

**DEXTER TOWNSHIP FARMLAND AND OPEN
SPACE PRESERVATION BOARD**

BYLAWS

As Approved by the Dexter Township Farmland and Open Space Preservation
Board, May 16th, 2023
As Approved by the Dexter Township Board of Trustees, May 16th,
2023

SECTION I NAME

The official title of this board shall be the Dexter Township Farmland and Open Space Preservation Board ("FOSPB" or the "Preservation Board").

SECTION II INCORPORATION OF ORDINANCE NO. 37

The procedures and requirements of Ordinance No. 37, as adopted by the Dexter Township Board of Trustees on May 16th, 2023, are incorporated by reference into these Bylaws as adopted by the Farmland and Open Space Preservation Board.

SECTION III MEMBERSHIP

1. Members. The FOSPB shall consist of seven members (including one member of the Township Board), all of whom shall be residents of the Township and appointed by the Township Board.

2. Term. Each Preservation Board member shall hold office for a term of two years, except that the initial term of three members shall be two years and the initial term of two members shall be one year. The Township Board member shall be appointed to a one-year term.

3. Attendance. If any member of the Preservation Board misses three (3) consecutive meetings without informing the Chair in advance of the meeting, the Chair shall advise the Township Supervisor and the Board of Trustees of the absences.

SECTION IV OFFICERS

1. Term. The Preservation Board shall elect a chair, vice chair and secretary from its members. Officers will be elected by a majority of the FOSPB members present at a regular or special meeting at which a quorum is present. Officers shall be elected for a term of one year, and each officer shall serve until re-elected or until a successor has been elected.

2. Chair. The Chair shall be the chief executive officer of the Preservation Board, be responsible for setting meeting agendas and preside at all meetings of the FOSPB. The

Chair shall also be responsible for preparation of all correspondence, notices and minutes pertaining to meetings and official acts of the Preservation Board and for delivery of minutes and notices to the Township clerk for posting and filing.

3. Vice Chair. If the Chair is unable to attend a meeting of the FOSPB, the Vice Chair shall be responsible for all duties of the Chair in the Chair's absence.

3. Recording Secretary. A Recording Secretary may be appointed by the Board of Trustees. If a Recording Secretary is appointed, s/he shall attend all meetings of the FOSPB to take minutes of the meetings but shall not have a vote. Prior to the next regular Preservation Board meeting, the Recording Secretary shall produce sets of minutes for the open and closed sessions, if applicable. Minutes shall be provided to Preservation Board members at least three days in advance of the next regularly scheduled meeting. The Recording Secretary shall correct any errors in the minutes as approved by the Preservation Board, distribute corrected minutes and shall provide the approved minutes to the Chair.

4. Legal Advisor. The Township's legal counsel shall be authorized by the Township Board of Trustees.

SECTION V MEETINGS

1. Schedule and Notice. The Preservation Board shall meet at a minimum on a quarterly basis at a date, place and time to be determined by the Preservation Board. The Chair or Vice Chair shall notify members at least 48 hours in advance of a regular or special meeting.

2. Rules of Order. The Preservation Board shall use Roberts Rules of Order as a reference for rules of procedure.

3. Open Meetings. All meetings of the FOSPB shall take place at the Township Hall or another public place within the Township, and shall be open to the public and conducted in accordance with the Open Meetings Act of the State of Michigan, MCLA 15.261 et seq., except as provided in Section 7 below.

4. Posting. There shall be posted within 10 days after the first meeting of the Preservation Board in each calendar or fiscal year a public notice stating the dates, times and places of its regular meetings. Whenever the Preservation Board changes its regular schedule of meetings, the Chair or Vice Chair of the Preservation Board shall immediately notify the Township Supervisor and Clerk who shall post a notice of the change within three (3) days following the meeting in which the change was made.

5. Special meetings. Special meetings may be held as required for the proper conduct of the business of the Preservation Board at the call of the Chair or any four (4) members. Members shall be notified at least 48 hours in advance. A public notice stating the date,

time and place of the meeting shall be provided to the Township Clerk for posting in the location where the Township posts notices at least 18 hours before the special meeting.

6. Selection of Eligible Lands. In addition to compliance with the notice requirements above, selection of eligible lands shall only be made at a meeting of the Preservation Board at which a quorum is present, convened on not less than 10 days notice to all members of the FOSPB. Such notice may be made by U.S. mail, fax or email.

7. Closed Sessions. The Preservation Board may meet in a session closed to the public upon the roll call vote of 2/3 of the members of the FOSPB. The vote shall be recorded in the minutes of the meeting at which the decision to hold the closed session was made.

a. Purposes. The Preservation Board shall hold closed sessions only for the following purposes:

(i) To consider the purchase or lease of real property prior to the time that an option to lease or purchase such real property is secured.

(ii) To consider material exempt from discussion or disclosure by state or federal law.

b. Minutes. At each closed session, the Recording Secretary shall keep a separate record or minutes that shall not be disclosed to the public except upon court order. The Township Clerk may destroy said minutes after one year and one day have passed following the date at which the Preservation Board approved the minutes of the regular meeting at which the closed session was approved.

c. Decisions. No decisions of the Preservation Board shall take place in a closed meeting.

SECTION VI QUORUM; VOTING

Four (4) members of the Preservation Board shall constitute a quorum to take action on any business matter at any meeting. Except as otherwise required by law, action may be taken at any regular or special meeting at which a quorum is present by vote of a majority of members of the FOSPB in attendance at such meeting. Decisions of the Preservation Board shall be made by majority vote.

SECTION VII DISCLOSURE

No Preservation Board member shall vote on a selection of individual parcels in which they have an ownership interest or on individual parcels adjacent to property in which they have an ownership interest.

SECTION VIII COMMITTEES

The Preservation Board may establish committees whose members shall be members of the FOSPB and other consultants or members approved by the Township Board. Committee members shall be initially selected by the Chair, subject to ratification by the Preservation Board.

SECTION IX INDEMNIFICATION

Preservation Board members shall be indemnified by Dexter Township against any liability, cost or expense, including attorney fees and amounts paid in settlement of any claim, arising out of any act or omission to act, except in the case of willful misconduct.

SECTION X ADOPTION; AMENDMENT

Amendments to these Bylaws shall be by a majority vote of the members of the Preservation Board. Proposed amendments to these Bylaws shall be introduced at a meeting of the FOSPB and voted upon at a subsequent meeting. Notice of the proposed change shall be published and distributed to members, said notice to include the language of the proposed change. These Bylaws and any amendments thereto shall be subject to approval by the Dexter Township Board of Trustees.