

DOWNTOWN DEVELOPMENT AUTHORITY OF THE CITY OF OXFORD

AGENDA

October 26, 2021 – 7:00 PM

- 1. Opening** – Brian Barnard, Chair
- 2. *Minutes** – We have attached the minutes for September 28, 2021.
- 3. Discussion on the Town Center Development** – The DDA will continue discussions on next steps for the town center development.
- 4. Discussion concerning DDA membership needs** – See Section 5 of the Oxford DDA Bylaws for the process of nominating DDA members.
- 5. Election of Secretary/Treasurer** – See Section 12 of the Oxford DDA Bylaws for the process to elect a Secretary/Treasurer.
- 6. Executive Session**
- 7. Adjournment**

*** Attachments**

MEMBERS OF THE DOWNTOWN DEVELOPMENT AUTHORITY: Mr. Brian Barnard, Chair; Mr. Mike Ready, Vice-Chair; Mr. Jonathan Eady, Ms. Laura McCanless, Ms. Danielle Miller, and Mr. Ray Wilson.

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DOWNTOWN DEVELOPMENT AUTHORITY
OF THE CITY OF OXFORD

Minutes – September 28, 2021

MEMBERS: Mr. Brian Barnard, Chair; Mr. Jonathan Eady, Ms. Laura McCanless, Mr. Ray Wilson and Ms. Danielle Miller.

STAFF: Bill Andrew, Secretary/Treasurer

GUESTS: No guests were in attendance.

OPENING: At 7:08 p.m. Mr. Barnard called the meeting to order.

APPROVAL OF MINUTES: Upon motion of Mr. Eady, seconded by Ms. McCanless, the minutes for the meeting held on August 24, 2021 were approved. The vote was 5 – 0.

DISCUSSION ON THE TOWN CENTER DEVELOPMENT: Mr. Wilson reviewed pricing for the installation of landscaping and fencing accents on the Town Center property. The only viable compliant bid for the landscaping was from Great Estates Landscaping. Ms. McCanless will follow-up with Great Estates to refine their plant listings to native and appropriate species.

Alcovy Fencing is the company chosen to the fence installation.

Mr. Barnard reviewed several sign designs for the Farmers' Market sign. He will continue his due diligence, looking at several different materials, sizes, and designs.

DISCUSSION CONCERNING DDA MEMBERSHIP NEEDS: There is an impending need for 2 DDA members. Mr. Eady mentioned there may be no specific clause in the by-laws excluding more than one member of the City Council serving on the DDA. However, he suspected Georgia Law may speak to this issue. Mr. Andrew was instructed to call Mr. Frank Turner (DDA Attorney) to ask his formal opinion on the matter.

EXECUTIVE SESSION: At 8:18 p.m., Ms. Miller made a motion to go into executive session, seconded by Mr. Eady. Real estate matters were discussed during executive session. At 8:27 p.m., Mr. Wilson made a motion to exit executive session, seconded by Mr. Barnard.

OTHER BUSINESS: None.

ADJOURNMENT: Mr. Barnard adjourned the meeting at 8:28 p.m.

Submitted by:

Bill Andrew, Secretary/Treasurer

By-Laws of the Downtown Development Authority of the City of Oxford

GENERAL

1. **Name.** The name of this body shall be the Downtown Development Authority of the City of Oxford (the DDA).
2. **Purpose/Mission.** The purpose of the DDA is to stimulate and sustain economic development in the downtown development area of Oxford, as such area is currently or hereafter designated from time to time by resolution of the Oxford City Council (the Downtown Development Area); by encouraging cooperation and building leadership; by advancing a positive image of the Downtown Development Area and promoting it as an exciting place to live, shop, and invest; by sustaining and improving the appearance of the Downtown Development Area; and by strengthening and expanding the economic base of the Downtown Development Area.

MEMBERS

3. **Numbers, Qualification, and Term.** The property, affairs, and business of the Downtown Development of Authority of the City of Oxford shall be managed by its directors consisting of seven persons, appointed from time to time, as provided by law (O.C.G.A. 36-41-1). The qualifications of the directors shall be as provided by law. Each director shall serve for the length of time provided by law.
4. **Powers.** The directors shall have such power and authority as is conferred upon them by the Downtown Development Authority Law of 1981, as the same now exists or may hereafter be amended, and such other power and authority as may be contained under the Constitution and the Laws of the State of Georgia, as the same may now or hereafter exist.
5. **Nomination of Members.** Prior to the expiration of a member's term, the Board shall review prospective candidates who shall meet the qualifications set forth in Section 3 above. Such prospective members may then be nominated to the Board for approval. Once approved by the Board, nominations shall be submitted to the Mayor and City Council.
6. **Resignation of Members.** Member resignations shall be submitted in writing to the Chair or, in the case of resignation by the Chair, to the Vice-Chair. The recipient of such notice shall promptly notify the City Council of the vacancy.

MEETINGS

7. Regular Meetings. The DDA shall meet at a regular time and place established by resolution of the DDA. Notice of the meeting establishing such resolution, as well as other public meetings of the DDA, shall be posted in a conspicuous public place at the regular meeting place. All meetings shall be conducted in accordance with the Georgia Open Meetings Law (O.C.G.A. Section 50-14-1 et. seq.)

8. Special Meetings. Special meetings may be held upon the call of the Chair, Vice-Chair, or Secretary/Treasurer, or any two directors at such time, during regular business hours, and at such place as shall be specified in the notice of such meeting. Notice of special meetings may be either oral or written. Oral notice may be delivered personally or by telephone and shall be given at least twenty-four (24) hours prior to the time of the meeting. Written notice may be sent by mail or email or delivered personally. If delivered personally or by email, such notice shall be delivered twenty-four (24) hours prior to the time of the meeting. If written notice is sent by mail, such notice shall be mailed two (2) days prior to the time of the meeting. Unless specified otherwise, any notice hereinafter called for in these by-laws shall be given as specified in this section. No notice of any meeting need be given any director who attends such meeting, unless such director attending, at the beginning of such meeting states any objection or objections to the place and time of the meeting, to the manner in which it has been called or convened, or to the transaction of business. No notice shall be required to be given any director who at any time before or after the meeting waives notice of the meeting in writing.

9. Quorum. A majority of the directors, at a meeting duly assembled, shall constitute a quorum for the transaction of business. Unless otherwise specifically required by statute or these by-laws, the act of a majority of such directors present at a meeting at which a quorum is present, shall be the act of the Authority, and if at any meeting of the Authority there shall be less than a quorum, a majority of those present may adjourn the meeting without further notice, until quorum shall have been obtained.

10. Parliamentary Procedures. In case of dispute concerning parliamentary procedures governing the conduct of meetings of the Authority Roberts Rules of Order, current edition, shall govern.

11. **Minutes.** Minutes of a regular, special, or standing committee meeting must be recorded. Minutes must be made available to the public after they have been approved by the DDA, but no later than immediately following the next regular meeting. Minutes must include the names of the members present at the meeting, a description of each motion or other proposal made and a record of all votes. For a closed executive session, minutes are to be recorded according to the state Open Meetings Law. (O.C.G.A. Section 50-14-1 et. seq.)

OFFICERS

12. **Number.** The directors shall elect from one of their number a Chair, a Vice-Chair, and shall also elect a Secretary/Treasurer, who may be, but need not be a director.
13. **Election.** New officers shall be elected at the regular meeting held in March 2017 and thereafter at the regular meeting held in January of every other year, commencing January 2019.
14. **Term and Vacancy.** All officers shall be elected by and serve at the discretion of the directors, and any officer may be removed from office, either with or without cause, at any time, by the affirmative vote of the majority of the directors of the authority then in office. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, shall be filled by the directors for the unexpired portion of the term. Resignation shall be submitted in writing to the Chair or, in the case of resignation by the Chair, to the Vice-Chair.
15. **Powers.** The powers and duties of the officers shall be as provided from time to time by resolution or other directive of the directors. The Secretary/Treasurer, if a nonmember, shall attend meetings for the purpose of recording the minutes of such meetings, but shall have not any of the powers, rights, or duties of directors.
16. **Chair.** The Chair shall be the principal officer of the DDA and shall preside at all meetings. The Chair shall have the authority to sign and execute on behalf of the DDA all documents, notes, contracts and obligations authorized by the DDA. The Chair shall appoint committees and committee chairs as may be necessary. The Chair shall be a member of all committees. The Chair, or their designee, shall be responsible to the City Council for reports and information on the DDA. The Chair shall have general oversight and supervision of the finances of the DDA in coordination with the secretary/treasurer.

17. Vice-Chair. The Vice-Chair shall perform duties such as may be assigned by the Chair. In the absence of the Chair, or in the event of the disability, inability or refusal to act of the Chair, the Vice-Chair shall perform the duties of the Chair.
18. Secretary/Treasurer. The Secretary/Treasurer shall provide for the keeping and reporting of the minutes of meetings of the DDA. The Secretary/Treasurer shall give appropriate notices in accordance with the bylaws and as required by law. The Secretary/Treasurer shall act as custodian of Authority records. The Secretary/Treasurer shall have the responsibility of keeping financial records and accounts. The Secretary/Treasurer shall review the DDA's Annual Audit and Annual Budget. The Secretary/Treasurer shall make reports to the DDA as to its financial condition.
19. Assignment of Duties. The Chair of the DDA may assign other duties to any officer from time to time. Officer duties may be designated to executive or administrative personnel by the DDA as is practical to conduct the daily affairs of the DDA. The DDA may hire, contract or otherwise engage professional, legal and other assistance as needed.

FISCAL YEAR

20. Time. The fiscal year of the Authority shall begin on the first day of July each year and end on the last day of June each year.
21. Annual meeting. An annual meeting of the Authority shall be held during the month of January.
22. Annual Audit. The Secretary/Treasurer shall cause an annual audit of the books of the Authority to be made by the firm that audits the books of the City of Oxford and present such audit to the directors of the Authority. A copy of the audit shall be filed with the State Auditor, if necessary, to comply with the Local Government Financial Management Standards act (Georgia Laws, 1980, p. 1838).

DEPOSITORIES

- 23. Depositories. The Authority shall from time to time provide by resolution or resolutions for the establishment of depositories for funds of the Authority.
- 24. Execution of Notes, Drafts, and Checks. All drafts, checks, etc. drawn against the accounts of the Authority shall be signed by two of the following: the Chair, the Vice Chair, or the Secretary/Treasurer.
- 25. Minimum Insurance Requirement. Public Officials (Directors and Officers) insurance shall be maintained continually with coverage on the City of Oxford's policy with GIRMA.

AMENDMENTS

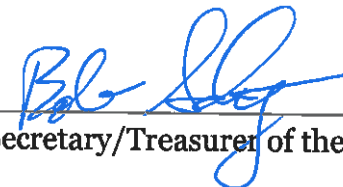
- 26. Amendments. The by-laws of the Authority shall be subject to alteration, amendment, or repeal, and new by-laws not inconsistent with any laws of the State of Georgia creating this Authority may be made by the affirmative vote of a majority of the directors then holding office at any regular or special meeting of the Authority. Proposed amendments shall be submitted in writing to all directors of the Authority ten (10) days prior to the meeting at which such amendment will be considered. If such written proposed amendment is submitted by mail, it shall be deemed to be delivered when deposited in the United States mail properly addressed and with sufficient postage thereon.

TITLE CONVEYANCE

- 27. Conveyance of Title. Upon the action of the DDA resolving to convey title or take title to real property, the signature of the Chair, or Vice Chair in place of the Chair, as well as the signature of a second officer shall be required.

The foregoing Bylaws were adopted by the Downtown Development Authority of the City of Oxford this 17th day of May, 2017.

By: 
Chair of the Authority

Attest: 
Secretary/Treasurer of the Authority