

## PUBLIC NOTICE

### **Aiken Municipal Development Commission Meeting**

The Aiken Municipal Development Commission will meet on Tuesday, December 1, 2020, at 4:30 P.M. The meeting will be held at the Lessie B. Price Senior & Youth Center at 841 Edgefield Avenue NW.

#### **EXECUTIVE SESSION NOTICE**

The Aiken Municipal Development Commission will meet in Executive Session pursuant to Section 30-4-70(2) of the South Carolina Code to discuss matters relating to the proposed location, expansion, or the provision of services encouraging location or expansion of industries or other businesses in the area served by the public body.

Specifically, the Aiken Municipal Development Commission will discuss matters regarding property in the downtown area.

# Aiken Municipal Development Commission

## Agenda

Lessie B. Price Senior & Youth Center  
841 Edgefield Avenue NW

December 1, 2020

**4:30 P.M.**

### CALL TO ORDER

1. Approval of Agenda for December 1, 2020.
2. Approval of Minutes for November 17, 2020.
3. Review and Consideration of Draft Bylaws for AMDC.
4. Comments by Commission Members.
5. Information and Updates from Staff.
6. EXECUTIVE SESSION.

### ADJOURNMENT

Aiken Municipal Development Commission Minutes

Lessie B. Price Senior & Youth Center  
November 17, 2020

Present: Keith Wood, Marty Gillam, David Jameson, Philip Merry (via phone) Doug Slaughter, Chris Verenes and Tom Williams.

Absent: Stuart MacVean

Others Present: Stuart Bedenbaugh, Tim O'Briant, Sabina Craig, Sara Ridout, Ryan Bland, Brian Brazier, Mike Jordan, Diana Floyd, Councilmember Price, and Colin Demarest of the Aiken Standard.

Mr. Wood, Chair, called the meeting to order at 3:35 p.m.

The first item of business was approval of the agenda for November 17, 2020. Mr. Slaughter moved, seconded by Mr. Jameson that the agenda be approved. The motion was unanimously approved.

MINUTES

Mr. Wood asked the members to consider approval of the minutes for the October 20, 2020, meeting. Mr. Verenes moved, seconded by Mr. Slaughter, that the minutes for the October 20, 2020, meeting be approved with the correction as noted by Mr. Jameson. The motion was unanimously approved.

UPDATE ON CODE ENFORCEMENT

Downtown Structures  
Hotel Aiken

Mr. Wood noted that at the last meeting the Commission discussed getting a status from the City on the letter sent to the owners of the Hotel Aiken in downtown Aiken. He noted there had been some discussion with staff and the owners of the hotel.

Mr. Bedenbaugh stated staff had had a meeting with the Shahs, owners of the Hotel Aiken. Those meeting with the Shahs were Chief Barranco, Captain Brian Brazier, Mike Jordan, our Building Official, and Ryan Bland, Planning Director, has been involved indirectly. They will talk about the issues the Department of Public Safety and Building Inspection have been working on with the Aiken Hotel and some of the challenges in terms of the issues that have been raised by the Commission, such as what tools the City has in our enforcement handbook and also issues regarding sprinkling of the building.

Captain Brazier reported that the City had met with the Shahs, their architect, and attorney. They did a walkthrough of the hotel since there had been some exploration demolition in the building. During the process it was pointed out that some heat detectors were not properly installed due to

the fact that they were doing the demolition. Suggestions were made for the proper location for the heat detectors based on the manufacturer's recommendation. The doors had been removed to all the rooms. They were asked to put the doors back in place to help departmentalize the building somewhat should there be a fire so it would not spread so rapidly. A handrail was missing on the fire escape; they were asked to hardwire the alarm system. He said he understands that most of that work has been finished. They will go back and make another inspection by the end of the month. The fire suppression system is still not in service. They were given permission to disconnect it if they put the heat detection system in each individual room within the building. They have also added some heat detectors in some of the chases that run from the basement to the roof top.

There was concern from the Commission as to what would suppress a fire in the building since there are no sprinklers in the building. The heat detectors would determine if there is a fire but what would suppress the fire. Captain Brazier responded the Fire Department would have to put the fire out. The Commission members noted that the age and condition of the building are their concern. Captain Brazier stated that is a concern of theirs also. He noted that it was never anticipated that the process would take as long as it has. He pointed out that they should have set a time when they allowed them to disconnect the sprinkler system.

Mr. Bedenbaugh stated there were some challenges with the sprinkler system, and he had asked staff to look into terms of mandating as it pertains to this structure versus other structures in the downtown business area. Some research has been done on that.

Mr. Bland noted there are a number of occupied businesses downtown that do not have a fire suppression system in their buildings currently, some of them are due to a change in use of the buildings.

There was a question as to whether an unoccupied building would be required to have a fire suppression system. Mr. Bland noted that the Codes are set up to protect occupants of a building for them to get out more than protection of the property. The Commission members expressed concern if there were a fire in the unoccupied building and it spreading to other buildings in the downtown.

The Commission members continued to discuss the matter and their concern about the unoccupied Hotel Aiken with no fire suppression system, the liability of the city, the status of the project, whether there was any activity on the project, if there were a schedule for the project, and the possibility of a fire spreading to other buildings in the downtown.

Mr. Bland noted that the Planning Department was doing some research on behalf of the Design Review Board. The Design Review Board looked at Demolition by Neglect in some of their work sessions. They felt that it had not risen to that point at this time. He pointed out if you get water intrusion into the building, it may start deteriorating internally and that is when the Design Review Board has acted on certain things under the Demolition by Neglect. DRB has asked that staff report to them periodically about that and monitor the building for any deterioration. They did ask for research as to whether there are enhanced property maintenance standards within downtown districts. He said staff had not found any in South Carolina yet. He said they are

continuing to see if there are any best practices or standards and report back to the Design Review Board.

Mr. Jordan stated the Building Inspection Division has been monitoring the condition of the building. If it continues after a period of time, they can take action through the International Property Maintenance Code, but we are not at that point yet. He said they are continuing to monitor the building.

There was a question as to whether there was any schedule at all for the building that something will be done to the building. If not, could we get a schedule, and try to live by the schedule. There was a concern that the building will continue in its present condition for a long time. Mr. Bedenbaugh noted the last update the City had received from the Shahs was about a year ago. They addressed Council in a work session last year. He said there had been some contacts with staff since then, but not much.

Mr. Bland stated that Historic Hospitality representatives did come to the Design Review Board work session when the Demolition by Neglect inquiry came in. The Design Review Board tried to get them to come back with more specific plans since changes were being made to the design shown to DRB several years ago. DRB informed Historic Hospitality that they should come talk to them early so they don't get held up in the process and so there are no surprises moving along. They encouraged them to keep the communication going so the DRB and the public are not surprised to see something quite different from the plans of several years ago. However, Historic Hospitality has not been back.

There was a question regarding the Hotel Aiken being designated as an historic building and City Council approving that designation so the owners could get a tax break. Mr. Bland noted the representation made was that the hotel be designated as historic, but the action taken was not the historic register, but was on merit presented by the architects. To removed it from the local historic register, you would have to find something that would no longer be applicable.

Mr. O'Briant noted that on the economic side, they have been added to the local register to receive potential tax benefits once rehabilitation begins for local, federal and state tax benefits. Mr. Bland pointed out that there is a process they would have to go through to actually get any incentives. For now, the hotel is on the local register. They have not yet made official application to the National Register which goes through the State Historic Preservation Office.

Mr. Wood pointed out that Mr. O'Briant had called him last week and mentioned that the hotel owners want to meet with him and Mr. O'Briant. He said they would get information from that meeting and bring it back to the Commission for consideration as information to see if there is another step that the Commission wants to take.

#### PLUTONIUM SETTLEMENT FUNDING UPDATE

Mr. Wood stated the next item is the proposed Plutonium Settlement Funding Update. He noted that the Commission had discussed the item several times. He pointed out that a letter was sent to the Delegation, the Governor, and other elected officials. The action at the last meeting was to

request the County Council Chairman to meet with the Commission. The County Council Chairman will meet with the Commission at a later date.

Mr. Wood shared information that he was aware of on the matter. He said he did not think there was a process developed yet to determine how the monies will be distributed from the state. He said he understands there are discussions to take place with respect to development of the budget on the Governor's staff. The Governor's staff is having discussions with the Senate and the House, the Finance Committee, and the House Ways and Means. He felt some discussions are starting to take place which means there is some communication that needs to be ongoing. He felt the discussions with the County and the Delegation to make sure everyone understands our point of view needs to be continued. He noted that the Commission had made the recommendation that they may need some help.

Mr. Jameson pointed out that on December 4, 2020, at the Chamber's First Friday Means Business, the Attorney General will be the speaker, and he will speak on his recommendations for the settlement. He noted that the Commission members could make plans to attend.

Mr. Wood stated the settlement is \$600 million. If you take out \$75 million for attorney's fees, that leaves \$525 million for the state's decision. He noted that the Commission's position is that all \$525 million should be going to Aiken, Barnwell, and Allendale counties. He is not sure how the members of the General Assembly feel. He said there has to be an education that takes place to ensure they understand why we feel that way.

The Commission members then discussed the issue. It was pointed out that Aiken, Barnwell and Allendale are the three counties physically impacted and the reason for the plutonium settlement.

Mr. Wood stated he felt the Commission should continue to communicate their position, both publicly and privately, especially with the State Delegation to try to encourage them to be on the same page.

#### BYLAWS

Mr. Wood stated the next item was review of proposed bylaws. He stated he would like to review any comments the Commission members may have for the proposed bylaws. He said he would like for the Commission to adopt bylaws at the next meeting if possible. He felt the Commission should discuss: terms of the Commission members, executive committee, election of treasurer, secretary.

Mr. Wood noted that the draft bylaws set the terms of the voting Commissioners at three years. Directors would serve no more than two consecutive terms. Mr. Jameson pointed out that many times projects take several years to be accomplished. The way the Commissioners can be most effective is to be of like minds, move forward, and have the staying power to see projects happen. If the Commission members are rotating off every other year, there would be a learning time to bring new members up to date on the projects and at some point the Commission members could take a turn to the left or right and not stay on a steady path. Mr. Merry stated he understood that the goal of the Commission is to be a force for economic development in Aiken. As long as the membership is energized, work well together, and still want to serve on the

Commission, he felt they should be able to stay on the Commission. He noted that the Commissioners are at the discretion of City Council and there is no value in setting arbitrary term limits.

Mr. O'Briant stated he would refine the language to eliminate the term limit and address staggering of terms.

Mr. Wood noted Section 5 regarding policy for attendance. "Absence from three consecutive regular meetings of the Commission without excuse deemed valid by the Commission and so reported by the Commission may be construed as a resignation from the Commission." After discussion of the matter, the consensus was that after X number of absences, the Chair could decide whether the absences are valid and the person continues to serve on the Commission.

Mr. Wood noted Section 8 – The Commission shall elect a Chair, Vice Chair, and Secretary/Treasurer. It was pointed out a Chair and Vice Chair had been elected, but the Commission had not elected a Secretary/Treasurer. Mr. Wood noted that is not critical at this point, but we are hoping that the Commission will get some funding to allow them to be successful in meeting their goals and objectives. If the Commission gets some funding, they will need to elect a Secretary/Treasurer. It was pointed out that position is a normal position for an organization to have. Mr. Wood stated once the bylaws are ratified, he would like for the Commission to elect a Secretary/Treasurer.

Mr. Wood pointed out Section 13 regarding Terms and Removal. Currently the bylaws say that Officers for the Commissioner shall hold office for one year or until their respective successors are chosen. Mr. Slaughter stated he felt the terms should be extended to at least three years. With some of the projects, it would be nice to have consistent leadership for a period of time. The consensus was that the terms should be more than one year, but there should be a comfortable way to change officers after a period of time. Mr. Wood stated he feels uncomfortable with having a chair, vice chair, and treasurer that serve forever, and felt it was healthy to have rotation for the positions, but he did not care whether the terms were two or three years. Mr. Slaughter noted that on one board which he served the officer term was for two years with the opportunity to be nominated for an additional two-year term for a total of four years. It was suggested that terms for officers be addressed when the Commission considers staggered terms for the whole Commission. It was felt that the two should be tied together for consideration.

The Commission then discussed Article VII, Section 1. A. Executive Committee appointment. Mr. O'Briant stated that he could work on the wording for the Executive Committee.

Mr. Wood stated another item he had noted was the duties of the Economic Development Director which is Tim O'Briant. It was noted that the Commission should give their feedback and interaction to Mr. O'Briant who serves as the staff support for the Commission. Mr. O'Briant is the one supporting the Commission, and the mainstay to ensure that the Commission's programs are going forward.

Mr. Bedenbaugh stated the Municipal Development Commission and the Director's interaction with the Commission is one of Mr. O'Briant's main duties. The Economic Development Director also has to deal with things outside of the purview of the Commission. He said he felt

that section of the bylaws is written well. The Municipal Development Commission is a main function of the Economic Development Director position.

Mr. O'Briant noted that it is very important that the language be right in the bylaws so the structure will work for any City Manager and any Economic Development Director and any Commission.

Mr. Wood asked that Mr. O'Briant take the comments that had been made and rewrite those sections of the proposed bylaws, send them out to the Commission members for comment, get the revised bylaws reviewed by the City Attorney, and bring the revised bylaws back to the Commission for review and any other revisions.

### STRATEGIC PLAN

#### AECOM

#### Economic Development Master Plan

Mr. Wood stated that at the last meeting the Commission talked about a Strategic Plan discussion, and he thought all were in agreement to have the session. He said he had called Dr. Tom Hallman asking him if he could help us as a facilitator in a strategic plan session. Mr. Wood stated if the Commission is in agreement he would send out a listing of suggested dates for the session in December. This would be done after AECOM provides their master plan to the City. That should be a guiding document that the Commission can use to help put together a path forward for some action items.

After discussion, Mr. Wood stated that he would email the Commission members some suggested dates for the session which may be in December or January.

Mr. O'Briant reminded the Commission that their responsibility is to review the draft plan and suggest any changes. Then the Commission will vote to recommend the plan to City Council. City Council will review and approve the plan and send it to the Commission to develop.

The Commission then discussed the process for receiving, discussing, reviewing and recommending the plan by the Commission, City Council, and other organizations.

Mr. Wood noted that the AECOM report will come to the city staff on November 30, 2020. Once the report is received we will try to set up a session with Ms. Tobin. He felt it will have to be done in December to be able to meet the time line. He said we would go through the report and also use that time as an opportunity for the Commission to do their strategic planning.

### COMMENTS BY COMMISSION MEMBERS

There were no comments by the Commission members.

### INFORMATION FROM STAFF

There were no comments or updates from staff.



## EXECUTIVE SESSION

Mr. Wood stated the Commission needed to go into executive session pursuant to Section 30-4-70(a)(2) of the South Carolina Code to discuss negotiations incident to a proposed contractual arrangement and proposed sale or purchase of property.

Mr. Slaughter moved, seconded by Mr. Gillam, that the Commission go into executive session to discuss matters as noted by Mr. Wood. The motion was unanimously approved.

The Commission went into executive session at 4:35 p.m.

After discussion, Mr. Gilliam moved, seconded by Mr. Jameson, that the Commission come out of executive session. The motion was unanimously approved.

The Commission came out of executive session at 5:09 p.m.

## PURCHASE OF PROPERTY

### 102, 114, 118 Williamsburg Street SE

During the executive session, the Commission reviewed an agreement to buy and sell real estate regarding properties at 102,114, and 118 Williamsburg Street SE, that as a group are known as the Jackson Petroleum property. Mr. O'Briant reported that he had negotiated a price of \$175,000 for the three parcels seen as key to the redevelopment of this Low to Moderate income neighborhood situated right next to the Aiken County Farmers' Market and situated within a federal Opportunity Zone. Mr. O'Briant reported that the City of Aiken has been using federal Brownfield grants to do environmental assessments of the property and that the City is committed to mitigating any and all environmental issues discovered there. Based on the input of the environmental engineering firm engaged by the City, Terracon, the cost of cleanup to the City would not exceed an estimated \$100,000. Mr. O'Briant recommended that the Commission agree to purchase and work to redevelop the site using Community Development Block Grant (CDBG) property acquisition funds available to the City through the U.S. Department of Housing and Urban Development.

Mr. Gillam moved, seconded by Mr. Williams, that the Commission authorize the Chairman to execute the presented Purchase and Sale Agreement and proceed with the purchase of the property on Williamsburg Street as recommended. The motion was unanimously approved.

## ADJOURNMENT

There being no further business, the meeting adjourned at 5:10 p.m.

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Sara B. Ridout  
City Clerk

### **AMDC Structure**

- A body corporate and politic of the City of Aiken empowered to accomplish the community and economic goals of the City.
- Staff provided by the City of Aiken
- 9 voting Commission members
- 5 non-voting Commission members:
  - Three members of City Council
  - City Manager
  - Economic Development Director

# *The State of South Carolina*



## *Office of Secretary of State Mark Hammond*

### **CERTIFICATE OF INCORPORATION City of Aiken Municipal Development Commission**

**WHEREAS**, Section 31-10-30 of the South Carolina Code of Laws provides that each municipality is authorized to create one or more distinct bodies corporate and politic to be known as a redevelopment commission of the municipality, by the passage of an ordinance creating a commission to function within the territorial limits of the municipality or portion of the municipality; and

**WHEREAS**, the City Council of the City of Aiken has found that one or more blighted areas or conservation areas exist in whole or in part in the City of Aiken, and has found that the redevelopment of such areas is necessary in the interest of the public health, safety, or general welfare of the residents of the City of Aiken; and

**WHEREAS**, on August 12, 2019, the City Council of the City of Aiken passed an ordinance establishing the City of Aiken Municipal Development Commission, a public body and body corporate and politic created and organized in accordance with Title 31, Chapter 10 of the South Carolina Code of Laws; and, on August 19, 2019, the City Council of the City of Aiken filed a certified copy of this ordinance with the Secretary of State.

**NOW**, therefore, I, Mark Hammond, Secretary of State of South Carolina, by virtue of the authority vested in me by Section 31-10-30 of the South Carolina Code of Laws, do hereby issue this certificate of incorporation of the City of Aiken Municipal Development Commission, a corporation organized for the purpose of effectuating the purposes and provisions of the South Carolina Code of Laws Section 31-10-10 *et seq.*, with all the privileges, powers and immunities granted thereof.

Given under my Hand and the Great  
Seal of the State of South Carolina this  
Nineteenth day of August, 2019.

  
Mark Hammond, Secretary of State

**BY-LAWS OF**  
**AIKEN MUNICIPAL DEVELOPMENT COMMISSION**

**ARTICLE I**  
**NAME, OFFICE, SEAL AND INCORPORATION**

Section 1. The name of the Commission shall be the Aiken Municipal Development Commission, (the "Commission").

Section 2. The principal office for the transaction of business of the Commission shall be at 214 Park Avenue SW. The Commissioners of the Commission (the "Commission") may at any time, or from time to time, change the location of the principal office from one location to another in this City.

Section 3. The corporate seal of the Commission shall have inscribed thereon the name of the Commission and the year of its incorporation (2019).

Section 4. As allowed in the South Carolina Code of Laws Section 31-10-30, the City of Aiken has created a body corporate and politic known the Aiken Municipal Development Commission. The City of Aiken has caused a certified copy of the ordinance duly creating the Commission to be filed in the office of the Secretary of State, and the Secretary of State has issued a certificate of incorporation recognizing the AMDC as a corporation organized for the purpose and provisions of the South Carolina Code of Laws Section 31-10-10, with all the privileges, powers and immunities granted thereof.

**ARTICLE II**  
**PURPOSES AND OBJECTIVES**

Section 1. The general purpose of the Commission shall be to assist in the conservation and redevelopment of neighborhoods and commercial districts located in Aiken, South Carolina.

Section 2. The primary objectives of the Commission shall be to facilitate public and private investments which reduce physical and economic blight, fosters new business startups and expansions, and increases the availability of decent and affordable housing in the identified area. Towards this end, the Commission shall combine technical assistance, financial assistance, and other incentives to leverage and facilitate private development in the redevelopment area. The Commission shall strive to recapture funds through the administration of a revolving loan pool, and participation in demonstration projects and/or joint ventures. Any monetary gains or other financial benefit which results from the activities of the Commission shall be used for the purposes and objectives of the Commission only.

### **ARTICLE III COMMISSIONERS**

Section 1. Management. The business and affairs of the Commission shall be managed by a board of Commissioners (each a "Commissioner" or collectively the "Commissioners").

Section 2. Composition. The Commission shall be composed of nine voting Commissioners who have vested residential or business interest within the Commission's jurisdictional boundaries. The nine members shall be nominated by the Commission and those nominations shall become effective upon ratification and appointment by the City Council. The City Manager, the Director of Economic Development and three members of City Council selected by the Council shall serve as Ex-Officio Commissioners of the Commission, without voting privileges.

Section 3. Terms of Commissioners. The terms of the voting Commissioners shall be four(4) years. In the event a vacancy shall arise, the replacement appointee shall serve the remainder of the term of the appointee replaced. The terms of the commissioners will be staggered with four commissioners selected by lot to serve two years before eligibility for reappointment, and the remaining five to serve a full four-year term to provide for the staggering.

Section 4. Vacancies, New Appointments, and Reappointments. Vacancies and new appointments pertaining to the voting Commissioners shall be filled by nomination of a committee comprised of the Chairman and three Commissioners chosen by the Chairman and then by vote of the full Commission. Upon nomination by the Commission, the nominee's name shall be submitted to City Council for ratification and appointment. If City Council fails to ratify an appointment, the commission will begin the nomination process again. Ex-Officio vacancies shall be filled immediately by the succession of the office.

Section 5. Attendance. Commissioners unable to attend a regular meeting shall provide an excuse to the Chairman prior to the meeting. The Chairman shall have the discretion to seek the resignation of any member regularly failing to attend without an excuse deemed valid.

Section 6. Removal and Resignation. The Commissioners may be removed for any reason upon a majority vote of the Commission.

Section 7. Compensation. The Commission shall not compensate its Commissioners or Officers for their services as such; however, the Commission, by resolution, may provide for payments to Commissioners or Officers, if any, to defray actual expenses incurred in pursuit of their corporate responsibilities.

Section 8. Officers. The Commission shall elect a Chairman, a Vice-Chairman and a Secretary/Treasurer from the membership of the Commission. The Chairman and the Vice-Chairman must be voting Commissioners of the Commission, while the

Secretary/Treasurer may be a non-voting Director of the Commission.

Section 9. Meetings and Notice. Meetings of the Commission may be held at a place designated by the presiding officer or at such other place as a majority of the Commissioners may from time to time designate or as may be designated in the notice calling the meeting. Regular meetings will be held at regular intervals as determined by the Commission. Notice of regular meetings of the Commission shall be given to each Director by mail, email or fax. The mailing shall be at least five (5) days prior to the day named for such meeting. Special meetings of the Commission may be called by the Chairman or Secretary/Treasurer in the like manner and on like notice on the written request of at least two (2) Commissioners.

Section 10. Public Notice. As required by the South Carolina Freedom of Information Act, Section 30-4-80, the Commission must give written public notice of their regular meetings at the beginning of each calendar year. The notice must include the dates, times, and places of such meetings. An agenda for regularly scheduled or special meetings must be posted on a bulletin board in a publicly accessible place at the office or meeting place of the public body and on a public website maintained by the body, if any, at least twenty-four hours prior to such meetings. The Commission must post on such bulletin board or website, if any, public notice for any called, special, or rescheduled meetings. Such notice must include the agenda, date, time, and place of the meeting, and must be posted as early as is practicable but not later than twenty-four hours before the meeting. This requirement does not apply to emergency meetings of public bodies. Once an agenda for a regular, called, special, or rescheduled meeting is posted pursuant to this subsection, no items may be added to the agenda without an additional twenty-four hours-notice to the public, which must be made in the same manner as the original posting. After the meeting begins, an item upon which action can be taken only may be added to the agenda by a two-thirds vote of the members present and voting; however, if the item is one upon which final action can be taken at the meeting or if the item is one in which there has not been and will not be an opportunity for public comment with prior public notice given in accordance with this section, it only may be added to the agenda by a two-thirds vote of the members present and voting and upon a finding by the body that an

Section 11. Quorum. At all meetings of the Commission, a majority will constitute a quorum for the transaction of business, and the acts of the majority of the Commissioners present and voting at a meeting at which a quorum is present shall be the acts of the Commission. In the event there is a tie vote of any motion or other matter that is voted on by the Commission at any meeting where there is a quorum present, the motion or matter voted on shall be defeated for failure to obtain a majority vote. There shall be no prohibition, however, against the defeated motion or matter being reconsidered by the Commission again at the same meeting where the motion or other matter was previously defeated or at a subsequent meeting.

Section 12. Terms and Removal. The officers for the Commission shall hold office for two years or until their respective successors are chosen. An Officer of the Commission may be removed by the Commission whenever, if in its judgment, the best interest of the Commission will be served thereby. If the office of the Officer shall become vacant for any reason, the vacancy shall be filled by the Commission with ratification by Aiken City Council. Any agents and employees engaged by the

Commission shall hold office or employment at the discretion of the Commission and may be removed without cause.

Section 13. Dissolution. Upon dissolution of the Commission for any reason, all assets of the Commission shall be conveyed and transferred to the City of Aiken to be used to carry out similar activities.

Section 14. Authority of the Commission. In addition to the powers and authorities expressly conferred upon them by these By-Laws, the Commission may exercise all powers of the Commission and may do all such acts and things as are permitted by statute.

#### **ARTICLE IV DUTIES OF OFFICERS**

Section 1. Chairman. The Chairman shall be the Chief Executive Officer of the Commission and shall preside at all meetings of the Commission and shall have such powers and duties as may be designated by the Commission. The Chairman shall be an ex-officio voting member of all committees, including the Executive Committee, which she or he shall chair.

Section 2. Vice-Chairman. In the absence of the Chairman, the Vice-Chairman shall preside at all meetings of the Commission and have all of the powers and duties of the Chairman.

Section 3. Secretary/Treasurer. The Secretary/Treasurer shall keep the minutes of all meetings and shall have custody of the seal of the Commission and affix the seal to such documents as required; and shall have charge of such books and papers as the Commission may direct, all of which shall, at all reasonable times, be open to the examination of any Commissioners, upon reasonable notice to the Secretary/Treasurer; and the Secretary/Treasurer shall, in general, perform all duties incident to the office of Secretary/Treasurer. The Secretary/Treasurer shall give notice as required by law or the By-Laws of the Commission of all meetings of the Commission. The Secretary/Treasurer shall have custody of the Commission funds and securities and shall keep full and accurate account of receipts and disbursements in books belonging to the Commission. The Secretary/Treasurer shall deposit all monies and other valuable effects in the name and to the credit of the Commission in such depositories as may from time to time be designated by the Commission.

#### **ARTICLE V MISCELLANEOUS PROVISIONS**

Section 1. Check Execution. All checks, drafts, and trade acceptances of the Commission must be signed by any two (2) Officers of the Commission.

Section 2. Fiscal Year. The fiscal year of the Commission shall end June 30.

Section 3. Deposits. All funds of the Commission not otherwise employed shall be deposited from time to time to the credit of the Commission in such banks, trust

companies or other depositories as the Commission may from time to time select or as may be selected by any Officer or employee of the Commission to whom such power may from time to time be delegated by the Commission, and for the purpose of such deposit, any Officer, or any employee to whom such power may be delegated by the Commission may endorse, assign and deliver checks, drafts and other orders for the payment of money which are payable to the order of the Commission.

Section 4. Acceptance of Gifts, Donations, etc. No gift, donation, bequests or subscription to the Commission shall be deemed to have been accepted until acted upon affirmatively by the Commission.

Section 5. Rules of Procedure. All meetings of the Commission and its committees shall be governed by the current edition of Robert's Rules of Order.

Section 6. Books and Records. The Commission shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Commission and shall keep at the principal office of the Commission a record of names and addresses of the Commission and any committee members. All books and records of the Commission may be inspected by any Director or the Director's agent at a reasonable time and in a reasonable manner.

Section 7. Execution of Legal Documents. All contracts (real estate or other), deeds, promissory notes, mortgages, and other legal documents must be signed by any two of the three Officers of the Commission.

## **ARTICLE VI AMENDMENTS**

These By-Laws may be altered, amended or repealed at any regular or special meeting of the Commissioners by the vote of a majority of the Commissioners in office at such meeting provided notice of the proposed change shall have been mailed to each director not less than seven (7) days prior to such meeting.

## **ARTICLE VII COMMITTEES**

Section 1. Committee Composition.

- A. Chairman to a Appoint Committees. Committees may be appointed by the Chair, from time to time, to carry out certain tasks or make recommendations to the Commission as a whole on specific issues.

## **ARTICLE VIII DUTIES OF THE ECONOMIC DEVELOPMENT DIRECTOR**

Section 1. The Executive Director shall be responsible for the management of the affairs of the Commission consistent with the direction of the Commission. These duties and responsibilities include, but are not limited to,



the following administrative functions:

- A. Policies and Procedures.
- B. Fiscal Matters not specifically designated to others.
- C. Submitting and implementing annually approved work programs and projects.
- D. Performance of such functions as may be required from time to time by the By-Laws as assigned by the Chairman.

Section 2. The Executive Director serves at the pleasure of the Commission. The position of the Executive Director shall be administered under the jurisdiction of the City Manager or his designee upon the advice of the Commission. The position of the Executive Director shall be an employee of the City and shall be hired by the City pursuant to adopted policies and procedures. The Commission shall annually evaluate the performance of the Economic Development Director and provide the City Manager said evaluation.