



**DOWNTOWN DETROIT BUSINESS IMPROVEMENT ZONE  
BOARD OF DIRECTORS**

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**RESOLUTION 2023- 09  
Procedures for Vote on  
Reauthorization of Downtown Detroit Business Improvement Zone**

The board of directors (the “**Board**”) of the Downtown Detroit Business Improvement Zone (the “**Zone**”) has called a special meeting of the owners of assessable property within the Zone (“**Assessable Property Owners**”) on October 24, 2023 from 10:00 a.m. to 12:30 p.m. (the “**Special Meeting**”) pursuant to section 10k of 1961 PA 120, as amended, MCL 125.990k, for the purpose of considering the reauthorization of the Zone and approval of a zone plan for the Zone for a new 10-year qualifying period that begins on April 15, 2024 and ends on April 14, 2034 (the “**New Zone Plan**”).

The Board wants the vote of the Assessable Property Owners on the New Zone Plan at the Special Meeting to be conducted efficiently and in compliance with the current zone plan for the Zone (the “**Current Zone Plan**”) and Chapter 2 of 1961 PA 120, as amended, MCL 125.990 to 125.990n (the “**BIZ Act**”).

The Board therefore resolves as follows:

- that the chairperson of the Board (the “**Chairperson**”) shall call the Special Meeting to order;
- that after the Special Meeting is called to order, the Chairperson shall declare open the vote of the Assessable Property Owners on the question of approval of the New Zone Plan;
- that voting by Assessable Property Owners at the Special Meeting shall be administered by the administrative staff of the Zone (the “**Zone Staff**”) in consultation with legal counsel to the Zone (“**Legal Counsel**”) in a manner consistent with the BIZ Act, the Current Zone Plan, and this resolution;
- that the Zone Staff shall make at least 25 printed copies of the proposed New Zone Plan available for inspection by Assessable Property Owners at the Special Meeting;
- that voting at the Special Meeting by Assessable Property Owners on approval of the New Zone Plan must be conducted by paper ballot;
- that the ballot used in voting at the Special Meeting on Approval of the New Zone Plan must be prepared by the Zone Staff in consultation with Legal Counsel and be substantially in the form of the attached sample ballot;

- that a printed copy of the sample ballot used at the Special Meeting must be displayed at the location of the Special Meeting;
- that each Assessable Property Owner or authorized representative of an Assessable Property Owner wanting to vote at the Special Meeting must complete an application to vote prepared by Zone Staff in consultation with Legal Counsel in substantially the form of the attached sample application to vote;
- that a printed copy of the sample application to vote used at the Special Meeting must be displayed at the location of the Special Meeting;
- that the secretary of the Board (the “**Secretary**”), Zone Staff, and Legal Counsel may rely upon the certification of an individual made in an application to vote that the individual is an authorized representative of the Assessable Property Owner indicated on the application to vote;
- that the Secretary, Zone Staff, or Legal Counsel may request an individual seeking to vote as an authorized representative of an Assessable Property Owner to provide evidence that the individual has been authorized by the Assessable Property Owner to vote on behalf of the Assessable Property Owner at the Special Meeting;
- that a ballot cast at the Special Meeting that includes a mark for both a yes and a no vote is a spoiled ballot and must not be counted;
- that a voter at the Special Meeting may surrender their ballot and cast a corrected ballot provided by Zone Staff if the voter seeks to cast a corrected ballot;
- that a ballot surrendered for correction must be marked as “surrendered for correction” and retained;
- that the Secretary, after consultation with Legal Counsel, shall resolve any questions, challenges, or disputes relating to votes at the Special Meeting in a manner consistent with the BIZ Act, the Current Zone Plan, and this resolution;
- that voting at the Special Meeting must conclude at 12:30 p.m. and the Chairperson shall announce at 12:30 p.m. that voting has concluded, but any Assessable Property Owner or authorized representative of an Assessable Property Owner in line at the Special Meeting and wanting to vote at 12:30 p.m. must be allowed to vote;
- that upon the conclusion of voting, the Secretary, with assistance from Zone Staff, shall count the votes cast at the Special Meeting and tally the results;
- that votes cast by Assessable Property Owners at the Special Meeting must be counted proportionately with the vote of each Assessable Property Owner weighted and allocated in the proportion that the amount of the Assessable Property Owner’s assessment for 2023 under the Current Zone Plan bears to the total amount of assessments for assessable property located within the Zone in 2023, consistent with the Current Zone Plan;

- that when counting votes cast at the Special Meeting and tallying the results cast at the Special Meeting, the Secretary and Zone Staff may rely upon guidance or assistance from Legal Counsel, accountants for the Zone, and auditors for the Zone;
- that when the votes cast by Assessable Property Owners at the Special Meeting are counted and the results are tallied, the Secretary shall announce the tally of the vote for approval of the New Zone Plan, the tally of the vote against the approval of the New Zone Plan, and whether or not sufficient votes were or were not cast for approval of the New Zone Plan to satisfy the requirement under section 10k of the BIZ Act, MCL 125.990k, that approval of the New Zone Plan requires an affirmative vote by more than 60% of the Owners of Assessable Property;
- that after the announcement of the results, the Chairperson shall adjourn the Special Meeting;
- that the Secretary, with assistance from Zone Staff and in consultation with Legal Counsel, shall prepare and provide the Board with a written report on, and certification of results of, the vote of Assessable Property Owners at the Special Meeting that includes all of the following information:
  - (1) the total number of ballots voted at the Special Meeting;
  - (2) the total number of corrected ballots voted at the Special Meeting;
  - (3) the total number of ballots cast the Special Meeting without a yes or no vote;
  - (4) the total number of spoiled ballots;
  - (5) the total number of ballots cast in favor of approval of the New Zone Plan;
  - (6) the total number of ballots cast against approval of the New Zone Plan;
  - (7) the total proportional vote for approval of the New Zone Plan;
  - (8) the total proportional vote against approval of the New Zone Plan;
  - (9) the percentage of proportional votes in favor of approval of the New Zone Plan;
  - (10) an indication of whether the New Zone Plan was or was not approved by a sufficient number of Assessable Property Owners; and
  - (11) other information relating to the vote of Assessable Property Owners at the Special Meeting that the Secretary, the Zone Staff, or Legal Counsel deems relevant;
- that if the New Zone Plan is approved by a sufficient number of Owners of Assessable Property at the Special Meeting, the Secretary, on behalf of the Zone and with assistance from Zone Staff and in consultation with Legal Counsel, shall provide written notification of the approval of the New Zone Plan to the City Clerk of the City of Detroit and a copy of the Secretary's certification of results and the New Zone Plan and request that the reauthorization be approved by the Detroit City Council consistent with section 10k of the BIZ Act, MCL 125.990k.

**Secretary's Certification:**

*I certify that this resolution was adopted by the board of directors of the Downtown Detroit Business Improvement Zone at a properly-noticed open meeting held with a quorum present on Septemeber 26, 2023.*

By:



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Michael McLauchlan  
Secretary