

ARTICLES OF INCORPORATION
OF THE
CITY OF EAST LANSING BUILDING AUTHORITY

These Articles of Incorporation are adopted, signed and acknowledged by the City of East Lansing, Michigan, as the incorporating unit, for the purpose of incorporating an authority under the provisions of Act 31, Michigan Public Acts, Extra Session, 1943, as amended.

ARTICLE I

NAME

The name of this corporation and authority is the CITY OF EAST LANSING BUILDING AUTHORITY.

ARTICLE II

INCORPORATING UNIT

The incorporating unit is the City of East Lansing, Ingham County, a Municipal Corporation of the State of Michigan.

ARTICLE III

PURPOSE FOR WHICH AUTHORITY IS CREATED

This Authority is incorporated for the purpose of acquiring, furnishing, equipping, owning, improving, enlarging, operating, and maintaining a building or buildings, automobile parking lots or structures and the necessary site or sites therefor, for the use of the City of East Lansing.

ARTICLE IV

GENERAL POWERS AND DUTIES

Section 1. The Authority shall be a body corporate with power to sue and be sued in any court of the State of Michigan. It shall have all powers granted by state statutes, now in effect or hereafter adopted or amended, and by these articles, and shall possess all of the powers necessary to carry out the purposes of its incorporation and those incident thereto. The enumeration of any powers in these articles or in the enabling act shall not be construed as a limitation on such general powers.

Section 2. The Authority and the City of East Lansing shall have power to enter into a contract or contracts whereby the authority will acquire property necessary to accomplish the purposes of this incorporation and as contemplated by the terms of the enabling act and to lease the same to the city for a period not to exceed forty (40) years. The consideration specified in such contract for such use shall be subject to increase by the Authority if necessary in order to provide funds to meet its obligations.

Section 3. For the purpose of accomplishing the objects of its incorporation the Authority may acquire property by purchase, construction, lease, gift, devise or condemnation, and for the purpose of condemnation, it may proceed under the provisions

of Act No. 149, Michigan Public Acts of 1911, as amended, being sections 213.21 to 213.41 of the Compiled Laws of 1948, or any other appropriate statute.

Section 4. For the purpose of acquiring, improving and enlarging any such building or buildings, automobile parking lots or structures, and the necessary site or sites therefor, and furnishing and equipping the same, the Authority may issue self-liquidating revenue bonds in accordance with and subject to the provisions of Act No. 94, Michigan Public Acts of 1933, as now or hereafter amended, being sections 141.101 to 141.138 of the Compiled Laws of 1948. Such bonds shall be payable solely from the revenues of such property, which revenues shall be deemed to include payments made under any lease or other contract for the use of such property. No such bonds shall be issued unless the property whose revenues are pledged has been leased by the Authority for a period extending beyond the last maturity of the bonds. For the purpose of section 33, Act 94, Michigan Public Acts of 1933, as amended, the limits of the Authority shall be deemed to coincide with those of the City of East Lansing. If a sufficient referendum petition shall be filed as provided in said Section 33, requesting a referendum upon the question of the issuance of revenue bonds by the Authority, then such question may be submitted by the Commission of the Authority at any general or special election to be held in the city.

Section 5. When all bonds issued pursuant to the provisions of these Articles and of the enabling act under which this Authority is incorporated shall have been retired, then the Authority may convey the title to the property acquired hereunder and thereunder to the City of East Lansing in accordance with any agreement adopted by the City Council (the governing body) of said city.

Section 6. All property owned by the Authority shall be exempt from taxation by the State or any taxing unit therein.

Section 7. The Authority shall continue in existence until dissolved by law or by action of the City Council of the City of East Lansing; Provided, however, that the Authority shall not be dissolved if any bonds issued by it shall be outstanding or if such dissolution would operate as an impairment of its contracts.

ARTICLE V

NUMBER, TERMS AND MANNER OF SELECTION OF OFFICERS

Section 1. The Authority shall be directed and governed by a Board of Commissioners consisting of five (5) members which shall be known as the "Commission". Each member of the Commission shall be appointed by the Mayor of the City of East Lansing subject to approval of a majority of the City Council. No member of the City Council shall be eligible for membership or appointment to the Authority.

Section 2. The terms of members of the first Commission shall be as follows: One for five (5) years; one for four (4) years; one for three (3) years; one for two (2) years; and one for one (1) year. Thereafter succeeding commissioners shall serve for five (5) years.

Section 3. The Commission shall designate one of its members as chairman, one of its members as secretary, and one of its members as treasurer, each to be designated for such term of office as may be fixed by the by-laws.

Section 4. The Commission shall adopt and may amend by-laws and rules of procedure consonant with the provisions of the enabling act and provide therein for regular meetings of the Commission.

Section 5. The Commission shall adopt a corporate seal.

Section 6. The Chairman shall preside at meetings of the Commission and may sign and execute all authorized bonds, contracts, checks, and other obligations of whatever nature in the name of the Authority when authorized to do so by the Commission. He shall have the right to propose and to vote upon any action by the Commission.

Section 7. The secretary shall keep the minutes of all meetings of the Commission, and of all committees thereof, in books provided for that purpose; he shall attend to the giving, serving and receiving of all notices or process of or

against the Authority; he may sign with the Chairman in the name of the Authority all contracts authorized by the Commission, and when so ordered he shall affix the seal of the Authority thereto; he shall have charge of all books and records, which shall at all reasonable times be open to the inspection and examination by the Commission or any member thereof, and in general perform all duties incident to his office. The secretary shall preside at meetings of the Commission in the absence of the chairman.

Section 8. The treasurer shall be custodian of the funds of the Authority and its chief accounting officer. He shall, at the expense of the Authority, give bond in an amount to be set by the Commission, conditional upon faithful performance of his duties. All moneys of the Authority shall be deposited in a bank to be designated by the Commission and all checks or other forms of withdrawal therefrom together with all bonds, promissory notes or other obligations of the Authority shall be signed by the treasurer and countersigned by such officer or commission member as the Commission shall direct. When necessary or proper the treasurer shall sign all receipts and vouchers for payments made to the Authority. He shall render a statement of his cash accounts when required by the Commission; he shall regularly enter in the books of the Authority to be kept by him for that purpose full and accurate account of all moneys received and paid by him on account of the Authority and shall at reasonable times exhibit his books and accounts to the Commission or any member thereof when so required.

Section 9. The Commission may by resolution or by-law further define the powers and duties of the officers, may confer additional functions upon them, and may designate another member of the Commission to act when any officer is absent or unable to serve. The Commission may also appoint such other officials, employ such additional personnel, and secure such services, as may be required for the conduct of business of the Authority.

Section 10. Annual compensation for the members of the Commission shall be fixed by the Mayor of the City of East Lansing when approved by the majority of its City Council. The Commission may fix and pay such compensation to the employees of the Authority for services rendered to the Authority, as it deems just and proper, provided that no officer or employee of the City of East Lansing shall receive any compensation from the Authority if receipt thereof is prohibited by statute, Charter, ordinance, or rules and regulations of the city, or if such payment is not approved by a vote of two-thirds of the Commission.

Section 11. Any vacancy occurring in the office of Commissioner shall be filled by the Mayor of the City of East Lansing for the unexpired term, subject to approval of a majority of the City Council.

Section 12. A Commissioner may be removed from office for cause by an affirmative majority vote of the City Council of the City of East Lansing.

Section 13. The books and records of the Authority and of the Commission shall be open to inspection and audit by the city at all reasonable times. The Authority shall submit an annual report to the city.

ARTICLE VI

PUBLISHING AND FILING

The County Clerk for the County of Ingham shall cause a copy of these Articles of Incorporation to be published once in the (Lansing) State Journal, a newspaper circulating within the City of East Lansing and the County of Ingham; he shall file one (1) printed copy of these Articles of Incorporation with the Michigan Secretary of State and one (1) printed copy in his office, and attached to each of which printed copies shall be his certificate setting forth that the same is a true and complete copy of the original Articles of Incorporation on file in his office and also the time and place of publication thereof.

ARTICLE VII

AMENDMENTS

Amendments may be made to these Articles of Incorporation as provided in section 10, Act 31, Michigan Public Acts, Extra Session, 1948, being section 123.960 of the Compiled Laws of 1948, as now or hereafter amended.

ARTICLE VIII

REGISTERED OFFICE

The registered office of this Authority shall be:

Office of the City Clerk

410 Abbott Road

East Lansing, Michigan

ARTICLE IX

EFFECTIVE DATE

These articles of incorporation shall become effective and be in full force and effect ten (10) days after their adoption as provided in section 4, Act 31, Michigan Public Acts, Extra Session of 1948, as amended, being section 123.954 of the Compiled Laws of 1948.

IN WITNESS WHEREOF, City of East Lansing, as the incorporating unit, by majority vote of the members-elect of its City Council, has adopted and authorized to be executed these Articles of Incorporation in behalf of said city, by the Mayor and the City Clerk of the City of East Lansing.

CITY OF EAST LANSING,
a Michigan Municipal corporation

By *Gedon L. Thomas*
MAYOR

By *Mary J. Slavic*
CITY CLERK

The foregoing Articles of Incorporation were adopted by the City Council of the City of East Lansing, Ingham County, Michigan, at a meeting duly held on the 18th day of July, 1966.

Mary J. Slivick
CITY CLERK

Dated: July 21, 1966

STATE OF MICHIGAN)
) SS.
COUNTY OF INGHAM)

On July 21, 1966, before me a Notary Public, in and for Ingham County, Michigan, personally appeared Berdon S. Thomas and Mary J. Slivick, to me personally known, who being by me duly sworn did say that: Berdon S. Thomas is the Mayor of the City of East Lansing, Michigan.

Mary J. Slivick is the City Clerk of the City of East Lansing, Michigan.

The foregoing instrument was adopted by and signed and sealed in behalf of the City of East Lansing, Michigan, by the authority of the affirmative vote of the majority of the members-elect of the City Council, the legislative body of the City of East Lansing;

The seal affixed to this instrument is the corporate seal of the City of East Lansing; and this instrument is the