Manistee DDA
February 23, 2017 @ 12:00pm
City Hall

AGENDA

1. Call to order – Chair
2. Approval of Agenda
3. Public comment. (Limit 5 minutes per person.)
4. Review and Consider Approval of Proposed Bylaws
5. Review and Consider Approval of Financial Policies
6. Public Comment. (Limit 5 minutes per person.)
7. Adjournment

DOWNTOWNMANISTEE
michigan

DATE: February 23, 2017

TO: DDA Board

FROM: Tyler Leppanen

RE: DDA Board Special Meeting: February 23, 2017

The DDA Board shall convene at 12:00 pm on Thursday, February 23, 2017 in the council chambers of city hall. The City Attorney, George Saylor, has provided a review of the DDA bylaws and will be present for the meeting. I have made some changes to the bylaws, as previously distributed, which were in response to the strategic planning session and Board Member comments. I have also provided an explanation of the proposed changes and items for the Board to consider below.

George Saylor recommended altering the language under Article I, Purposes and Powers, to allow flexibility if the DDA Act were to be amended. This meant stating that the DDA has the powers identified in the DDA Act, the alternative would be to list each provision authorized under the act. Our current language is missing some powers the DDA is authorized, which I could add. The Board could either approve the language the I presented or request that each provision of the DDA's powers to be listed.

Article II, Section 2, has been changed to eliminate the staggering of terms that was needed when the Board was created but no longer necessary. Also, the section is amended to mirror the language in the DDA Act.

Article II, Section 6, the language was simplified but the meaning does not.

Article IV, Section 1, this section had proposed language from 2014 that was submitted to the Board, I recommend keeping the original language with a few minor changes to be more specific and clear.

Article IV, Section 2, needs to be considered by the Board. The accountants have suggested that the Board move the meetings to the third Wednesday of the month to provide adequate time for financial statements. The Open Meetings Act portion was also removed since the Board must follow OMA regardless, the language is not necessary in the bylaws.

Article VI, Section 2 Standing Committees, I am proposing to eliminate this section as a result of the Board's strategic planning session. There has been discussion of changing the

current committees and this language provides more flexibility for the Board to accomplish that. Otherwise, the Board needs to decide at this time if the committees outlined in the bylaws are appropriate.

Article IV, Section 4 Standing Invitations, is proposed to be eliminated because it is unnecessary. All Board meetings are open to the public and any community organization may attend and comment during the public comment period if they wish to do so.

Article IX is proposed to be eliminated for the same purposes as Article I. These powers are granted by the DDA Act. Eliminating this article from the bylaws allows more flexibility for the DDA if the Act is amended at the State level.

If you have any other updates or new information before the meeting, please send it along to myself and the Board. You can call my office number at (231) 398-3262 or email me at tyler.leppanen@manisteedowntown.com with any questions or concerns you may have.

RULES GOVERNING THE MANISTEE, MICHIGAN DOWNTOWN DEVELOPMENT AUTHORITY

ARTICLE I. PURPOSES AND POWERS

The purpose or purposes for which the Authority is organized are as follows: To act as a Downtown Development Authority in accordance with Act 197 of the Public Acts of 1975, as amended (the "Act"), including, but not limited to: to correct and prevent deterioration in the Downtown Development District, to encourage historic preservation, to create and implement development plans, and to promote economic growth. In furtherance of these purposes, the Authority shall have all of the powers which now or hereafter may be conferred by law on Authorities organized under Act 197, Public Acts of 1975 as amended; and Public Law 9-1-646, being the Federal Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970. The powers of the Authority are set forth and subject to Public Act 197 of 1975. ~~The power or authority given under Public Acts 197 is as follows:~~

~~(a) Prepare an analysis of economic changes taking place in the downtown district.~~

~~(b) Study and analyze the impact of metropolitan growth upon the downtown district.~~

~~(c) Plan and propose the construction, the renovation, repair, remodeling, rehabilitation, restoration, preservation, or reconstruction of a public facility, an existing building, or a multiple-family dwelling unit which may be necessary or appropriate to the execution of a plan which, in the opinion of the board, aids in the economic growth of the downtown district.~~

~~(d) Plan, propose, and implement an improvement to a public facility within the development area to comply with the barrier free design requirements of the state construction code promulgated under the Stille-DeRossett-Hal single state construction code act, 1972 PA 230, MCL 125.1501 to 125.1531.~~

~~(e) Develop long-range plans, in cooperation with the agency which is chiefly responsibility for planning in the municipality, designed to halt the deterioration of property values in the downtown district and to promote the economic growth of the downtown district, and take such steps as may be necessary to persuade property owners to implement the plans to the fullest extent possible.~~

~~(f) Implement any plan of development in the downtown district necessary to achieve the purposes of this act, in accordance with the powers of the Authority as granted by this act.~~

~~(g) Make and enter into contracts necessary or incidental to the exercise of its powers and the performance of its duties.~~

~~(h) Acquire by purchase or otherwise on terms and conditions and in a manner the Authority deems proper or own, convey, or otherwise dispose of, or lease as lessor or lessee, land and other property, real or personal, or rights of interests therein, which the Authority determines is reasonably necessary to achieve the purposes of this act, and to grant or acquire licenses, easements, and options with respect thereto.~~

~~(i) Improve land and construction, reconstruct, rehabilitate, restore and preserve, equip, improve, maintain, repair, and operate any building including multiplefamily dwellings, and any necessary or desirable appurtenances thereto, within the downtown district for use, in whole or in part, of any public or private person or corporation, or a combination thereof.~~

~~(j) Fix, charge, and collect fees, rents, and charges for the use of any building or property under its control or any part thereof, or facility therein, and pledge the fees, rents, and charges for the payment of revenue bonds issued by the Authority.~~

~~(k) Lease any building or property under its control, or any part thereof of a building or property.~~

~~(l) Accept grants and donations of property, labor, or other things of value from a public or private source.~~

~~(m)Acquire and construct public facilities.~~

~~(m)Create, operate, and fund marketing initiatives that benefit only retail and general marketing of the downtown district.~~

~~(n) Contract for broadband service and wireless technology service in the downtown district.~~

~~(o) Operate and perform all duties and exercise all responsibilities described in this section in a qualified township if the qualified township has entered into an agreement with the municipality under section 3(7).~~

ARTICLE II. BOARD OF DIRECTORS

Section 1. General Powers

The Authority shall be under the supervision and control of a board of directors.

Section 2. Number, Tenure, and Qualifications

The Board of Directors shall consist of nine persons, the Mayor of the City of Manistee and eight appointed members. At least five of the members shall be persons having an interest in property located in the downtown district. Not less than a majority of the members shall be persons having an interest in property located in the downtown district or an officer, member, trustee, principal or employee of a legal entity having an interest in property located in the downtown district. At least one of the members shall be a resident of the downtown district if it has one hundred or more persons residing within it. The term of office shall begin on the First day of July.

~~The Board of the Authority shall consist of no less than nine and no more than eleven members. The Mayor of the City of Manistee shall serve as one of these members. The members shall be appointed for one term of four years. A majority of the members shall be persons having an interest in property located in the downtown district. At least one of the members shall be a resident of the downtown district if it has one hundred or more persons residing within it. The term of office shall begin on the First day of July.~~

Section 3. Selection of Board Members

The ~~Chief Executive~~ Mayor of the City of Manistee with the advice and consent of the City Council shall appoint the members of the board. Subsequent board members shall be appointed in the same manner as the original appointments at the expiration of each member's term of office. Before assuming the duties of office, a member shall qualify by taking and subscribing to the constitutional oath of office.

Section 4. Compensation of Members

Members of the board shall serve without compensation, but shall be reimbursed for actual and necessary expenses.

Section 5. Expiration of Term, Continuation in Office, Reappointment, and Filling Vacancies

If a vacancy is created by the death, resignation, or removal of a member, a successor shall be appointed by the Mayor of the city of Manistee to fill the unexpired term.

Section 6. Removal

Pursuant to proper notice and an opportunity to be heard, a member may be removed from office for good cause by of the City Council.

~~Pursuant to proper notice and an opportunity to be heard, a member may be removed from office for neglect of duty including nonattendance at meetings, misconduct, malfeasance, or any other good cause by a majority vote of the City Council. Removal of a member is subject to review by the Circuit Court.~~

Section 7. Board Absences.

In order to maintain the maximum participation of all appointed Downtown Development Authority Board members at all scheduled meetings, the following is the attendance guide and Board member replacement policy for "excused" and "unexcused" absences:

1. When appointed, each Board member should state his/her willingness and intention to attend each scheduled meeting of the Downtown Development Authority.

2. In the event of unplanned personal matters, business trips, family vacation trips, changed job requirements, sickness, or other physical disabilities that prohibit the Board member from attending the scheduled meeting; the Board Chair or staff liaison to the Downtown Development Authority should be notified as soon as possible prior to the time of the scheduled meeting of their inability to attend. The Board member upon this notification will receive an "excused absence" for the involved scheduled meeting.

3. If any Board member is absent from three (3) consecutive scheduled meetings without an "excused absence" for any of the three (3) meetings, the Board member shall be reported in writing to the City Manager. The City Manager will contact the Board member in writing and question his/her continued ability or interest in being on the Board, giving the member a chance to rectify the attendance issue or submit a resignation.

4. There will be no limit on the number of consecutive "excused absences" for any Board member. However, if the Board member is repeatedly absent for at least 50% of the yearly scheduled meetings, that member will also be reported in writing to the City Manager. The City Manager will contact the Board member in writing and question the member's continued ability or interest to be on the Board. The Board member will be considered for an appointment nullification when the absences total six in the calendar year.

5. The appointment nullification action would be initiated by the City Manager and forwarded on to the City Council for official action.

Section 8. Disclosure of Interest

A board member who has a direct interest in any matter before the Authority shall disclose his interest prior to the Authority taking any action with respect to the matter which disclosure shall become a part of the record of the Authority's official proceedings. Further, any member making such disclosure shall then refrain from participating in the Authority's decision-making process relative to such matter.

ARTICLE III. OFFICERS

Section 1. OFFICERS

The officers of the Authority Board of Directors shall be a Chairman, Vice-Chairman, Secretary, and Treasurer. The Chairman shall be the ~~Chief Executive Officer~~ Mayor of the City, or as elected by the board.

Section 3. Filling of Vacancies

A vacancy in any of the officer positions may be filled by the board for the unexpired portion of the term.

Section 4. Chairman

The Chairman shall preside at all meetings of the board and shall discharge the duties of a presiding officer.

Section 5. Vice-Chairman

In the absence of the Chairman or in the event of his inability or refusal to act, the Vice Chairman shall perform the duties of the Chairman and when so acting shall have all the powers and be subject to all restrictions of the Chairman.

ARTICLE IV. MEETINGS

Section 1. Annual Meeting

The annual meeting shall be held in conjunction with the first regular monthly meeting ~~within ninety days~~ after the beginning of the new fiscal year. The election of officers shall occur at the annual organizational meeting. If the election of officers should not occur on the day designated, or any adjournment thereof, the board shall cause the election to be held at a regular ~~special~~ meeting of the board within ninety days after the beginning of the new fiscal year.

Section 2. Regular Meetings

Regular meetings of the board shall be held at 12:00 noon on the ~~first~~ second Wednesday of each month at a location agreed to by the board. In the event the meeting day shall fall on a holiday; the meeting will occur on the following day. The financial records shall always be open to the public. Any regularly scheduled meeting shall be cancelled for lack of a quorum. ~~Notice of all meetings shall be posted in accordance with the Michigan Open Meetings Act~~

Section 3. Special Meetings

Special meetings of the board may be called by the Chairman, by the Vice-Chairman in the absence of the Chairman, by the Executive Director, by any three members, or by the City Council by giving twenty-four hour notice to the Board of Directors of the meeting.

Section 4. Notice of Meetings

Notice of all meetings shall be posted in accordance with the Michigan Open Meetings Act (MCL 15.261 et seq.). Notice to the Board of Directors and to the public shall be the responsibility of the Executive Director.

~~All meetings shall be preceded by public notice posted no less than eighteen hours prior to the meeting in accordance with the Open Meetings Act (Act 267 of the Public Acts of 1976, as amended.) Notice to the members of the board and to the public shall be the responsibility of the Secretary.~~

Section 5. Agenda

The Chairman may direct the Secretary or Executive Director to prepare the agendas for all meetings and send them to the ~~Authority~~ Board of Directors at least twenty-four hours prior to a meeting. Any member of the ~~Authority~~ Board of Directors may request an item to be placed on the Agenda. Approval of the agenda, including items added or deleted, shall be one of the first items of business at each meeting.

Section 6. Quorum and Voting

A majority of the members of the board in office shall constitute a quorum for the transaction of business. In the event that effective membership is reduced because of disclosure of interest (Article II, Section 8), a majority of the remaining members eligible to vote shall constitute the action of the board.

Section 7. Rules of Order

Robert's Rules of Order is adopted as the Board Guideline of parliamentary procedure. The purpose of Robert's Rule of Order is to provide an organized and orderly procedure for addressing business before the Board of Directors, without elevating form over substance in the conduct of Board meetings.

~~Robert's Rules of Order will govern the conduct of all meetings.~~

Section 8. Public Comment During Meetings

The Manistee Downtown Development Authority wishes to provide for orderly public comment during its meetings and wishes to express its procedure for allowing public comment at its meetings in compliance with Open Meetings Act, Public 267 of the Public Acts of 1976.

1. At any meeting, any interested person may address the Board of ~~Trustees~~ Directors of the Manistee Downtown Development Authority on any agenda item prior to the vote on that agenda item if recognized by the Chairman or upon request of any two Board members present.

2. Any interested person may address the Board of ~~Trustees~~ Directors of the Manistee Downtown Development Authority on any matter relevant to the purposes and powers of the Authority during the agenda item designated for public comments.

3. The Chairman shall have the authority to limit and terminate any public comment that becomes disruptive, repetitive, or impedes the orderly progress of the meeting. The Chairman shall control the order and duration of any public comment, subject to appeal.

4. Any public comment may be limited in time to not more than five (5) minutes.

5. Prior to engaging in public comment, each person shall identify themselves and the group that is being represented.

ARTICLE V. EMPLOYMENT OF PERSONNEL

Section 1. Executive Director

The board may employ and fix the compensation of an executive director, subject to the approval of the City Council. The executive director shall serve at the pleasure of the board. A member of the board is not eligible to hold the position of executive director. Before entering upon the duties of his office, the director shall take and subscribe to the constitutional oath, and furnish bond, by posting a bond in the penal sum determined in the ordinance establishing the Authority, payable to the Authority for use and benefit of the Authority, approved by the board, and filed with the City Clerk. The premium on the bond shall be deemed an operating expense of the Authority, payable from funds available to the Authority for expenses and operation. The executive director shall be the chief executive officer of the Authority. Subject to the approval of the board, the executive director shall supervise, and be responsible for, the preparation of plans and the performance of the functions of the Authority in the manner authorized by Act 197 of the Public Acts of 1975 as amended. The executive director shall attend the meetings of the board, and shall render to the board and to the City Council a regular report covering the activities and financial condition of the Authority. If the executive director is absent or disabled, the board may designate a qualified person as acting executive director to perform the duties of the office. The executive director, the director shall furnish the board with information or reports governing the operating of the Authority as the board requires. The executive director shall not be a full-time City employee.

Section 2. Treasurer

The board may employ and fix the compensation of a Treasurer, if he or she is not a board member, who shall keep the financial records of the Authority and who, together with the directors, shall approve all vouchers for the expenditure of funds of the Authority. The Treasurer shall perform such other duties as may be delegated by the board and shall furnish bond in an amount as prescribed by the board.

Section 3. Secretary

The board may appoint a secretary, who shall maintain custody of the official seal and of records, books, documents, or other papers not required to be maintained by the executive director. The secretary shall attend meetings of the board and keep a record of its proceedings, and shall perform such duties delegated by the board.

Section 4. Legal Counsel

The board may retain legal counsel to advise the board in the proper performance of its duties. The legal counsel shall represent the Authority in actions brought by or against the Authority.

Section 5. Other Personnel

The Board may employ other personnel deemed necessary by the board.

ARTICLE VI. COMMITTEES AND ADVISORY BOARDS

Section 1. Committees

The board by resolution may designate and appoint one or more committees to advise the board. The Chairman of the Board shall appoint the members and select the chairman. The committees may be terminated by a vote of the Board. At the annual meeting, the committees will be evaluated and reappointed or dissolved.

~~Section 2. Standing Committees; structure, term, chairperson, powers and duties~~

~~Standing committees of the Manistee DDA Board of Directors shall reflect the Main Street Four-Point Approach: The Design Committee, Economic Restructuring Committee, Marketing & Promotions Committee and Organization Committee.~~

~~No fewer than five (5) committee members shall serve on each committee. No more than four (4) and no less than one (1) member of the board shall serve on one committee. The Executive Director shall act as a permanent consultant to each committee without needing to be in attendance at all meetings. The committee members may be anyone residing in the immediate Manistee area and must express an interest in participation in strengthening the downtown district. Committee members shall be appointed by each~~

~~Committee Chair with the consent of the DDA Chair. All meetings of the standing committees shall be open to the public.~~

~~Each standing committee member shall continue as such until the next annual meeting of the board and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.~~

~~One member of each committee shall be appointed Chairperson by the board.~~

~~Standing committees shall determine and schedule their meeting times, dates (minimum of monthly) and locations; consult with outside sources; interface with other city appointed Boards and Commissions for an exchange of ideas that would then be presented to the board prior to any action of the board.~~

~~The duties of the committees are to notify the Executive Director and DDA Chairperson of all meeting times, dates and locations; keep written minutes of each meeting to be filed with the Manistee DDA; keep the Executive Director informed of the events of each meeting by means of the Committee Chairperson if Executive Director is unable to attend; fulfill charges of and answer to the Manistee DDA Board of Directors; present monthly committee reports at board meetings; act in the best interest of the Manistee DDA at all times.~~

Section 3. Advisory Boards

The board may by resolution authorize the establishment of advisory boards. The Chairman shall select, with the advice and consent of the Board members, the members of each advisory board. The advisory board shall elect their own officers and establish rules governing their actions.

~~Section 4. Standing Invitations~~

~~The following community organizations shall receive a standing invitation to attend board meetings and be heard during the public comment portion of the meeting: Alliance for Economic Success, County of Manistee, Manistee Area Chamber of Commerce and Manistee County Convention & Visitors Bureau. Each invited organization shall select their representative to attend the meetings, at their discretion.~~

ARTICLE VII. CONTRACTS AND FUNDS

Section 1. Contracts

The board may authorize the Executive Director or an agent or agents of the Authority to enter into any contract or execute and deliver any instrument on behalf of the Authority within the limits authorized by Public Act 197. The authorization may be general or confined to specific instances.

Section 2. Funds

All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Authority shall be signed by the Treasurer and countersigned by the Executive Director ~~or Administrator of the Authority~~. Other members of the Board may be authorized by the Board to execute documents in the absence of the Treasurer or Executive Director. Account transactions require two signatures. All funds of the Authority shall be placed in such banks, trust companies, or other depositories as selected by the board and consistent with the legal requirements for the deposit of said funds.

Section 3. Contributions or Gifts

The board may accept on behalf of the Authority any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Authority.

ARTICLE VIII. BOOKS AND RECORDS

Section 1. Books and Records

The Authority shall keep correct and complete records of books and accounts and minutes of the meetings. The records shall be kept at the principal office of the Authority which will have a record of the names and addresses of the members of the Authority. All books and records of the Authority shall be open to the public. An annual audit by an independent certified public account will be conducted.

Section 2. Fiscal Year

The fiscal year of the Authority shall at all times conform to the fiscal year of the City of Manistee.

~~ARTICLE IX RAISING OF FUNDS~~

~~Section 1. Ad Valorem Tax~~

~~The Authority with the approval of the City Council may levy an ad valorem tax on the real and tangible property not exempt by law and as finally equalized in the downtown district. The tax shall be not more than 2 mills. The tax shall be collected by the City of Manistee. The City shall collect the tax at the same time and in the same manner as it collects its other ad valorem taxes. The tax shall be paid to the Treasurer of the Authority and credited to the general fund of the Authority for purposes of financing only the operations of the Authority.~~

~~Section 2. Borrowing Money Prior to Collection of Tax~~

~~The City may at the request of the Authority borrow money and issue its notes therefore pursuant to Act 202 of the Public Acts of 1943, as amended, being sections 131.1 and 138.2 of the Michigan Compiled Laws, in anticipation of collection of the ad valorem tax authorized in this section.~~

~~Section 3. Revenue Bonds~~

~~The Authority may borrow money and issue its negotiable revenue bonds therefore pursuant to Act 94 of the Public Acts of 1933, as amended, being sections 141.101 to 141.139 of the Michigan Compiled Laws. Revenue bonds issued by the Authority shall not, except as hereinafter provided, be deemed a debt of the City of Manistee or the State of Michigan. The City Council by a majority vote of the members may pledge its full faith and credit to support the Authority's revenue bonds.~~

~~Section 4. Tax Increment Financing~~

~~When the Authority determines that it is necessary for the achievement of the purposes of Act 197, Public Acts 1975, the Authority shall prepare and submit a tax increment financing plan to the City Council. The plan shall include a development plan as provided in Section 17, Act 197, Public Acts of 1975, a detailed explanation of the tax increment procedure, the amount of bonded indebtedness to be incurred, the duration of the program, and shall be in compliance with Section 15 of that Act. The plan shall contain statement of the estimated impact of tax increment financing on the assessed values of all taxing jurisdictions in which the development area is located. The plan may provide for the use of part or all of the captured assessed value, but the portion intended to be used by the Authority shall be clearly stated in the tax increment financing plan.~~

ARTICLE IX. DISTRICT BOUNDARIES

The Authority shall exercise its powers within the downtown district of the City of Manistee so determined by ordinance of the City Council.

ARTICLE X. AMENDMENT TO RULES

These rules should be reviewed annually by the Board of Directors and they may be altered, amended, or repealed, and new rules adopted, by a majority of the members present at any regular meeting, to be effective upon approval of the Manistee City Council.

Adopted by the Board of Directors_____

_____

Secretary, Manistee City Downtown

Development Authority

Approved by the Manistee City Council _____

_____
City Clerk

Downtown Development Authority Adopted Polices

Policy 001 Travel & Training Expense Reimbursement - Approved 02-8-2017

The DDA Travel and Training Expense Reimbursement Policy shall govern all employees, Board Members, and volunteers on official businesses for the DDA. It is the intent of this policy not to restrict travel for DDA business, but to clearly define reimbursable costs associated with travel. All travel and training expenses will be on a reimbursement basis and a pre-approved Travel and Training Form must be completed and approved by the Board. Sound business judgement should be used when incurring travel or training expenses. While it is recognized that expenses will vary with each trip or meeting, any display of extravagance in dining or other expenses should be avoided. Current tax laws do not allow for "lavish or extravagant business meals and entertainment." Expense reports should not include any personal expenses.

Receipts:
Original receipts must be furnished. If a receipt has been lost or not available, a written explanation by the employee, Board Member or volunteer substantiating the expenditure and explaining the lack of receipt. The DDA Chair must sign off on lost receipts. Receipts should be detailed as possible.

Non-allowable items for reimbursement:
Only authorized DDA business expense will be reimbursable. The following items are not considered reimbursable: fines for traffic or parking violation; personal mileage; personal vehicle expense such as gas, oil changes, ect.; spouse's travel unless approved by the DDA Board; meals in the home area of the Manistee DDA office unless attending an authorized business meeting or conference.

Charging expenses to the DDA:
No employee, Board Member or volunteer shall charge directly to the DDA any expenses incurred while traveling. No employee, Board member, or volunteer shall send lodging, car rental, air fare bills to the DDA for payment. All expenses should be paid for by the individual and obtain reimbursement from the DDA upon submittal and approval of an expense report. An exception is made for conference registrations.

Travel

Mileage:
The DDA does not have a company vehicle and use of a personal vehicle for DDA business will be reimbursed at the current IRS rate per based upon submittal of actual receipts.

Meal Reimbursement:
The DDA will provide a reimbursement to cover the actual cost of meals incurred for DDA business. Eligible expenses include meals where the employee, Board Member, or

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volunteer attendance is necessitated by their DDA position. Reimbursement of meals will be based upon submittal of actual receipts. Alcoholic beverages are not a reimbursable The amount spent for meal should be in keeping with what the employee, Board Member or volunteer would spend if they were traveling on personal matters. Cost of meals should be reasonable

Lodging:
The maximum expense for lodging will be the single occupancy room rate per day. Lodging must be reasonable for the location. Only the actual lodging expenses paid are allowable with a receipt. Long distance calls should be made by cell phone and not charged to the hotel room. If the hotel phone must be used for long distance calls, only those charges related for businesses purpose only will be reimbursed.

Conference Expenses:
Many conferences include meals and lodging in a package, as part of the conference expense. These amounts will be pre-paid by the DDA as part of the conference registration package and are not eligible for reimbursement. A copy of the conference registration and agenda are required when submitting a reimbursement request due to attendance of a conference. Anyone attending a conference with the expectation of expenses incurred to be reimbursed by the DDA must have a Travel and Training Request form filled out and approved by the Board.

Travel and Training Eligibility:
Training for employees, Board Members and volunteers require Board approval. All Out of State travel by the DDA employees, Board Members or volunteers shall be approved by the DDA board in advance. DDA board members and DDA volunteers are eligible to participate in training sessions related to DDA activities with advanced approval by the DDA board. All training and travel requiring Board approval must fill out a Travel & Training Request Form to be approved by the Board.

Air Travel:
Any air travel must be pre-approved by the Board and will only be reimbursed for coach seats. If no coach seats are available or other flights which cannot be scheduled without delay or disruption of the business event, approval from the DDA Chair must be obtained to book non-coach seats.

Policy 002 -Purchasing Goods or Services for Organization - Approved 02-08-2017

It is the general intent and purpose of this policy to assure that purchasing of goods and services for the DDA results in the most economical and\or advantage procurement in accordance with sound purchasing principles. All purchases, regardless of size, shall be covered by this principle. It is also the intent of this policy that the DDA will attempt to purchase goods and services from businesses located within the City limits when the price, quality, service and other relevant factors relating to the goods and services are

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comparable with out-of-town businesses.

Budgetary Control:
All purchases must be in accord with approved budgetary allocations and policies.

Interpretation of Policy Provisions:
It is recognized that on occasion, there may be a question as to the application of this policy to a particular purchasing situation or circumstance. ln these cases, the affected committee chair shall consult with the DDA Director to determine the appropriate course of action internal Purchasing Procedures The DDA Director shall establish the necessary practices and procedures to ensure that the general intent and specific provisions of this policy are adhered to.

Purchasing Practices and Methodologies:
This policy recognizes the need to use a variety of purchasing techniques in order to obtain the product or service that is in the best interest of the DDÂ. Depending on the situation, one or more of the following techniques may be used:

a. A General Purpose Purchase (GPP) is a purchase arising in the normal course of day to day operations. These purchases should be evaluated based on the price, quality, service, and other relevant factors. lf the relevant purchasing threshold is met quotes may be required, as specified below.

b. A Request for Bids (RFB) is a technique whereby the DDA develops detailed specifications for a particular good or service and solicits sealed bids from vendors.

Committee Chairs or DDA Director shall prepare plans and specifications which identify the goods or services desired in sufficient detail to permit the receipt of competitive bids. Notice of the availability of the bid documents shall be published in the official publication as a box ad in the classified section at least three times. In addition, copies of the bidding documents shall be mailed or sent electronically to a reasonable number of known vendors who provide this good or service. Sealed bids will be accepted until the date and time specified in the bid documents. Bids will opened and by the DDA Director. A record of all bids received shall be kept and filed with the paid invoice in the DDA office.

Purchasing Approval Levels:

a. Purchasing Goods or Services of $1,000 or Less.
Committee Chairs and DDA Director are authorized to purchase goods and services with a budgeted value of $1,000 or less exercising sound judgment in the best interest of the DDA. Such purchases will generally be made in the local market area.

b. Purchasing Goods or Services between $1,000 to $2,000
Committee Chairs and DDA Director are authorized to purchase goods or services with a budgeted value between $1,000 to $2,000 based on quotes received from known vendors. At least three quotes must be solicited unless fewer known vendors supply the required

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goods or services. The quote deemed most advantageous to the DDA, considering price, quality, service, and other relevant factors will be accepted. While written quotes are generally required, it is recognized that verbal or telephone quotes are sometimes necessary. In that event, the verbal or telephone quotes shall be recorded in writing. All quotes received, whether written or recorded verbal, will be submitted to the DDA office and filed with the paid invoice.

c. Purchasing Goods or Services More Than $2,000. Any acquisition anticipated by the DDA with an estimated value of $2,000 or more shall be subject to an extended purchasing practice, unless otherwise addressed in this policy. The DDA Director shall determine the preferred extended purchasing practice in consultation with the affected Committee.

Budgeted Goods or Services:
For those items that are specifically identified in the DDA budget, the DDA Director may purchase those goods or services without DDA Board approval even if it exceeds $2,000. Purchasing thresholds established in above will still be required. If through the purchasing thresholds process the goods or services exceed $2,000 and is more than 10% above the budgeted amount, DDA Board approval will be required.

Vendors of Record:
It is recognized that it can be advantageous to the DDA to enter into long-term, negotiated agreements with vendors to supply goods and services. The DDA Director shall recommend to DDA Board which goods or services should be procured in this fashion. A Vendor of Record (VOR) shall be chosen through an extended purchasing practice. All VOR agreements shall be reviewed by the DDÂ Attorney prior to consideration by the Board. The VOR agreement shall specifically identify what goods and services will be provided, and when the DDA may go outside of the VOR agreement for these goods and services.

Awarding of Bids and Contracts:
DDA Board shall award all purchases, bids and contracts which exceed $2,000 and all Vendor of Record Agreements regardless of value. The DDA reserves the right to accept any or all quotes or bids and/or waive any irregularity or defect if deemed to be in the best interest of the DDA.

Emergency Purchases:
In case of an emergency which requires the immediate purchase of supplies or contractual services, the DDA Director shall be empowered to purchase on the open market, under the most advantageous arrangement, any necessary contractual services or supplies. Emergencies are generally, but not exclusively, limited to those situations that threaten the health, welfare, safety and well-being of the community. A full report of the circumstances of an emergency purchase shall be provided to the DDA Board and be filed with the paid invoice.

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Exceptions to Purchasing Thresholds:
The following items and situations are exempt from the specific guidelines established under the purchasing thresholds. However, all exempt purchases are expected to comply with the general intent of the policy:
- Emergency purchases
- Purchases of goods & services as specified under a Vendor of Record agreement
- Utilities, including but not limited to, electricity, gas, phone, water,
- Insurance renewals
- Change orders, additions or extensions to existing contracts where the DDA Director determines that such action is reasonably necessary to meet the intent of the contract to be performed, and the amount is within 10% of project or up to $5,000, whichever is less.
-Vendor specific software or hardware maintenance agreements and additional modules on existing software
- Goods or services only. Available through one known vendor may be exempt from this policy, upon consultation with the DDA Chair and Director
- Intergovernmental contracts
- Gasoline & diesel fuel

Policy 003 - Strategic Planning Retreat for Board – Approved 02-08-2017

Every year the DDA Board will hold a strategic planning meeting to discuss upcoming projects and events of the coming fiscal year and set strategic objectives. The Mission and Vision Statement will be reviewed to verify that both are accurate to the current program and that the organization is on course to achieve the vision and mission set by the strategic objectives.

Date:
The date for the Strategic Planning Retreat will be held before December of the current fiscal year to set the next fiscal year objectives, goals and events. The strategic goals will be distributed to the committees in December to form action plans and budget development.

Location:
To be determined by the current DDA Director and Chair.

Attendants:
All DDA Board members are required to attend. The board may elect to have stakeholders of the downtown community including but not limited to business and property owners; City Council Members and/or Staff; County Commissioners and/or Staff; DDA committee members; interested community members; and residents of the downtown.

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Policy 004 - DDA Annual Budget process – Approved 02-08-2017

The fiscal year of DDA shall coincide with the City of Manistee's fiscal year which is from July 1st to June 30th. The budget shall be created mainly from the workplans generated by the four committees. The DDA Director is responsible for completing and submitting an annual budget to be approved by the Board of Directors. The approved DDA budget should be submitted to the City of Manistee finance director by mid-April to be included in the Manistee City Council budget packet.

Workplans:
In December the committees will receive the next fiscal year objectives and plans from the strategic planning session held by the DDA Board. Each committee will create work plans to support the strategic plan and their committee objectives. The work plans will then be forwarded to the DDA Director by February 1st. The DDA Director will accumulate the plans into the budget to be submitted to the DDA Board for review at their February meeting. The DDA Board will then approve projects and events based on expected revenues in the coming fiscal year.

Budget:
The DDA Director at the direction of the Board Treasurer shall create and update the budget from the DDA Board approved workplans. In addition to the work plans the budget will utilize the prior year's financial reports, contracts, other known expenses, ect to develop the upcoming year budget. The DDA Director will submit the budget to be reviewed by the DDA Board of Directors at their March meeting. The DDA Directors must have an approved budget to be submitted to Council by mid April.

Council Meeting.
The DDA Director, Chair and Board members are required to attend the Council Meeting in which the DDA budget will be discussed.

Policy 005 - Communication of the Organization to Public - Approved
Policy 006 - Committee Chairs serving as Board Members - Approved
Policy 007 - Revenues of Fundraising Projects and Events - Approved
Policy 008 - Use of River Street Community Forum - Approved
Policy 009 - Use of Manistee Main Street DDA Logo - Approved
Policy010-WebsiteUpdatesandPrograms-Approved Policy

011 - Facebook and other social Media outlets – Approved

Policy 012 - DDA Sponsored Food Events – Approved 1-11-2017

Events that serve foods to the public must be compliant with Michigan Food Law. Generally, foods need to be prepared and served in/from a licensed/inspected food service preparation facility by trained individuals.

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However, Michigan law allows for "home prepared foods" as an exemption, under the following conditions:

1) The food is provided by a not for profit organization. (As a governmental entity, the DDA is considered a not for profit organization)
2) The event must be a fundraiser.
3) The not for profit organization assumes liability for the food being served.

DDA Food Events need to be conducted in the following manner in order to be compliant with the law. Each event with "home prepared food" shall:

1) Have a sign describing the "fundraising" event at each food location
2) Have a donation bucket for receiving donations at each food location
3) Have a publicly displayed list of all ingredients for each food item served (i.e. allow the public to avoid items they may be allergic/sensitive to)
4) Have the DDA boards approval (and therefore acceptance of the liability) for the "home prepared food" fundraising event

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