

Memorandum



Date: April 30, 2026
To: Downtown Design Review Committee
From: Kristen Gundersen, Planning and Community Development Director
Subject: **Review of Updated Draft Bylaws**

Background

During the April 1st meeting, the committee reviewed and discussed the draft bylaws prepared by staff. Several changes were requested and staff heard from members after the meeting for other changes. Attached is a redline version of the document which clearly shows the changes made.

All city appointed boards, commissions and committees have adopted bylaws providing basic information about the operation of the individual group. The Downtown Design Review Committee does not have any adopted bylaws. The format is in keeping with other bylaws recently adopted.

Next Steps

Review and discuss the updated draft bylaws and approve them or direct staff to make changes.

Downtown Design Review Committee Bylaws

Article 1. Name

The name of this board shall be the Downtown Design Review Committee, hereafter referred to as the "Committee."

Article 2. Responsibilities

The Committees responsibilities include, but are not limited to:

1. Review ~~requests- applications~~ associated with exterior alteration, expansion of existing building or proposed new development of properties located within the D Downtown District ~~and approve, approve with conditions or deny.~~
2. Uphold the adopted standards for review when acting on requests for Downtown Design Review
3. ~~Be ready to e~~Educate the community on the need for Downtown Design Review standards and the process for review and approval

Article 3. Officers and Members

Section 1. Membership

Board Size: The Board shall consist of five (5) ~~regular members and two (2) alternate members:~~

Eligibility: Membership shall be comprised of residents of the City of Buchanan ~~and-or~~ adjacent townships.

Term Length: Members shall serve three (3) ~~calendar fiscal-year terms, typically beginning July 1st and ending June 30th,~~ with the option for reappointment by the City Commission.

Compensation: Members shall serve without compensation.

Section 2. Voting.

~~For each matter before the Committee, no more than five (5) members shall be seated and eligible to vote. All regular members of the Committee present at a meeting shall vote on every matter unless a member of the Committee has a conflict of interest as determined under these Bylaws and/or the adopted Code of Conduct. The alternate members present may take part in all deliberations of the Committee but shall not have a vote or make or second a motion unless a regular member is unable to vote because of absence or a conflict of interest. The first alternate member, if present and able to vote, shall have the priority to replace the first regular member that is absent or unable to vote. The second alternate member shall replace the first alternate member when the alternate member is eligible to vote but absent or unable to vote, or the second regular member that is absent or unable to vote.~~

Section 23. Vacancies

In the event of a vacancy among members or officers, the City Commission shall designate a successor to serve until the next regular election or appointment.

Section 34. Officers

The officers of the Board shall be elected by the Committee and shall include:

1. Chairperson
2. Vice-Chairperson
3. ~~Secretary~~

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Section 45. Officer Elections

Officer elections shall be held at the regular meeting in July of each calendar year, provided a quorum is present.

Section 56. Term of Office

All officers shall take office upon election. The term of each office shall terminate June 30th ~~which corresponds with the end of appointments to the Committee-~~

Section 67. Officer's Duties

A. Chairperson

The Chairperson shall preside at all meetings in accordance with these bylaws and all powers under parliamentary procedure as governed by "Robert's Rules of Order" and work with the City Commission and city staff as needed.

B. Vice-Chairperson

The Vice-Chairperson shall, in the absence of the Chairperson or at the Chairperson's request, perform the duties of that office.

C. Secretary

~~City staff will act as the secretary to the Committee and The Secretary~~ shall record attendance, actions, and proceedings of meetings of the Board and provide copies of approved minutes to the City of Buchanan.

Article 4. Meetings: Open Meetings, and Freedom of Information

The Committee is currently scheduled to meet on the first (1st) Wednesday of each month beginning at 6:00 p.m. Eastern Time.

Special Meetings may be called by the Chairperson or upon the request of two (2) board members. On occasion, city staff will discuss with the Chairperson the need to call a Special Meeting. Notice must be given at least 24 hours prior to the meeting and be given in a reasonable manner under circumstances then existing.

The business of the Committee shall be conducted at a public meeting of the Committee 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 a regular or special meeting shall be given in the manner required by that act.

Any writing prepared, owned, used, in the possession of, or retained by the Committee in the performance of an official function shall be made available to the public in compliance with the Freedom of Information Act, 1976 PA 442, MCL 15.231 to 15.246.

Committee members shall notify the staff liaison if they cannot attend a meeting. A meeting shall be cancelled due to lack of a quorum.

Article 5. Rules of Order and Amendments

The Committee shall follow procedures and rules set forth in these bylaws. When not covered by these bylaws, the most recent edition of Robert's Rules of Order shall apply. No changes shall be made to these bylaws without an affirmative vote of a majority of the Committee membership.

Article 6. Quorum

A quorum shall consist of at least three (3) of the five (5) Committee members. When a quorum is not present, no official action, except closing the meeting, may take place.

Article 7. Attendance

Members who miss more than 50% of regular meetings during a calendar year may be deemed ineligible to retain their seat. The Board shall vote on continued eligibility.

Article 8. Removal of Members

A member may be recommended for removal from the Committee for cause, including but not limited to:

1. Failure to meet attendance requirements (see Article 7)
- ~~1.~~ 2. Conduct detrimental to the Board's mission
- ~~2.~~ 3. Inability to fulfill the responsibilities of membership

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Removal shall require:

1. Notice to the member prior to the meeting when the vote will occur; and
2. An affirmative vote of a majority of the seated Committee members, provided a quorum is present.

Article 9. Conflict of Interest

Committee members shall avoid conflicts of interest and shall disclose any financial or personal interest in matters under discussion. Conflict of Interest are established within the City of Buchanan Code of Conduct. Matters of personal interest can include but are not limited to:

1. directly involving them;
2. concerning work on or the use of land owned by them or which is adjacent to land owned by them;
3. involving a corporation, company, partnership, or any other entity in which they are part owner, or any other relationship where they may stand to have a financial gain or loss;
4. concerning their relatives including spouse, children, step-children, grandchildren, parents, brothers, sisters, grandparents, parents, parents-in-law, etc or other members of the household;
5. concerning a person with whom they have such a close personal relationship that the member is unable to have a fair and impartial opinion;

6. _____ where their employee or employer is an applicant or agent for an applicant, or has direct interest in the outcome.

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If a conflict exists, the member shall discuss with the city staff liaison prior to the meeting. Once the meeting begins, the member shall disclose the conflict to the Committee; and Refrain from voting on the matter, and when appropriate, abstain from discussion.

Article 10. Follow Adopted City of Buchanan Code of Conduct

All members of the Committee shall conduct themselves in accordance with the adopted City of Buchanan Code of Conduct.

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Signature / Adoption Section

Chairperson

Vice-Chairperson

Adopted by vote of membership: _____ Date: _____

Revised (if applicable): _____

Approved by the Downtown Design Review Committee on the ____ day of _____, 2026. Attest:

Attest: _____

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