

**BYLAWS OF THE
ELIZABETH DEAN FUND COMMITTEE – CITY OF ANN ARBOR, MICHIGAN**

Article I Name

The name of this committee is the Elizabeth Dean Fund Committee.

Article II Enabling Authority

The Ann Arbor City Council formally established the Elizabeth Dean Fund Committee (DFC) by resolutions of March 17, 1975, November 15, 1976, November 21, 1977, October 7, 1985, September 8, 1987, and June 4, 2012.

Article III Purpose and Objectives

Section 1. The resolution of City Council creating the DFC provides that the purpose of the DFC is “to make recommendations on the use of the Dean Fund money.”

Section 2. The DFC shall advise City Council how to spend the income earned annually from a bequest made to the City in 1964 by Elizabeth R. Dean “... to repair, maintain and replace trees on City property, perpetually.”

Section 3. The Elizabeth R. Dean Trust Fund annual operating budget shall be an independently managed fund (Fund 0555, Forestry Operations) within the Budget of the City of Ann Arbor. Annually, the DFC shall review the proposed Dean Trust Fund operating budget, as prepared by City staff, provide input on that budget, suggest revisions, and recommend that Council accept it as revised.

Section 4. The DFC shall review and act on special planting requests, tree maintenance tasks, and special events in furtherance of the DFC’s purpose.

Section 5. DFC members may be invited to participate in Arbor Day, Earth Day, Dean Day, Huron River Day, and other events celebrating public tree awareness and education. DFC members may also be invited to participate in park dedications and staff functions, as appropriate.

Article IV Membership

Section 1. The DFC shall consist of seven (7) voting members appointed from the citizenry by the Mayor with the approval of City Council. The Urban Forestry & Natural Resources Planning Coordinator shall be an eighth, non-voting member.

Section 2. Citizen members shall be appointed for two-year terms. Terms shall be staggered so that approximately one-third of the citizen members’ terms expire each year. All appointed members’ terms shall begin on August 1 and end on July 31.

Section 3. City staff shall give new DFC members an orientation packet that contains the new member’s term length, a schedule of DFC meeting dates and times, the current Dean Trust Fund operating budget, a copy of the DFC bylaws, DFC criteria for

evaluating project proposals, a copy of Ms. Dean's Last Will and Testament, and a directory of current DFC members and ex-officio City staff.

Section 4. Consistent with City Charter § 12.2, all members of the DFC, except the Urban Forestry & Natural Resources Planning Coordinator, shall have been registered electors in the City of Ann Arbor for at least one (1) year immediately preceding the time of appointment, unless an exception is granted by a resolution concurred in by at least seven (7) members of City Council.

Section 5. A member whose term has expired shall hold over and continue to serve as a member of the DFC until a successor has been appointed. Consistent with City Code § 1:171, no member shall be allowed to hold over for more than sixty (60) days beyond the appointed term whether or not a successor has been appointed, except that City Council may extend terms for periods of ninety (90) days upon the recommendation of the Mayor and vote of at least six (6) members of Council.

Section 6. Consistent with City Code § 1:171, the Mayor shall notify City Council of the expiration of a member's term at least thirty (30) days prior and shall present to City Council all proposed reappointments no later than sixty (60) days after the expiration of the term.

Section 7. Consistent with City Code § 1:171, any vacancy on the DFC occurring in the middle of a term shall be filled for the remainder of the term in the same manner as for full-term appointments.

Section 8. To resign from the DFC, a citizen member shall tender her or his resignation in a letter or email addressed to the Mayor.

Section 9. Consistent with City Code § 1:171, the Mayor, with the approval of the City Council, may remove a citizen member from the DFC for cause.

Section 10. Members are expected to attend regularly scheduled meetings and to notify the Chair and Service Area staff in charge of the DFC in advance if they expect to be tardy or absent. If a member misses more than three (3) regularly scheduled meetings in a twelve (12) month period without cause, the Chair shall notify the Mayor and may recommend removal of the member.

Section 11. When the number of citizen members falls below seven (7), the remaining DFC citizen members may encourage qualified persons to alert the Mayor's office of their interest in serving on the DFC.

Article V Ethics and Conflicts of Interest

Section 1. A member of the DFC shall abstain from discussion or voting on any matter where that member is involved in a real or apparent conflict of interest. Decisions regarding conflicts of interest shall be evaluated on a case-by-case basis with reasonable application of the principles provided in this Article. A conflict of interest shall at a minimum include, but is not necessarily limited to, a matter in which a member or any member of his/her immediate family, his/her partner, or an entity with whom the member has family or business ties has a direct financial or beneficial interest.

Section 2. A member of the DFC shall neither solicit nor accept gratuities, favors, or anything of monetary value from entities in a position to benefit from a decision of the DFC.

Section 3. A member of the DFC shall not obtain, for himself/herself or for any person with whom he/she has business or family ties, any financial or beneficial interest in a matter which may be affected by a decision of the DFC. This restriction shall apply during the member's tenure on the DFC and for one year thereafter.

Section 4. A member of the DFC shall disclose the general nature of any potential conflict, real or apparent, and, except where it violates a confidence, shall disclose all pertinent facts relating to the conflict. These disclosures shall be made prior to discussion and voting, where possible, and shall be recorded in the minutes of the proceedings. The member may then abstain from discussion and voting on the matter.

Section 5. A member who cannot vote due to a conflict of interest shall, during deliberation of the matter before the DFC, leave the meeting or the area where the members sit until action on the matter is concluded.

Section 6. Where a question has arisen as to whether a member is ineligible to participate in discussion or vote on a matter because of a conflict of interest, the DFC may determine that the member is ineligible due to a conflict of interest by a vote of a majority of the other members. Upon such a determination, the ineligible member shall not participate in discussion or vote on the matter.

Section 7. Members of the DFC shall complete an annual disclosure of organization affiliations and shall update this disclosure in writing at any time during the year when such affiliations change.

Section 8. Members shall not act, hold themselves out, or permit themselves to be perceived as official representatives or spokespersons for the DFC without authorization from the Chair. When communicating for personal purposes on matters that may relate to the DFC's business, members shall clearly indicate that their statements are made in a personal capacity and do not necessarily reflect the views of the DFC. Whenever a member is asked to speak on behalf of the DFC, he/she shall seek permission of the Chair in advance.

Section 9. A member shall not be heard before the DFC as a petitioner, representative of a petitioner, or as a party interested in a petition during the member's term of office.

Section 10. The DFC or individual members shall not intrude into the management of Field Operations or the Systems Planning Unit or into those matters which are handled administratively within the service unit.

Section 11. Members shall conduct themselves in a fair, courteous, and understanding manner at all times in the discharge of their duties, and shall avoid exchanges or actions based upon personal differences.

Article VI Officers

Section 1. A Chair shall be elected by secret ballot from among the citizen members of the DFC. The Chair shall be elected for a two-year term by a majority of the voting members currently serving on the DFC.

Section 2. The Chair shall preside at all meetings and shall decide points of order and procedure, subject to the provisions of these bylaws. The Chair shall have the privilege of discussing and voting on all matters before the DFC. If the Chair is absent, the DFC shall elect a Chair pro tem for the period of absence.

Section 3. When the office of the Chair becomes vacant before the expiration of the current term (whether by resignation, removal, incapacity, or other circumstance), the vacancy shall be filled by election in the same manner as for full-term officers and the new officer shall serve the remainder of the term. The replacement officer shall be elected at the next regularly scheduled meeting or as soon as practicable.

Article VII Duties

Section 1. As directed in the Mayor's letter of appointment, DFC members are "... responsible for maintaining and improving the high quality of life our community enjoys, doing so through active participation in membership during [their] appointed term."

Section 2. The Urban Forestry & Natural Resources Planning Coordinator shall, with the assistance of City staff:

- (a) Help set the agenda for meetings.
- (b) Prepare the minutes for each meeting, including the following information: updates on the status of approved projects, year-to-date transactions in the Dean Trust Fund, unencumbered unspent funds currently in the Fund, and unspent Fund dollars currently in the City Pool of Investments.
- (c) Schedule meetings, coordinate location of meetings, and notify DFC members of meetings.
- (d) Ensure that a schedule of DFC meetings is available to the general public.
- (e) Provide transportation for project field tours.
- (f) Liaise with residents and other City staff and City departments.
- (g) Maintain the Dean Fund webpage, including the updating of the application for project proposals.
- (h) Manage Dean Fund projects and ensure that they are completed.
- (i) At an appropriate time, provide an annual report that includes fiscal-year-end figures on expenditures and service levels related to the Dean Fund Budget.

Article VIII Financial management

Section 1. The City's Treasurer or designee shall provide annual interest-income projections to the staff members of the DFC to help the DFC prepare its recommended annual operating budget. The City Treasurer or designee shall update the DFC about revenues earned by the Dean Fund, as requested.

Section 2. The City Treasurer and the CFO, or their designees, shall reinvest Dean Fund securities as they come due, at no cost to the Dean Fund. Periodically, the DFC may invite the City Treasurer to attend a regular DFC meeting to discuss these reinvestments so that the DFC can help shape recommendations for Dean Fund investment policies.

Section 3. On 7 August 2001, the DFC resolved to recommend not spending about 5.5 percent of future Dean Fund annual operating budgets and, instead, put that amount back into the corpus of the Fund each year so as to increase the size of the corpus. Subsequently, the DFC suspended that policy until the rate of return earned by Treasury securities exceeds that earned by funds in the City Pool of Investments.

Article IX Meetings

Section 1. The DFC shall schedule regular meetings at least six (6) times per year. At the regular meeting in January or February, members shall review the Dean Fund annual operating budget for the upcoming fiscal year. A meeting in April or May shall be reserved for viewing ongoing or recently completed projects in the field.

Section 2. At regular meetings, the DFC may review projects, evaluate priorities, and set goals as deemed necessary. The application form for proposing projects, updated periodically by the DFC, shall be made available to the general public for downloading on the City's website.

Section 3. The DFC may sponsor public meetings in furtherance of its purpose.

Section 4. As provided by City Council resolution R-642-11-91, the DFC shall hold their meetings open to the public to the best of their abilities in the spirit of Section 3 of the Michigan Open Meetings Act. Hence, all DFC meetings shall be open to the public and held in a place available to the general public. A person may tape record, videotape, broadcast live, and telecast live the proceedings. A schedule of regular DFC meetings shall be made available to the general public on the City's website. Public comment shall be allowed at all meetings. An individual may speak for up to three (3) minutes on any item open for public comment. The Chair may extend an individual's speaking time in his/her discretion. Public comment on non-agenda items may be limited in the Chair's discretion.

Section 5. The presence of four (4) voting members shall constitute a quorum. The concurring vote of a majority of the voting members present is required for the DFC to pass any motion. The right to vote is limited to members of the DFC actually present at the time the vote is taken at a lawfully called meeting. A member who is not eligible to vote on a matter because of a conflict of interest shall not be counted in establishing a quorum for that matter.

Section 6. Project proposals shall be distributed to all DFC voting members (via email or by other means) at least one week before they can be officially accepted or rejected at a DFC meeting.

Article X Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall guide the DFC; however parliamentary procedure shall be flexible and may be adjusted in the Chair's discretion to best serve the needs of the DFC. Nevertheless, no procedure shall be adopted that is inconsistent with these bylaws.

Section 2. The DFC shall not adopt or follow any operating rules, regulations, or guidelines not expressly prescribed by these bylaws.

Article XI Amendment of Bylaws

Section 1. Amendments to these bylaws may be approved at any regular meeting by a two-thirds vote of all voting members currently serving on the DFC. Proposed amendments must be submitted to the Office of the City Attorney for review and amendments approved by the DFC shall not be effective until approved by City Council, which shall have final discretion to modify these bylaws.

Section 2. These bylaws shall be reviewed annually by the DFC for possible amendment.

Article XII Miscellaneous

Section 1. At the discretion of the City Administrator, or as otherwise mandated by City Council, the staff of the Systems Planning Unit shall be the primary provider of administrative support and professional advice to the DFC and the Systems Planning Manager or their designee shall be the primary liaison between the DFC and staff.

Section 2. The Ann Arbor City Attorney's Office shall be the legal consultant to the DFC.

The DFC adopted these bylaws on 14 August 2012

By: 
John Bassett, Chair