

Benzie County
RESOLUTION TO AMEND BYLAWS AND RULES OF PROCEDURE
Resolution 2022-020

WHEREAS, pursuant to Public Act 196 of 1986 (MCL 124.451, et seq.), as amended, and pursuant to the Michigan Constitution of 1963, Article 7, Section 28, and Public Act 7 of 1967 (MCL 124.501 et seq.) as amended, the duly elected Commissioners of Benzie County, State of Michigan, has hereby established a public entity to be known as the Benzie Transportation Authority.

WHEREAS, the purpose of the Benzie Transportation Authority is to plan, promote, purchase, acquire, establish, own, lease, operate, or cause to be operated, maintained, improved, enlarged, or modernized, public transportation facilities and systems within and outside the territorial limits of Benzie County, pursuant to Public Act 196 of 1986 (MCL 124.451, et seq.).

WHEREAS, the Benzie Transportation Authority has amended the Bylaws and Rules of Procedure in the following areas: **Article II Section 4 - amended the Order of Business; Article II Section 7 - amended to comply with the The Open Meetings Act Public Act 276 of 1976, (MCL 152.63a, et seq.) as amended.; Article II Section 8 - amended to comply with the The Open Meetings Act Public Act 276 of 1976 (MCL 38.581, et seq.), as amended; Article III Section 2 - moved Section 1 to Section 5 and renumbered all previous sections accordingly; Article V Section 1 - removed Conflict of Interest Policy.**

NOW, THEREFORE, BE IT RESOLVED, that the Benzie County Board of Commissioners approves the Amended Bylaws and Rules of Procedure of the Benzie Transportation Authority.

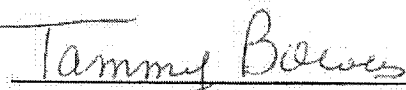
BE IT FURTHER RESOLVED, that a copy of this Resolution, and the attached Amended Bylaws and Rules of Procedure shall be filed and published as required by law.

Dated: July 26, 2022



Bob Roelofs, Chair

I, Tammy Bowers, Clerk to the Benzie County Board of Commissioners, hereby do certify that the above resolution was adopted by the Benzie County Board of Commissioners on the 26th day of July 2022.



Tammy Bowers, Benzie County Clerk

**BYLAWS AND RULES OF PROCEDURE
OF THE
BENZIE TRANSPORTATION AUTHORITY**

Adopted May 2006
Revised October 2007
Revised July 2010
Revised December 2011
Revised June 2015
Revised June 2017
Revised July 2022

PREAMBLE

This public corporate body, having been created pursuant to Public Act 196 of 1986 (MCL 124.451, et. seq.), as amended, Public Acts of the State of Michigan (the "Act") is named Benzie Transportation Authority (the "Authority"), and pursuant to the Act, power is granted to the Board of Directors of the Authority (the "Board") to make such rules and bylaws for its government as it may deem appropriate, not inconsistent with the Act and Articles of Incorporation creating the Authority. The bylaws of the board are as follows:

ARTICLE I - OFFICES

Section 1. Office

The physical location of the Benzie Transportation Authority office and vehicle maintenance shall be 14150 U.S. Highway 31, Beulah, Michigan, 49617

ARTICLE II – BOARD OF DIRECTORS

Section 1. General Powers

The property, affairs, and business of the Authority shall be managed by the Board to the extent of the powers and authority delegated to the Board by the Act and Articles of Incorporation. No person shall be entitled to exercise a proxy vote for any Board member.

Section 2. Number, Tenure and Qualifications

The governing body of the Authority is the Board. The Board shall consist of seven (7) Directors and one (1) Benzie County Commissioner as an ex-officio member who does not count for purposes of quorum and is not a voting member, who shall be appointed as provided in the Articles of Incorporation. The Board shall exercise all of the powers and duties set forth under the provisions of said Act and Articles of Incorporation.

Section 3. Regular Meeting

Regular meetings of the Board shall be held at least six times per year on such dates and at such times and places as determined by resolution of the Board at its annual meeting. If the date fixed for any such regular meeting is a legal holiday under the laws of the State of Michigan, then the same shall be held at such other time within the month as may be determined by resolution of the Board. At such meetings the Board may transact such business as may be brought before the meeting.

Section 4. Order of Business

Protocol of all Board and Board Committee meetings shall be guided by the courtesies of Robert's Rules of Order.

Conduct of a regular meeting shall include the following items:

- Call to Order
- Roll call to determine quorum
- Welcome and Recognition of Visitors
- Correspondence
- Approval of minutes of prior regular and/or special Board meetings
- Amendments/Additions to Agenda
- Public Comment
- Approval of Agenda
- Call for Conflict of Interest
- Reports to the Board
 - Financial Report

Chair's Report

Reports of Board Committees

Executive Director and Management Team Reports

Old Business

New Business

Public Comment

Next Meeting

Adjournment

The chairman, in consultation with the Board, may place items on the consent agenda. By using a consent agenda, the Board has consented to the consideration of certain items as a group under one motion. Should a consent agenda be used, an appropriate amount of discussion time will be allowed to review any item upon request.

Section 5. Agenda Materials

Preparation of agenda materials for annual, regular, and special Board meetings shall be the responsibility of the Executive Director.

Section 6. Special Meetings

The Chairperson or Executive Director, at his/her discretion, may call a special meeting of the Board at any time. The Executive Director shall also call special meetings after having received a written request by two (2) Members of the Board. Within forty-eight (48) hours of the written requests by two (2) members of the Board, the Executive Director shall schedule the special meeting within ten (10) calendar days from the date of receipt of the second written request. Notice of special meetings stating the purpose shall be given to each Member of the Board not less than forty-eight (48) hours prior to the day named for the meeting.

Section 7. Meeting by Telephone or Similar Equipment.

Attendance and participation in any Board or Committee meeting shall be in person unless permitted by the Open Meetings Act, Public Act 276 of 1976, (MCL 152.63a, et seq.) as amended.

Section 8. Minutes of Meetings

The Board shall follow the Open Meetings Act, Public Act 276 of 1976 (MCL 38.581, et seq.), as amended, and the Michigan Freedom of Information Act, (MCL 15.231, et seq.) The Board shall keep minutes of each meeting of the Board showing the date, time, place, Members present, Members absent, and any decisions made at the meeting. The draft minutes shall be public records, open to public inspection and shall be available for public inspection not later than eight (8) business days after the meeting to which the minutes refer. Approved minutes shall be available for public inspection not later than five (5) business days after the meeting at which the minutes are approved by the Board. All corrections to the minutes of the Board and/or its committees shall be made available in the next public meeting after the meeting to which they refer. All approved minutes of the Board and its committees shall show both the original entries and the corrections to which they apply.

Section 10. Open Meetings.

The Board shall follow the Open Meetings Act, Public Act 276 of 1976 (MCL 38.581, et seq.), as amended, and the Michigan Freedom of Information Act, MCL 15.231, et seq.

Section 11. Quorum.

A simple majority of the duly appointed and serving Members of the Board shall be necessary to constitute a quorum for a meeting.

Section 12. Voting

All official action by the Board shall be taken in public session and shall be by resolution or motion. The affirmative vote of a majority of Members of the Board present and qualified to vote shall be necessary for the adoption of any resolution or motion. All votes of the Board shall be taken and recorded by the Secretary. A roll call vote shall be taken when called for by any Member of the Board.

Section 13. Vacancies

The Board may declare a vacancy occurring among its Members by reason of death, resignation, disqualification, incapacity to serve, removal from office in accordance with law, or otherwise. A vacancy shall be filled in the manner provided for appointment in the Articles of Incorporation. No vacancies on the Board shall impair the power of the

Board to transact any and all business of the Authority and perform all its duties as provided for by the Act.

Section 15. Compensation

Each Member of the Board may receive reimbursement for expenses incurred in the discharge of his/her duties as a Board Member. Each Member of the Board may receive compensation per the Board Compensation Policy.

Section 16. Issue Policy Memoranda

The Board shall from time to time, issue policy memoranda, the purpose of which is to maintain continuity, coherence, and consistency in the policies of the Board for the benefit of all Board members and for the guidance of the Executive Director and staff.

ARTICLE III – EXECUTIVE DIRECTOR AND OFFICERS

Section 1. Officers of the Board

The Board shall have a Chairperson and a Vice Chairperson, to be selected from among the Directors by plurality vote. These officers shall be elected annually and shall hold office until that officer's successor is elected and qualified, or until that officer's resignation or removal by the Board for any reason. The Chairperson shall be the Chief Elected Officer of the Board, shall preside at all Board meetings, and shall be an ex-officio Member of all Board Committees. The Vice Chairperson shall perform the duties and exercise the power of the Chairperson during the absence or disability of the Chairperson. The Secretary and Treasurer shall be elected and may or may not be a member of the Board. Terms shall be for one (1) year with elections held annually at the annual meeting.

Section 2. Vacancies

Should any office described above become vacant, the Board shall elect a successor from among its members, except Secretary and Treasurer can be a non-member, at a regular or special meeting of the Board and such election shall be for the unexpired term of said office. Regular attendance at all meetings will be expected. Numerous absences will call for recommendation of termination to the Benzie County Board of Commissioners.

Section 3. Duties - Board Officers

1. **Chairperson.** The Chairperson of the Board shall have the following powers and duties.
 - a. Preside, when present, at all meetings of the Board and shall consult with the Executive Director on the agenda for regular and special Board meetings.
 - b. Propose and discuss resolutions and motions.

- c. Together with the Executive Director and with the authority of the Board, execute and acknowledge in the name of the Authority all mortgages, bonds and other instruments of indebtedness.
 - d. Appoint members of committees with concurrence of the Board.
 - e. Be a member ex-officio without voting authority of all committees.
 - f. Perform all such other duties as from time to time shall be assigned by the Board.
2. Vice-Chairperson. In the absence or disability of the Chairperson, the Vice-Chairperson shall perform all the duties of the Chairperson, and when so acting, shall have all the powers of, and be subject to all the restrictions upon the Chairperson.
 3. Secretary. The Secretary shall cause minutes to be kept of all meetings and shall attend to the giving and receiving of all notices of the Authority and the Board.
 4. Treasurer. The Treasurer shall have such powers and perform such duties regarding the financial operation of the Authority as shall be determined from time to time by the Board.

Section 4. Registered Agent

The Executive Director shall be the registered agent, and the principal office at the registered address.

Section 5. Executive Director

The Board of Directors shall employ an Executive Director, by written contract, to be the Chief Executive of the Authority. The Board's contract with the Executive Director shall be for no longer than three (3) years but may be renewed or extended for any number of terms, each term being no longer than three (3) years. Alternatively, the Board may contract with a private firm to provide management or other services as it deems appropriate. The Executive Director shall have day to day control and management of the Authority and shall be responsible for the business of the Authority and the

employees thereof. The Executive Director shall direct the enforcement of all resolutions, rules, policies and regulations adopted by the Board. The Executive Director shall attend all meetings of the Board. During the absence or disability of the Executive Director the Operations Manager shall perform the duties and exercise the power of the Executive Director. The Executive Director shall be responsible for all purchases on behalf of the Authority. The Executive Director under the general policy of the Board shall exercise all of the above powers.

ARTICLE IV – COMMITTEES

Section 1. Committees

The Board may, by resolution, establish committees which shall consist of members of the Board as may be appointed by the Chairperson, with the concurrence of the Board. The Board shall determine the instructions, procedures and scope of the committee's responsibility.

ARTICLE V – CONFLICT OF INTEREST AND DISCLOSURE

Section 1. Conflict of Interest

No Member of the Board, Officer or Agent of the Authority shall have any financial interest, directly or indirectly, in any contract or other dealing with the Authority, unless all material facts relating to that interest are disclosed to the Board and the Board authorizes the contract or other dealings.

For purposes of a Board vote, the presence of the interested Member, who has a conflict of interest at the meeting where the vote is taken, shall not count toward establishing a quorum for that vote. The interested Member shall not be entitled to vote on the matter.

ARTICLE VI – PURCHASING

Section 1. Executive Director

The Executive Director may purchase materials, supplies or services without Board approval as long as such purchases are within the established budget categories and limits.

Section 2. Checks

All checks are to be signed by two person(s) designated by the Board.

ARTICLE VII – FISCAL YEAR

Section 1. Fiscal Year

The fiscal year of the Authority shall be a fiscal year beginning on the first day of October of each year and ending on the 30th day of September the following year.

Benzie Transportation Authority
RESOLUTION TO AMEND ARTICLES OF INCORPORATION
Resolution 2022-04

WHEREAS, pursuant to Public Act 196 of 1986 (MCL 124.451, et seq.), as amended, and pursuant to the Michigan Constitution of 1963, Article 7, Section 28, and Public Act 7 of 1967 (MCL124.501 et seq.), as amended, the duly elected Commissioners of Benzie County, State of Michigan, has hereby established a public entity to be known as the Benzie Transportation Authority.

WHEREAS, the purpose of the Benzie Transportation Authority is to plan, promote, purchase, acquire, establish, own, lease, operate, or cause to be operated, maintained, improved, enlarged, or modernized, public transportation facilities and systems within and outside the territorial limits of Benzie County, pursuant to 1986 PA 196, as amended, MCL 145.451, et seq.

WHEREAS, the Benzie Transportation Authority has amended the Articles of Incorporation in the following areas: **Article I - removed the email of the Executive Director, added Benzie Bus website; Article VII C(a) removed. NOW, THEREFORE, BE IT RESOLVED**, that the Benzie County Board of Commissioners approves the Amended Articles of Incorporation of the Benzie Transportation Authority.

BE IT FURTHER RESOLVED, that a copy of this Resolution, and the attached Amended Articles of Incorporation shall be filed and published as required by law.

The foregoing resolution was offered by and supported by .

Roll call vote as follows:

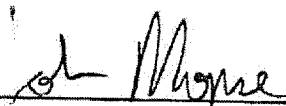
Ayes: Noah, Strang, Feeheley, Morse, Kitchen

Nays: None

Absent: None

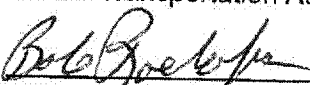
Resolution was declared.

Dated: July 19, 2022



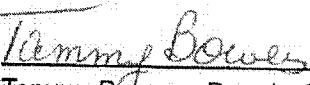
John Morse, Board Chairman
Benzie Transportation Authority

Dated: July 26, 2022



Bob Roelofs, Board Chair

I, Tammy Bowers, Clerk to the Benzie County Board of Commissioners, hereby do certify that the above resolution was adopted by the Benzie County Board of Commissioners on the 26th day of July 2022.



Tammy Bowers, Benzie County Clerk

**ARTICLES OF INCORPORATION
OF THE
BENZIE TRANSPORTATION AUTHORITY**

Adopted April 2006
Revised August 2010
Revised June 2015
Revised June 2017
Revised July 2022

ARTICLE I - ESTABLISHMENT

Pursuant to the Public Act 196 of 1986 (MCL 124.451, et seq.), as amended, and pursuant to the Michigan Constitution of 1963, Article 7, Section 28, and Public Act 7 of 1967 (MCL124.501 et seq.), as amended, the duly elected Commissioners of Benzie County, State of Michigan, hereby establish a public entity to be known as the Benzie Transportation Authority.

The Incorporator of the Benzie Transportation Authority is the County of Benzie, 448 Court Place, Beulah, Michigan 49617.

The Benzie Transportation Authority is empowered to do anything authorized by Public Act 196 of 1986 (MCL 124.451, et seq.), as amended, and to do any other lawful act reasonable and/or necessary, proper, suitable or convenient for the achievement of furtherance of the purposes above stated, except as may be expressly limited or restricted by the Agreement. The registered agent and address for the Benzie Transportation Authority address will be:

Benzie Transportation Authority
14150 U.S. Highway 31
Beulah, Michigan 49617
Phone: 231-325-3000
Fax: 231-325-3007
www.benziebus.com

ARTICLE II - DEFINITIONS

The following terms for this Agreement shall have the meanings attached to them:

“**Authority**” means the Benzie Transportation Authority.

“**Authority Board**” means the Benzie Transportation Authority Board of Directors.

“**Board of Commissioners**” means Benzie County Board of Commissioners.

“**County**” means Benzie County.

ARTICLE III - PURPOSE OF THE AUTHORITY

The purpose of the Authority is to plan, promote, purchase, acquire, establish, own, lease, operate, or cause to be operated, maintained, improved, enlarged, or modernized, public transportation facilities and systems within and outside the territorial limits of Benzie County, pursuant to Public Act 196 of 1986 (MCL 124.451 et seq.), as amended,

ARTICLE IV - AREA SERVED

The service area of the Authority shall include, but not be limited to, Benzie County.

ARTICLE V - ESTABLISHMENT OF THE BOARD

The County hereby establishes a Benzie Transportation Authority Board of Directors. The Board shall set policy and procedures governing the operation of the Authority and shall have ultimate authority regarding the exercise of the Authority powers. The Board shall be composed of seven (7) Directors and one (1) Benzie County Commissioner as an ex-officio member who does not count for purposes of quorum and is not a voting member, who must be at least 18 years of age. The Board of Commissioners shall appoint all seven (7) persons to the Authority, of which a majority of five (5) must reside in Benzie County.

ARTICLE VI - TERM OF BOARD MEMBERSHIPS, VACANCIES, REMOVAL FROM OFFICE

All Authority Board Directors shall serve at the pleasure of the appointing Board of Commissioners and may be removed, before completing their full term, in the same manner by which they were appointed. All Authority Board Members, once appointed, shall continue to serve until reappointed, removed, replaced, or they resign.

The original Authority Board Members shall be appointed at such time as this agreement is Approved by the Board of Commissioners.

The term of office of the three (3) original appointed Authority Board Members shall expire on April 30, 2007. The terms of office of an additional four (4) original appointed Authority Board Members shall expire on April 30, 2008. The terms of office of the remaining three (3) original appointed Authority Board Members shall expire on April 30, 2009.

In all cases, after completion of an original one (1) to three (3) year term, the successive term shall be fixed for a period of three (3) years, in perpetuity, and the terms of office shall expire on the thirtieth day of April. However, an appointee shall be deemed to have resigned in the event he or she ceases to maintain residency in Benzie County, if appointed as one of the five designated Benzie County residents. All persons appointed to fill a vacancy created by the death, resignation, or removal of an appointed and serving Authority Board Member shall serve to fill only the remaining term of the Member they replaced.

ARTICLE VII - BOARD DUTIES

- A. The Authority Board shall hold an initial meeting at a time and place selected and agreed to by the Authority Board for the purpose of electing officers, adopting bylaws, and taking any other action the Authority Board deems necessary.
- B. The Authority Board shall meet at least six (6) times per year at places and times fixed by the Authority Board.
- C. The Authority Board shall hold an annual meeting and elect a Chairperson and Vice-Chairperson, who shall be members of the Authority Board. A Secretary and Treasurer shall be elected, who need not be members of the Authority Board. At the annual meeting the Authority Board shall fix the date, time, and place of its regular meetings for the year, as practicable, and the Authority Board shall conduct other business as may be necessary.
 - a. Duties. The Chairperson of the Authority Board shall have the following powers and duties. He/She shall preside when present, at all meetings of the Authority Board and shall consult with the Executive Director on the agenda for Regular and Special Authority Board Meetings.
 - 1. In the absence or disability of the Chairperson, the Vice-Chairperson shall perform all the duties of the Chairperson, and when so acting, shall have the powers of, and be subject to all restrictions upon the Chairperson. Furthermore, the

Vice-Chairperson shall perform such other duties as from time to time may be assigned to him/her by the Authority Board. In the absence of the Chairperson and Vice-Chairperson, the Authority Board may appoint a temporary Chairperson to serve only for the meeting at which the temporary Chairperson is appointed.

2. **Secretary and Treasurer.** The Secretary shall keep an accurate record of all Regular and Special meetings of the Authority Board and submit such records for approval through the Authority Board. All accounting shall be done in accordance with Public Act 51 of 1951 (MCL 247.651, et seq.), as amended. The Treasurer shall cause an annual audit to be conducted, the result of which shall be forwarded to the Board of Commissioners.
- D. The Authority Board shall keep a written or printed record of every meeting, of which record shall be subject to the provisions of the Open Meetings Act, Public Act 276 of 1976 (MCL 38.581, et seq.), as amended, and the Michigan Freedom of Information Act, Public Act 442 of 1976 (MCL 15.231, et seq.), as amended.
 - E. The Authority Board shall adopt a system of accounts to conform to the system required by law and shall provide for the auditing of all accounts in accordance with Public Act 51 of 1951 (MCL 247.561, et seq.), as amended.
 - F. The Authority Board shall provide the Board of Commissioners with a financial report, and shall obtain an annual audit once a year by a certified public accountant in accordance with Public Act 51 of 1951 (MCL 247.561, et seq.), as amended, and shall forward a copy of the annual audit, when completed, to the Board of Commissioners.
 - G. The Authority Board shall adopt rules, regulations, and/or policies governing the employees, property, and facilities under its jurisdiction as the Authority Board deems reasonably necessary or proper for the conduct of Authority operations.
 - H. The Authority Board shall prepare or have prepared an annual report regarding the operation and financial condition of the Authority. The report shall be made available to the public and provided to the Board of Commissioners.
 - I. The Authority Board shall review, approve, and submit the annual program application requirement pursuant to Public Act 51 of 1951 (MCL 247.561, et seq.) as amended; and review and evaluate the quality, effectiveness, and efficiency of services being provided by its program.

- J. The Authority Board shall take all actions, authorized by statute, to secure private, as well as Federal, State, and other public funds, to support the annual program and budget as adopted.
- K. The Authority Board shall audit all claims against the Authority and approve and authorize all contracts in accordance with State and Federal statutes.
- L. The Authority Board shall review and evaluate the quality, effectiveness, and efficiency of services being provided by its programs.
- M. The Authority Board shall not violate the provisions of the Michigan Handicappers' Civil Rights Act, Public Act 220 of 1976 (MCL 37.1101 et seq.), as amended, or the Elliott-Larsen Civil Rights Act, Public Act 453 of 1976 (MCL 37.2100 et seq.), as amended, and specifically agrees and covenants not to discriminate against an employee or applicant for employment with respect to hire, tenure, terms, conditions, or privileges of employment, or a matter directly or indirectly related to employment, because of race, color, religion, national origin, age, gender, sexual orientation, height, weight, marital status, or a disability that is unrelated to the individual's ability to perform the duties of a particular job or position.
- N. The Authority Board shall purchase and maintain a general liability and errors and omissions insurance, with policy limits reasonable in light of the Authority Board's responsibilities to protect against losses incurred or realized in the discharge of its functions. The Authority Board shall provide the County with evidence of such insurance coverage upon request. The Authority Board shall secure surety bonds for those employees and/or contractors designated by the Authority Board to directly handle and process state, federal, and other funds received by the Authority.

ARTICLE VIII - POWERS OF THE BOARD

The Authority Board shall have all the rights, powers, duties and obligations set forth in the Public Act 196 of 1986 (MCL 124.51, et seq.), as amended, and shall have the following powers and duties in addition to the other powers and duties stated under this Agreement, except as may be expressly limited or restricted by this Agreement:

- A. To enter into contracts, including contracts of the purchase of transportation services with private persons and/or entities or public agencies.

- B. To acquire ownership, custody, operation, maintenance, lease, or sale of real or personal property, subject to any limitation on the payment of funding therefore now or subsequently imposed by law.
- C. To dispose of, divide, and distribute property.
- D. To accept gifts, grants, assistance, funds, or bequests.
- E. To incur debts, liabilities, or obligations, subject to any limitations thereon that are now or hereafter imposed by law. The Authority shall not have any authority to appropriate, spend, or obligate the funds or credit of the County. The County shall not be liable for the debts and obligations of the Authority.
- F. To, in its own name, employ employees and agents, who shall be considered employees or agents of the Authority Board. The Authority Board shall have the powers, duties, and responsibility for establishing policies, guidelines, and procedures for employees and shall have the power, duty and responsibility to establish wages and fringe benefits such as, but not limited to, sick leave, vacation leave, holidays, health insurance, pension and life insurance and to provide for workers' compensation and for any and all other terms and conditions of employment of an employee of the Authority Board.
- G. The Authority Board shall have the power to establish and collect rents, charges, fees, or fares from users of public transportation services or public transportation facilities.

ARTICLE IX - EXECUTIVE DIRECTOR

Authority Board of Directors. The Authority Board shall employ an Executive Director, by written contract for a term no longer than three (3) years, but which can be renewed or extended any number of terms, each term being no more than three (3) years, or may contract with a private firm to provide management or other services as it deems appropriate. The written contract shall identify the Executive Director's duties and responsibilities, as shall be determined by the Authority Board, which shall include the day-to-day operations of the Authority.

Executive Director. The Executive Director shall have the control and management of the Authority and shall be responsible for the business of the Authority and the employees. The Executive Director shall direct the enforcement of all resolutions, rules, and regulations adopted by the Authority Board. The Executive Director shall be responsible for all purchases on behalf of the bus system and exercise the powers of management as directed by the Board and its policies. The Executive Director shall serve at the will and pleasure of the Authority Board, subject to any conditions that the Authority Board may establish.

ARTICLE X - FUNDING AND DISSOLUTION

- A. The Authority is to be financed by grants of money or property from the Federal and State governments, other revenues from federal and state governments and government agencies, ridership fees, contract user fees, advertising fees, private donations, taxes authorized by the voters of Benzie County, voluntary contributions from Federal, State, and Local governmental units, usual bus authority operations, and other means as authorized by statute.
- B. The Authority Board shall have the budgetary and financial control over the Authority, which shall operate on an October 1st through September 30th fiscal year.
- C. The Authority shall cease operations if the local millage , originally approved in calendar year 2006, is not maintained or renewed at any amount for any 18-month period.
- D. Should the Authority cease operations under Subsection C of this Article X, the Authority shall, upon winding down of its affairs, be deemed dissolved. The Authority Board, upon the cessation of operations under Subsection C of this Article X, shall hold a formal meeting for the purpose of dissolution and winding down the Authority's affairs, and shall prepare a final report, including a financial report, and transmit the same to the Board of Commissioners. Upon the termination of the Authority, the County shall receive from the Authority Board such real and personal property as is then held by the Authority after the payment by the Authority of all outstanding debts and obligations, including the return to the Federal and/or State governments, or other governmental entities, such real and/or personal property as those entities have a legitimate legal claim to receive. If deemed necessary to fully effectuate the dissolution of the Authority, a request shall be made, by either the Board of Commissioners or the Authority Board, on behalf of the Authority to the Michigan Legislature for dissolution of the Authority.

ARTICLE XI - INFORMATION

The Authority Board on a timely basis shall provide to the County, as requested, any and all information related to the operations of the Authority Board.

ARTICLE XII - NOTICES

Any notices required by these Articles of Incorporation shall be deemed made when mailed certified mail, return receipt requested, to the Benzie County Clerk, to the Chairperson of the Board of Commissioners, and the Executive Director of the Authority.

ARTICLE XIII - DURATION OF THIS AGREEMENT

These Articles of Incorporation shall continue indefinitely unless the Authority is dissolved as provided for herein.

ARTICLE XIV - STATUS OF THE BOARD

The Authority and Authority Board established pursuant to these Articles of Incorporation shall be a separate legal public entity with the power to sue and be sued.

ARTICLE XV - AMENDMENT PROCEDURES

These Articles of Incorporation may be amended only by agreement of the County, pursuant to resolution authorization by the Board of Commissioners and entered into writing, and approved as may be required by Public Act 196 of 1986 (MCL 124.451, et seq.), as amended.

ARTICLE XVI - PUBLICATION

These Articles of Incorporation shall be published by the Benzie County Clerk at least once in the Benzie County Record Patriot, which circulates within the area proposed to be served by the Authority. The Benzie County Clerk shall file one (1) printed copy of these Articles of Incorporation each with the Michigan Secretary of State, the Benzie County Clerk, and the Director of the Michigan Department of Transportation, as provided in Public Act 196 of 1986 (MCL 124.451, et seq.), as amended, and Act 7 of the Public Act of 1967 (MCL 124.501 et seq.), as amended.

ARTICLE XVII - EFFECTIVE DATE

These Articles of Incorporation shall become effective and the Authority operative on the date duly signed below. The validity of the incorporation shall be conclusively presumed unless questioned in a court of competent jurisdiction within 60 days after the publication of the Articles of Incorporation.

ARTICLE XVIII - EFFECTUATION OF ARTICLES

The adoption of these Articles of Incorporation shall be evidenced by an endorsement of these Articles of Incorporation by the Chair of the Benzie County Board of Commissioners and the Benzie County Clerk.

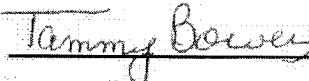
The foregoing Articles of Incorporation were adopted by resolution, attached herein, by an affirmative vote of a majority of the members serving on the Benzie County Board of Commissioners at a meeting duly held on the 26 day of July, A.D., 2022.

DATED: July 26, 2022



Bob Roelofs, Board Chair
Benzie County Board of Commissioners

DATED: July 26, 2022



Tammy Bowers, Benzie County Clerk