

ALLEGAN COUNTY BUILDING AUTHORITY

BYLAWS

MINUTES of a Regular Meeting of the Board of Commissioners of the Building Authority held on the 16<sup>th</sup> day of September, 2009, at 8:00 o'clock a.m., Eastern Standard Time.

PRESENT: Commissioners Butler, Vanderoovaart, Wakeman, Hinz, and Sedore

ABSENT: None.

The following preamble and resolution were offered by Commissioner Hinz and supported by Commissioner Wakeman.

WHEREAS, the Building Authority of the County of Allegan, Allegan, Michigan, has incorporated the Allegan County Building Authority (the "Building Authority") pursuant to the provisions of Act 31, Public Acts of Michigan, 1948 (First Extra Session), as amended; and

WHEREAS, the Articles of Incorporation of the Building Authority require that certain bylaws and rules of procedure be adopted by the Commission of the Building Authority;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The following shall be the Bylaws of the Building Authority:

A. Regular meetings of the Building Authority shall be held on a schedule established at the beginning of each calendar year as the Building Authority deems necessary to conduct business in a public place appropriate for the meetings to be held established

at the time, which said meetings may be adjourned by action of the Building Authority from time-to-time a definitely fixed place, date and time.

B. Special meetings of the Building Authority shall be called by the Chairperson of the Building Authority or by any two (2) members of the Building Authority.

Written notice of special meetings of the Building Authority shall be either (a) served personally on each member of the Building Authority or left at his or her usual place of employment or residence not less than twenty-four (24) hours prior to the time of the special meeting; (b) given personally by telephonic communication to each member of the Building Authority not less than twenty-four (24) hours prior to the time of the special meeting; or (c) given by first class mail to each member of the Building Authority not less than seventy-two (72) hours prior to the time of the special meeting; or d) electronic notification via email to each member not less than twenty-four (24) hours prior to the time of the special meeting. In the event of notice of a special meeting by telephonic communication with each member of the Building Authority, an affidavit shall be filed by the person giving notice of said special meeting to a Member by telephonic communication that notice was given to the Member by such means.

Public notice of all regular, special or rescheduled regular meetings of the Building Authority shall be given pursuant to the applicable provisions of Act 267 of the Public Acts of 1976.

Any meeting at which all members of the Building Authority are present shall be a legal meeting for the conduct of business, notwithstanding the fact that it was not called in the manner set forth above and notwithstanding the fact that notice of the meeting was not given in the manner set forth above, provided, that notice of such meeting of the Building Authority was given in accordance with the provisions of Act 267 of the Public Acts of 1976.

Any action of the Building Authority taken without notice to a Member as hereinabove required shall be valid if such Member not so notified at anytime before or after the action is taken submits a signed waiver of notice, and, if signed after the action was taken, also ratifies the action so taken.

C. A majority of the qualified membership of the Building Authority shall constitute a quorum and all proceedings of the Building Authority shall require for favorable action a vote of a simple majority of members of the Building Authority.

Commissioners unable to attend due to medical reasons shall be permitted to participate in the discussion and votes of Building Authority Meetings by telephone provided that the requirements of

the Open Meetings Act are met and that a quorum is physically present.

D. The Building Authority shall act by resolution or motion and shall keep a journal of its proceedings, which shall be signed by the Secretary. Said journal shall show how each member voted and each member shall vote upon all motions and resolutions unless he is disqualified from voting thereon by reason of any direct or indirect personal interest as defined by the State of Michigan Conflict of Interest Laws.

E. All checks of the Building Authority shall be executed by the County Treasurer and County Clerk. Interest coupons attached to bonds shall be executed with the facsimile signature of the Chairperson.

F. The Treasurer shall make an annual report of the receipts and disbursements of the funds of the Building Authority for the preceding year at a regular meeting to be held in the month of January of each year.

G. The Secretary of the Building Authority is hereby authorized and directed to obtain a seal for the Building Authority, which seal shall be the official seal of the Building Authority.

H. In case of the temporary absence or disability of any officer, the Building Authority may appoint some other member of the Building Authority to act temporarily in his or her stead,

except that in the case of the temporary absence or disability of the Chairperson, the Secretary of the Building Authority shall act as Chairperson.

I. The Building Authority by resolution may establish advisory committees for the purpose of assisting the Building Authority in the discharge of its duties. The resolution establishing an advisory committee shall state the names of the committee members, their terms of office and the committee's function.

J. The Building Authority may appoint a recording secretary and deputy treasurer who need not be members of the Building Authority.

K. All actions of the Building Authority shall be governed by Roberts Rules of Order Revised if not inconsistent with the Articles of Incorporation of the Building Authority or its Bylaws.

L. Non-county employee members appointed to the Building Authority may be authorized to receive per diem and mileage for attending all official meetings of the Building Authority, or if other means of compensation are available, citizen members can opt out of receiving per diem and mileage. Per diem and mileage shall be set by the Board of Commissioners and be paid from the Board of Commissioners budget.

2. These Bylaws shall be effective when approved by the Building Authority of the County of Allegan of Allegan, Michigan and the

Secretary is hereby directed to file this resolution in his records.

3. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same hereby are rescinded.

AYES: Commissioners Wakeman, Sedore, Hinz, Vanderovaart, and Butler.

NAYS: None.

RESOLUTION DECLARED ADOPTED.

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William Hinz, Secretary

Allegan County Building Authority