

November 27, 2019

**INTERGOVERNMENTAL AGREEMENT CREATING THE  
ROSCOMMON AREA RECREATION AUTHORITY**

THIS INTERLOCAL AGREEMENT to create the Roscommon Area Recreation Authority, formerly known as the Roscommon Metropolitan Recreational Authority, is entered into between the Village of Roscommon, a general law village, whose address is 702 Lake St., P.O. Box 236, Roscommon, MI 48653 (the Village) and Higgins Township, a Michigan general law township, whose address is 700 South 5<sup>th</sup> St., P.O. Box 576, Roscommon, MI 48653 (the Township). Together the parties shall be referred to as the Participating Municipalities.

**RECITALS**

- A. On June 10, 1969 the Village and the Township incorporated the Roscommon Metropolitan Recreational Authority under the Michigan Nonprofit Corporations Act, Act 327 of the Public Acts of 1931.
- B. The incorporated Roscommon Metropolitan Recreational Authority has historically owned and operated public parks and other recreational facilities in the Roscommon area to serve the residents and visitors of the Village and the Township.
- C. Since the incorporation of the Roscommon Metropolitan Recreational Authority, the Legislature enacted Act 321 of the Public Acts of 2000, the Recreational Authorities Act (the Act).
- D. The Act authorizes two or more municipalities to establish a recreational authority for the purpose of the acquisition, construction, operation, maintenance, or improvement of a public park and a public recreation center.
- E. The Village and the Township, therefore, desire to enter into this Agreement, incorporating a new recreational authority under the Act, which Act was not in existence at the time the Roscommon Metropolitan Recreational Authority was incorporated in 1969.

**AGREEMENT**

NOW, THEREFORE, in consideration of the mutual promises contained herein, the Village and the Township hereby agree to incorporate the following recreational

authority, under the terms and conditions provided herein, pursuant to the provisions of the Act:

## **ARTICLES OF INCORPORATION**

### **I. NAME**

The name of the recreational authority shall be the Roscommon Area Recreation Authority (the Authority), formerly known as the Roscommon Metropolitan Recreational Authority.

### **II. TERRITORY OF THE AUTHORITY**

The territory of the Authority shall be the entire political boundaries of the Village of Roscommon and Higgins Township, Roscommon County, Michigan.

### **III. PURPOSE**

The purposes of the Authority shall be the acquisition, construction, operation, maintenance, or improvement of public parks and public recreation centers.

### **IV. LEGAL ENTITY**

As provided in Section 5 of the Act, the Authority shall be an authority under Section 6 of Article IX of the Michigan Constitution of 1963 and shall be a separate, non-profit body corporate, with power to sue or be sued in any court of this state. The Authority shall possess all the powers necessary to carry out the purposes of its incorporation, and those incident to those purposes. The enumeration of any powers in these Articles of Incorporation shall not be construed as a limitation upon the Authority's general powers.

### **V. POWERS**

Except as provided herein, the Authority shall have the following powers, which shall be liberally construed in its favor:

- A. All powers provided in the Act, now or in the future.
- B. To acquire and hold, by purchase, lease with or without option to purchase, grant, gift, devise, land contract, installment purchase contract, bequest, or other legal means, real and personal property inside or outside the territory of the Authority. The property may include franchises, easements, or rights of way on, under, or

above any property. The Authority may pay for the property from, or pledge for the payment of the property, revenue of the Authority.

- C. To apply for and accept grants or contributions from individuals, the federal government or any of its agencies, the State of Michigan, a municipality, or other public or private agencies to be used for any of the purposes of the Authority.
- D. To hire full-time or part-time employees and retain professional services.
- E. To provide for the maintenance of all of the real and personal property of the Authority.
- F. To assess and collect fees for services provided by and expenses incurred by the Authority.
- G. To receive revenue as appropriated by the legislature of the State of Michigan or a participating municipality.
- H. To enter into contracts incidental to or necessary for the accomplishment of the purposes of the Authority.
- I. To adopt bylaws to accomplish the purposes of the Act, including but not limited to establishing rules and regulations for the governance of the Authority's employees and/or volunteers and for the care and management of the Authority's equipment and property.
- J. To levy a tax of not more than 1 mill for a period of not more than 20 years on all of the taxable property within the territory of the Authority for the purposes of acquiring, constructing, operating, maintaining, and improving its public parks and recreational centers.
- K. To borrow money and issue bonds or notes to finance the acquisition, construction, and improvement of its public parks and recreational centers, including the acquisition of sites and the acquisition and installation of furnishings and equipment for these purposes.
- L. To carry over fund balances from year to year consistent with sound financial management for capital improvements, equipment purchases, contingencies and other similar purposes for which contingency fund balances are customary.
- M. To take any additional action or make any policy necessary to implement these powers or carry out the purpose of the Authority.



## **VI. LIMITATIONS**

The Authority, however, may not do any of the following:

- A. Obligate the Village and/or the Township to pay any debt of the Authority, unless expressly authorized to do so by the Village and/or the Township.
- B. Seek voter approval for any tax, unless authorized to do so by both the Roscommon Village Council and the Higgins Township Board.
- c. Borrow money and/or issue bonds or notes, unless authorized to do so by both the Roscommon Village Council and the Higgins Township Board.
- D. Make any purchase of Ten Thousand dollars (\$10,000) or more, unless authorized to do so by both the Roscommon Village Council and Higgins Township Board.

## **VII. BOARD OF DIRECTORS**

The Authority shall be governed by a Board of Directors (the Authority Board). The Authority Board shall exercise final authority regarding the powers of the Authority. The Authority Board may delegate to its staff, volunteers and committees such powers as it deems appropriate, as long as such delegation does not create a conflict of interest or is otherwise unlawful. The Authority Board shall be comprised of seven (7) members. Three (3) members of the Authority Board shall be appointed by the Roscommon Village Council, three (3) members of the Authority Board shall be appointed by the Higgins Township Board, and the remaining member of the Authority Board shall be appointed by the Authority Board. Except as provided herein, each member of the Authority Board shall serve for a term of three (3) years, or until his or her successor is appointed and assumes office. However, for the first appointments, one (1) member appointed by the Roscommon Village Council and one (1) member appointed by the Higgins Township Board shall serve for a term of three (3) years, one (1) member appointed by the Roscommon Village Council and one (1) member appointed by the Higgins Township Board shall serve for a term of two (2) years and one (1) member appointed by the Roscommon Village Council and one (1) member appointed by the Higgins Township Board shall serve for a term of one (1) year. Each member of the Authority Board shall be a resident of the Roscommon area, but not necessarily a resident of the Village or the Township. Any Authority Board member may be removed from the Authority Board for good cause by the body which made the appointment following written charges and a public hearing. A quorum of the Authority Board necessary to conduct business shall be four (4) board members. All decisions of

the Authority Board shall be made by the vote of a majority of the board members present and voting. At its first meeting the Authority Board shall elect a chairperson, secretary, treasurer, and any other officers it considers necessary. The Authority Board shall set its schedule for meetings, but at a minimum shall meet at least quarterly each year. Members of the Authority Board shall not receive compensation for services, but shall be entitled to reimbursement for reasonable expenses, including expenses for travel previously approved by the Authority Board, incurred in the discharge of his or her duties. In addition, the Authority Board may reimburse its officers, volunteers, and employees for reasonable expenses which have been incurred on behalf of the Authority. The Authority Board shall also comply with the Open Meetings Act, as amended, and the Freedom of Information Act, as amended.

### **VIII. DURATION**

The Authority shall continue indefinitely unless it is dissolved as provided by these Articles.

### **IX. FINANCES**

The Authority Board shall have budgetary and financial control over the Authority. However, the Authority shall adopt a line item budget. A copy of the Authority budget shall be given to the Village and the Township at least thirty (30) days before the budget is adopted by the Authority Board. The Authority shall be financed as provided in this Article. The Village will contribute, Twenty Thousand Dollars \$20,000 annually, and the Township will contribute, Five Thousand Dollars \$5,000 annually to the Authority budget. The Village and Township may contribute more funds if they choose to. If approved by both the Village and the Township, the Authority shall be financed primarily by millage requested by the Authority under Section 11 of the Act and approved by the electorate within both the Village and the Township, tallied individually. If either the Village Council or the Township Board does not approve seeking voter approval for an Authority millage or if the Authority millage is not approved by the voters in both the Village and the Township, then the Authority shall be financed through budgeted contributions from the Village and the Township, as agreed to in writing by the Village and the Township. The Authority Board shall adopt a balanced budget within the limits of its projected revenue sources. After a balanced budget is adopted by the Authority Board, in the event the Authority's revenues are insufficient to cover its expenses, the Village and the Township shall contribute money to the Authority necessary to pay its expenses on the same prorated percentage as the original contributions made by the Village and the Township for that budget year. The revenue obtained by the Authority as provided herein may be



supplemented by fees for services or any other methods authorized by law, including such supplemental payments by the Village and/or the Township, which either, in their sole discretion, may elect. At its own expense, the Authority shall have its financial records audited every year and submit a quarterly report to the Village and Township. The auditor used by either the Village or the Township may be used.

## **X. ADDITIONAL PARTICIPATING MUNICIPALITIES**

Additional municipalities may become Participating Municipalities of the Authority by an amendment to these Articles of Incorporation that is approved by all of the then Participating Municipalities of the Authority.

## **XI. WITHDRAWAL/DISSOLUTION**

- A. Neither the Village nor the Township may elect to withdraw from the Authority unless and until all of the following conditions are satisfied:
1. Any bonded indebtedness of the Authority is discharged;
  2. There is no current Authority millage authorized to be levied in the Village or the Township;
  3. All outstanding obligations the Village or the Township has to the Authority are discharged and all outstanding obligations the Authority has to the Village or the Township are discharged;
- B. After the conditions of paragraph, A, above, have been satisfied, the Village or the Township may withdraw from the Authority following the procedures of this paragraph. Any withdrawal shall have the effect of dissolving the Authority.
1. Before the Village Council or the Township Board may vote on a resolution concerning withdrawal from the Authority, it must publish in a newspaper of general circulation within the territory of the Authority, a public notice that the Village or the Township is considering withdrawing from the Authority and that this withdrawal will cause a dissolution of the Authority. The notice shall be published at least ten (10) days before the meeting.
  2. The effective date of the resolution to withdraw shall be at least six (6) months after the meeting at which the resolution was passed.
  3. A certified copy of the resolution to withdraw shall be sent by certified mail to the chair of the Authority Board and the clerk of the non-withdrawing

municipality. The resolution shall be mailed at least six (6) months before the effective date of the resolution.

4. If both the Village and the Township jointly agree to dissolve the Authority, then each municipality shall follow the public notice and publication requirements of subsection 1, above. The Village and the Township shall agree on the effective date of the dissolution. No mailing of the resolutions to dissolve the Authority is required.

- C. Upon dissolution, the debts of the Authority shall be paid and the net assets shall be divided equally between the Village and Township. Each municipality shall also be subject to the obligations imposed by the Act. If the Authority's assets are insufficient to pay all of the Authority's debts, then the Village and the Township shall be liable on an equal basis for its share of the debts and liabilities of the Authority incurred while the municipality was a part of the Authority.

## XII. PUBLICATION/FILING


The Clerk for the Village of Roscommon shall be responsible for publishing these Articles of Incorporation in the NEWSPAPER and for filing a certified copy of these articles with the Secretary of State as required by the Act.


## XIII. EFFECTIVE DATE

The Authority shall become effective on \_\_\_\_\_ 2019

The foregoing Articles of Incorporation were adopted by the Roscommon Village Council at a meeting duly held on December the 9<sup>th</sup> day of Monday 2019.

### VILLAGE OF ROSCOMMON

By:   
Michael Miller, President

By:   
Frances Dawson, Clerk

The foregoing Articles of Incorporation were adopted by the Higgins Township Board at a meeting on December the 2<sup>nd</sup> day of 2019.

**HIGGINS TOWNSHIP**

By: 

William Curnalia, Supervisor

By: 

Cheri Sullivan, Treasurer