

**Bylaws of the
St. Johns Principal Shopping District Of
St. Johns, Michigan**

ARTICLE I

Name

Section 1: The name of this organization shall be the St. Johns Principal Shopping District (PSD), hereinafter referred to as the PSD.

Section 2: The municipality of this organization is the City of St. Johns, Michigan, hereinafter referred to as the municipality.

ARTICLE II

Mission Statement/Purpose

The PSD is dedicated to the physical and economic development of our downtown district. This shall be accomplished by fostering marketing, business recruitment/retention, events, common area maintenance, and decoration of the downtown St Johns district.

ARTICLE III

Board

Section 1: The Board of the St. Johns Downtown Development Authority (“DDA”), having been duly appointed by the City Commission, shall be the Board of the PSD. Unless otherwise set forth herein, the bylaws of the DDA shall govern the operation of the Board related to the activities of the PSD.

Section 2: It is the specific intent of the board, when recruiting volunteers for the committees of the PSD, 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, to insure the broadest possible participation and support from the community.

Section 3: Board members are expected to attend all meetings of the PSD.

Section 4: All new Board members shall be provided material to familiarize themselves with the objectives, responsibilities, and procedures of the PSD within the first three months of their initial term.

Section 5: A Board Member who has any legal conflict of interest in any matter before the Board shall disclose his interest prior to the Board taking any action with respect to the matter, which disclosure shall become part of the record of the official proceedings, and the interested Board member shall refrain from participation in the proceedings related to that matter. A Board member unsure whether they have a conflict of interest on any given DDA matter is encouraged to consult with the City Attorney in this regard. A Board member with a bona fide conflict of interest shall refrain from participation in the proceedings related to that matter.

ARTICLE IV
Officers of the Board

Section 1: The officers of the DDA Board shall also constitute the officers for the conduct of meetings of the PSD.

Section 2: The secretary/treasurer of the DDA Board shall also assume the same duties for the purpose of the PSD, and in the same manner.

ARTICLE V
Regular Meetings

Section 1: Regular meetings of the PSD shall be held monthly, concurrently with the DDA Board Meetings. The time, date and location of the meeting will be designated by the Board.

Section 2: All regular meetings and special meetings of the PSD shall be open to the public and held in compliance with 1976 PA 267 ("OMA"), and in compliance with the bylaws of the DDA Board.

ARTICLE VI
Special Meetings

Section 1: Special meetings may be called upon written request of the Chairperson or any two members of the Board on 24-hours written notice to each member of the PSD Board and shall be noticed in accordance with the OMA. 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. Attendance at meeting shall be deemed confirmation of notice.

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 PSD Board shall be held in the month of June each year, concurrent with the DDA annual meeting. The purpose of the meeting is to assess yearly goals and accomplishments, and perform strategic planning for the upcoming year.

ARTICLE VIII
Director

The DDA director shall assist the PSD Board with its duties and responsibilities as directed by the PSD Board. Bylaws.

ARTICLE IX
Committees

Section 1: The Board may create standing committees as the Board determines necessary to advise the Board with regard to the business of the PSD. No fewer than three (3) individuals shall serve on each committee.

Section 2: The Chairperson of any committee shall be a member of the Board. The Chairperson shall be responsible for directing and coordinating affairs of the committee and shall be appointed by the Board.

Section 3: The maximum number of individuals allowed to serve on each committee shall be at the discretion of the committee's Chairperson but shall in no event constitute a quorum of members appointed and serving on the PSD Board. The committees may include outside consultants, residents of the city and businesspeople of the PSD district. A committee member, shall serve at the pleasure of the PSD Board and be appointed to the committee by the Board

Section 4: The DDA Director shall act as a permanent consultant to each committee and is expected to attend committee meetings as much as possible.

Section 5: All Committee meetings shall be conducted in compliance with the provisions of the DDA Bylaws provisions regarding committees.

ARTICLE X
Contracts, Budget, and Funds

Section 1. The board may authorize the DDA Executive Director or Chairperson or both, to enter any contract or execute and deliver any instrument on behalf of the PSD authorized by law.

Section 2: Budget. The Director annually in March shall prepare and submit for the approval of the Board a budget for the operation of the PSD for the ensuing fiscal year. The budget shall be prepared in the manner and contain the information required of municipal departments. Before the budget may be adopted by the Board, it shall be approved by the governing municipality. Funds of the municipality shall not be included in the budget of the PSD except those funds authorized by law and by the Commission.

Section 3: All orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the PSD shall be submitted to City of St. Johns for payment. The financial records of the PSD shall always be open to the public and a monthly accounting of expenses will be made at a regular board meeting.

Section 4: The Board may accept on behalf of the PSD any contribution, gift, bequest, or device for the general purposes or for any special purpose of the PSD.

Section 5 All fund use allocation, which is not already provided for in the PSD annual budget and is over \$1000, shall require approval by a majority vote of the Board.

ARTICLE XI
Fiscal Year

The fiscal year of the PSD shall begin on the first day of July and end on the last day of June each year.

ARTICLE XII
District Boundaries

The PSD shall exercise its powers within the following area of the downtown district of the City of St. Johns as shown on Attachment A.

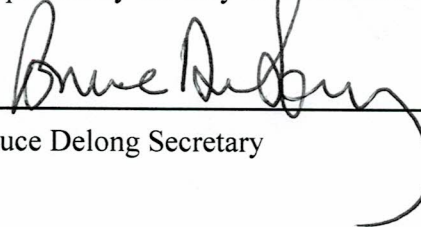
ARTICLE XIII
Bylaws

Section 1: The Board shall have the power to make, alter or amend the bylaws in accordance with the provisions of the DDA Bylaws.

Section 2: These bylaws and any subsequent amendments shall become effective upon approval of the City Commission of the City of St. Johns.

Approved by the City of St. Johns PSD Board on

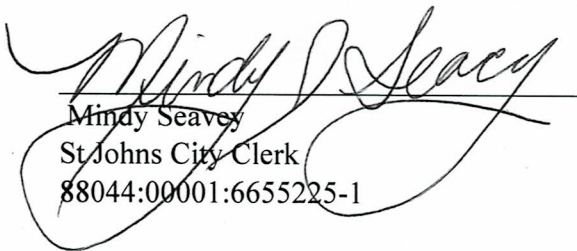
Date of Approval



Bruce Delong Secretary

Date October 5, 2022

Approved by the City Commission of the City Of St. Johns on October 10, 2022 (Date of Approval).



Mindy Seavey
St Johns City Clerk
88044:00001:6655225-1

Date October 11, 2022