Any person may
14 address the DDA Board with permission of the Chairperson. At any regular or special meeting of the
15 DDA any matter brought up from the public may be deferred to another time or referred for study and
16 recommendation upon request of the DDA Board. The Chairperson may allow inquiries or comments to
17 be made at such time as the related subject appears on the prepared agenda.

18
19 Section 4. A majority roll call vote of the DDA Board shall be required to call a closed session, except for
20 closed sessions permitted under Section 8 of Act 267 of 1976 dealing with the dismissal, suspension, or
21 disciplining of or to hear complaints or charges brought against an employee or staff member or
22 individual agents when the named person requests a closed hearing.

23
24 Section 5. The DDA shall have the power to adjourn any regular or special meeting to a date and time
25 which shall not be beyond the time of the next regular meeting. The adjourned meeting shall be
26 considered as a continuation of the same regular or special meeting. Any business which would have been
27 proper for the DDA to consider at such meeting may be considered and acted upon at the adjourned
28 meeting.

29
30 Section 6. The majority of the DDA shall constitute a quorum for the transaction of business at all
31 meetings. In the absence of a quorum, two or more members may adjourn any regular or special meeting
32 to a later date.

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

1 **ARTICLE VI**
2 **Special Meetings**
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4 Section 1. Special meetings of the DDA Board may be called upon written request of the Chairperson or
5 any three members of the Board on 24-hours written notice to each member of the DDA Board. The
6 written notice shall designate the purpose of such meeting and shall be served personally or left at the
7 usual place of residence or business of each Board member.
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9 Section 2. No business shall be transacted at any special meeting unless the same has been stated in the
10 notice of such a meeting.
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12 **ARTICLE VII**
13 **Annual Meeting**
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16 An annual meeting of the DDA Board shall be held in the month of September each year. The purpose
17 of the meeting is to add Board member appointments, vote on the chairperson and vice chairperson, as
18 required per term limits, assess yearly goals and accomplishments, and perform strategic planning for
19 the upcoming year.
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21 **ARTICLE VIII**
22 **Executive Director**
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25 Section 1. The DDA Executive Director shall manage the daily operations of the DDA. The
26 Executive Director shall be responsible for coordinating the implementation of the DDA's
27 policies, projects, and other duties as the DDA Board may require. The Executive Director shall
28 receive for their services compensation as determined by the DDA.
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30 Section 2. The DDA Executive Director shall report directly to the DDA Board. The DDA Executive
31 Director shall supervise all other DDA staff.
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33 Section 3. The DDA Executive Director shall be the Chief Executive Administrator of the DDA.
34 Subject to the approval of the DDA Board, the Executive Director shall supervise, and be
35 responsible for, the preparation of plans and the performance of the functions of the DDA in the
36 manner authorized by Act 57 of the Public Acts of 2018. The DDA Executive Director shall attend
37 all meetings of the DDA Board and shall render to the DDA Board and the municipality a monthly
38 report covering the activities and financial condition of the DDA.
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40 Section 4. The DDA Executive Director shall serve at the pleasure of the DDA Board and sign a
41 written contract of employment signed and approved by the DDA Board and the municipality. The
42 DDA Executive Director shall present all other staff hiring selections to the DDA for approval.
43 Employment agreements shall be signed by the staff, DDA Executive Director, and DDA
44 Chairperson for all staff recommended by the DDA Executive Director.
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46 Section 5. An annual performance evaluation process and procedure shall be utilized for review of
47 the DDA Executive Director's job performance led by the Organization Committee of the DDA
48 Board.
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50 Section 6. The DDA Executive Director shall perform functions as specified in, and abide by, the
51 DDA Executive Director Job Description.
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ARTICLE IX
Committees

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

12
13 Section 2. The DDA Executive Director shall act as a permanent consultant to each committee and attend
14 all committee meetings. The committees may include outside consultants, residents of the municipality,
15 businesspeople within the municipality, and anyone with an interest in the well-being of Oxford's
16 community.

17
18 Section 3. The duties of the committees are to notify the DDA Executive Director and Chairperson of all
19 meeting times, dates, and locations; keep written minutes of each meeting to be filed with the DDA; keep
20 the DDA Executive Director informed of the events of each meeting by means of the Chairperson if the
21 Director was unable to attend; fulfill charges of and answer to the DDA; present monthly minutes,
22 reports, and recommendations at DDA meetings; and act in the best interest of the DDA at all times.

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

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

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

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

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

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

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

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48 Section 11. By a majority vote, the Board may remove committee members at its discretion.
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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.
Approved by the Village of Oxford Council October 19, 2022.

Chairperson

Date

Vice Chairperson

Date