



# PACE ALLIANCE DOWNTOWN DEVELOPMENT COUNCIL CHARTER

## ARTICLE I

### Purpose

The Downtown Development Council seeks to:

- Ensure the vitality of the downtown area through appropriate business mix, regulatory oversight, and customer friendly aesthetics.

### Scope

Plan of action developed by the Council should align with the goals and objectives of the PACE Alliance. This Council is encouraged to work with other Councils on common or complimentary activities and programs. The PACE Alliance Board of Directors reserves the right to intervene if actions, views or activities are found to be in conflict with the PACE Alliance bylaws, goals or missions, which govern and supersede the Council.

## ARTICLE II

### Downtown Development Council

### Composition of the Council

The Downtown Development Council shall be composed of PACE Alliance members and their employees. The Council shall strive to have between five to ten representatives, and all members are voting members. Special areas of expertise or experience that are encouraged to be represented (but not required) include: business owners in the downtown area, City of Pella, City Zoning Director, persons passionate for the success of the downtown; general understanding of zoning regulations; experience with creating incentive packages for business owners/landlords; fundraising; negotiation skills; and involvement with revitalization of a downtown area.

### Term of Council Members

There is no term for Council members, except for the Council Chair and Vice Chair, who will agree to 3-year appointments.

### Officers

The Council will have two of its members hold the offices of Chair and Vice Chair. Candidates for officer positions will be selected by the Council every three years by December 30 of last year of the current Chair's term. Candidate names are to be forwarded to the Board of Directors for confirmation at the Annual Meeting of the Alliance. All officers shall hold office until their successors are qualified. In the event that an officer is unable to complete a term, a successor will be chosen to fulfill the remainder of the term by the Board of Directors of the PACE Alliance.

Successors for Officer positions: To be eligible, Council members must have attended six of the last 12 meetings of the Council. Council members may express their interest in Council leadership to the PACE Alliance Executive Director or current Chairperson, or may be nominated by those individuals. If a Council member agrees to serve in that capacity, a vote must be taken and a super majority +1 of the minimum number of Council members (minimum number of Council members is 5) must confirm the appointment. If multiple Council members express interest in leadership, the slate will be presented to the entire council and a confidential vote will be taken to determine the appointment.

- a. Chairperson: shall preside at all meetings of the Council. The Chairperson will also represent the Business Development Council on the PACE Alliance Board as a voting member. The Chairperson will perform all the duties usually incident to the office of Chair (see full duties description below).
- b. Vice-Chairperson: Shall perform the duties of the Chairperson in his/her absence, including serving as a non-voting member of the PACE Alliance Board in the event of Chairperson's absence.

### Meetings

A regular meeting of the Council shall be held generally once per month, and at minimum four (4) times per year at a time determined by the Council. Additional meetings may be called by the PACE Alliance Council Chair and/or the PACE Alliance Executive Director as needed. Notice (including the purpose of the meeting) shall be given to each member at least one (1) day prior to meeting. Any member missing three (3) consecutive meetings is subject to dismissal at the discretion of the Council. A simple majority + 1 of the minimum Council size constitutes a quorum and is necessary for the transaction of business at all meetings.

## **ARTICLE III Finances**

### Funds

The funding for Business Development Council shall come from the PACE Alliance. An annual budget will be submitted prior to year-end to the PACE Alliance Director, and subject to review and approval or modification by the PACE Alliance board. A solicitation of funds may also be made, as needed, by the Business Development Council for support of special classes, events, advertising, promotion, and other needs that arise. Additional dollars raised for such activities shall be deposited into the PACE Alliance account then dispensed. All monies paid to Business Development Council shall be placed in the general operating fund of the PACE Alliance. Funds unused from the current year's budget will be placed in the general operating fund of the PACE Alliance.

### Disbursements & Accounting

The PACE Alliance Executive Director is authorized to make disbursements on account and expenses provided for in the budget. Disbursements shall be by check and subject to review by the Council and the PACE Alliance Board. Accounting services will be provided for Business Development Council through the PACE Alliance.

### Fiscal Year

The fiscal year shall be from January 1 to December 31.

## **ARTICLE IV Limitation of Authority**

### Limitation of Authority

No action by any Council member or officer shall be binding upon or constitute an expression of the policy of the Business Development Council until it has been approved or ratified by the Council and PACE Alliance Board.

### Review

The Council shall annually review and approve all activities and proposed programs of the Business Development Council.

## **ARTICLE V Amendment Procedures**

### Amendment by the Council

These General Guidelines may be amended at any regular or special meeting of the Council. Proposed amendments must be sent in written form to the Chairperson and the PACE Alliance Executive Director at least ten (10) days before said meeting. Super majority + 1 vote of the Council members is required for approval of any proposed amendment unless objected to by the Board of the PACE Alliance.