

BYLAWS
OF
IRON ORE HERITAGE RECREATION AUTHORITY

I
AUTHORITY

- 1.1 NAME. The name of the Recreation Authority is Iron Ore Heritage Recreation Authority.
- 1.2 PLACE OF BUSINESS. The Recreation Authority shall have its principal place of business in Marquette County, Michigan.
- 1.3 PURPOSES. The purposes for which the Recreation Authority is established are as follows:
- A. To acquire, construct, operate, maintain, or improve a public park for recreational purposes, specifically limited to a permanent, year-round signed and surfaced trail system, which trail system shall be open to the public for use under such terms, conditions, and limitations as may be established by the Governing Board of the Authority.
 - B. To provide for a multi-use trail system that connects populated areas, subject to the limitations set forth in Paragraph A. above.
 - C. To provide amenities along the trail including parking areas, bike racks, directional signage, interpretative art and signage, kiosks, trailhead facilities, etc., that add to the enjoyment of the trail experience.
 - D. To encourage tourism development along the trail system.
 - E. To encourage municipalities or other entities to tie into the trail system allowing for greater access to businesses, parks, and schools.
 - F. To conduct such other activities as are permitted under the laws of the State of Michigan, particularly the Recreational Authorities Act, Act No. 321, Public Acts of 2000.

II
BOARD OF DIRECTORS

- 2.1 BOARD OF DIRECTORS. The business and affairs of the Authority shall be managed by a Board of Directors, which is the governing body of the Authority. The selection and authority of the Board of Directors shall be as described in the Articles of Incorporation.
- 2.2 PROCEDURE FOR JOINING BOARD OF DIRECTORS. A municipality may join the Iron Ore Heritage Recreation Authority as outlined in the Articles of Incorporation

(Article III, Section 1). An appointed director from that municipality can then join the Board upon the receipt of the following: 1) the municipality's resolution of support and 2) minutes of the municipality's meeting approving the joining of the Authority.

2.3 BOARD TERMS. The terms of the Board member shall be staggered. A random poll shall be used to determine initial one-year, two-year, and three-year terms. After the initial terms, all subsequent terms shall be for three years.

III MEETINGS

3.1 ANNUAL MEETING. The annual meeting of the Board shall be held in the month of April. At the annual meeting, the Board shall accept appointments of new directors, elect officers and consider such other business as may properly be brought before the meeting. If less than a quorum of the directors appears for an annual meeting of the Board of Directors, the holding of such annual meeting shall not be required and matters which might have been taken up at the annual meeting may be taken up at any later regular, special or annual meeting or by consent resolution.

3.2 REGULAR AND SPECIAL MEETINGS. Regular and special meetings of the Board shall be held at such times and places as the Board may from time to time determine at a prior meeting or as directed or approved by the vote or written consent of all the Board members. Meetings must be held at least quarterly. Special meetings of the Board may be called by the Chairperson or Vice Chair/Secretary upon the written request of any two (2) Members.

3.3 OPEN MEETINGS ACT. The business that the Authority may perform shall be conducted at a public meeting of the Authority held in compliance with the open meetings act, 1976 PA 267, MCL 15.261 to 15.275. Public notice of the time, date, and place of the meeting shall be given in the manner required by the open meetings act, 1976 PA 267, MCL 15.261 to 15.275.

3.4 QUORUM AND VOTING REQUIREMENTS. A majority of the members of the Board constitutes a quorum for the purpose of conducting business and exercising the powers of the Authority. Official action may be taken by the Authority upon the vote of a majority of the Board members. Amendment of these bylaws and recommended amendments of the Articles of Incorporation by the Board requires a vote of two-thirds (2/3) of the Board. A member of the Board may participate in a meeting by conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear one another. Participation in a meeting in this manner constitutes presence in person at the meeting.

3.5 FINANCIAL OBLIGATIONS. The board shall obtain an annual audit of the authority, and report on the audit and auditing procedures in the manner provided in Sections 6 to 13 of the uniform budgeting and accounting act, 1968 PA 2, MCL 141.26-141.433. The audit shall also be in accordance with generally accepted government auditing standards as promulgated by the United States general accounting office and shall satisfy federal regulations relating to federal grant compliance audit requirements. The authority shall prepare budgets and appropriations acts in the

manner provided in sections 14 to 19 of the uniform budgeting and accounting act, 1968 PA 2, MCL 141.434 to 141.439. The state treasurer, the attorney general, a prosecuting attorney, bank, certified public accountant, certified public accounting firm, or other person shall have the same powers, duties and immunities with respect to the authority as provided for local units in sections 6 to 20 of the uniform budgeting and accounting act, 1968, PA 2, MCL 141.426 to 141.440. If the authority ends a fiscal year in a deficit condition, the authority shall file a financial plan to correct the deficit condition in the same manner as provided in section 21(2) of the Glenn Steil state revenue sharing act of 1971, 1971 PA 140, MCL 141.921. The board may authorize funds of the authority to be invested or deposited in any investment or depository authorized under section 1 of 1943 PA 20, MCL 129.91.

3.6 POWERS OF THE BOARD OF DIRECTORS. The Board shall have charge, control and management of the business, property, personnel, affairs and funds of the Authority and shall have the power and authority to do and perform all acts and functions permitted for an organization as described in Act No. 321, Public Acts of 2000, the Recreational Authorities Act, and not inconsistent with these bylaws, the Articles of Incorporation, or the laws of the State of Michigan.

IV OFFICERS

4.1 OFFICERS. The officers to be elected at the first meeting of the Board shall be a Chairperson, a Vice Chair/Secretary, and a Treasurer. There may also be such assistant officers as the Board of Directors deems necessary.

4.2 ELECTION AND TERM OF OFFICE. All officers shall be elected for a term of one (1) year (or until their successors have been elected) by the Board of Directors at its annual meeting. No person may execute, acknowledge or verify an instrument in more than one capacity if the instrument is required by law or by the Articles of Incorporation or these bylaws to be executed, acknowledged or verified by two (2) or more officers.

4.3 REMOVAL. Any officer may be removed with or without cause by the vote of a majority of the directors then in office at any regular or special meeting of the Board of Directors

4.4 VACANCIES. Officer vacancies shall be filled by a majority vote of the members of the Board of Directors at any regular or special meeting of the Board which shall elect a successor to serve until the expiration of the normal term of such officer or until his or her successor shall be elected.

4.5 CHAIRPERSON. The Chairperson shall preside at meetings of the Board, and, as such, under the direction of the Board shall have power, on behalf of the Board, to perform all acts, execute and deliver all documents and take all steps that the Chairperson may deem necessary or desirable in order to effectuate the actions and policies of the Board.

4.6 VICE CHAIR/SECRETARY. The Vice Chair/Secretary shall send or cause to be sent all required notices of meeting of the Board, shall receive and attend to all correspondence

of the Board, shall have custody of all documents belonging to the Authority, and shall perform such other duties as usually pertain to the office or as shall be determined from time to time by the Board. The Vice Chair/Secretary may sign with the chairperson in the name of the Authority all contracts and bonds authorized by the Board. The Vice Chair/Secretary shall preside at meetings of the Board in the absence of the Chairperson.

4.7 TREASURER. The Treasurer shall have charge of the funds of the Authority, except for such funds as the Board may designate; shall see that an accounting system is maintained which will give a true and accurate accounting of the financial transactions of the Authority; and shall render reports from time to time as requested by the Board of his or her activities and the financial condition of the Authority. All funds received by the Treasurer shall immediately be deposited in a depository designated by the Board.

4.8 EXECUTIVE COMMITTEE – The Executive Committee shall be made up of the officers of the Board (Chair, Vice Chair/Secretary and Treasurer) and one at-large board member. The Chair of the Board shall serve as the Chair of the Executive Committee. The Executive Committee shall meet as needed to review the Board agenda and prepare recommendations to the Board. The one at-large Executive Committee member will be voted in by a board majority vote at the annual meeting. The term of office for officers and the at-large member is one (1) year.

V
MISCELLANEOUS

5.1 AMENDMENT TO THE BYLAWS. These bylaws may be amended or repealed in whole or in part. Proposed changes to the bylaws must be submitted in writing to the Board of Directors at least one (1) month in advance of the annual meeting of the Board. The vote of two-thirds (2/3) of the Board shall be required to amend the bylaws of the Authority.

5.2 CITIZENS ADVISORY GROUP. A Citizens Advisory Group will be formed to provide expertise on various issues, including recreational and historical knowledge, to the Recreation Authority Board.

Bylaws amended on April 23, 2014