

Will  
Fiska

BYLAWS

OF

DOWNTOWN WEST POINT DEVELOPMENT AUTHORITY

ARTICLE I

MEMBERS

Section 1. Management Powers, Number, Qualification and Term. The property, affairs and business of the Downtown West Point Development Authority ("Authority") shall be managed by its Members consisting of nine persons, elected or appointed from time to time as provided by law. The qualifications of the Members shall be as provided by law. Each Member shall be elected to serve for the length of time provided by law.

Section 2. Powers. The Members shall have such power and authority as is conferred upon them by Georgia Law 1978, Pages \_\_\_\_\_ and by Article VII, Section VII, Paragraph I of the Constitution of the State of Georgia, as the same now exists or may hereafter be amended, and such other power and authority as may be contained under the Constitution and the Laws of the State of Georgia as the same may now or hereafter exist.

Section 3. Regular Meetings. Regular meetings of the Authority shall be held on the second Tuesday of each month. Notice of the time and place of such meeting may from time to time be fixed by resolution of the Authority or, if not fixed by resolution, notice of the time and place shall be given by the Chairman in the same manner as hereinafter specified for giving notice of special meetings.

Section 4. Special Meetings. Special meetings may be held upon the call of the Chairman, Secretary, Treasurer, or any two Members at such time during regular business hours and at such place with the City of West Point, Georgia, as shall be specified in the notice of such meeting. Notice of special meetings may be either oral or written. Oral notice may be

delivered personally or by telephone and shall be given at least twenty-four (24) hours prior to the time of the meeting. Written notice may be sent by mail or telegram or delivered personally. If delivered personally or by telegram, such notice shall be delivered twenty-four (24) hours prior to the time of the meeting. If written notice is sent by mail, such notice shall be mailed two (2) days prior to the time of the meeting. Unless specified otherwise, any notice hereinafter called for in these bylaws shall be given as specified in this section. No notice of any meeting need be given any Member who attends such meeting unless such Member attending at the beginning of such meeting states any objection or objections to the place and time of the meeting, to the manner in which it has been called or convened or to the transaction of business. Nor shall notice be required to be given any Member who at any time before or after the meeting waives notice of the meeting in writing.

Section 5. Quorum. A majority of the Members, at a meeting duly assembled, shall constitute a quorum for the transaction of business. Unless otherwise specifically required by statute or these bylaws, the act of a majority of such Members present at a meeting at which a quorum is present shall be the act of the Authority, and if at any meeting of the Authority there shall be less than a quorum, a majority of these present may adjourn the meeting without further notice, from time to time until a quorum shall have been obtained.

Section 6. Delegation of Powers. The Authority may, by resolution or resolutions, confer upon a Member or combination of Members such specific powers as it deems proper not inconsistent with these bylaws or the laws of the State of Georgia.

Section 7. Parliamentary Procedures. In case of dispute concerning parliamentary procedures governing the conduct of meetings of the Authority, Roberts Rules of Order shall govern.

Section 8. Nominations of Members. Prior to the biannual caucuses held for the election of Members to the Authority,

the Chairman shall appoint two owners of real property in the downtown West Point district who are not Members of the Authority, to act as a nominating committee and to submit four nominations for Members to the Authority at the caucus held for the election of Members representing the real property owner group. Likewise, the Chairman shall appoint two owners of business establishments whose principal place of business is located in the downtown West Point district who are not members of the Authority to act as a nominating committee and to submit four nominations for Members to the Authority at the Caucus held for the election of Members representing the business group.

## ARTICLE II

### OFFICERS

Section 1. Number. The Members shall elect from one of their number a Chairman, a Secretary, and a Treasurer, and the Members shall elect a Recording Secretary, who may, but need not be, a Member.

Section 2. The present officers of the Authority were elected at the first meeting of the Authority on December 4, 1978 and shall serve until February 28, 1979. A meeting shall be held on February 6, 1979 and thereafter on the first Tuesday of the first full week in February of each year for the purpose of electing new officers. If the above date falls on a national holiday, then the meeting shall be held on the next succeeding day which is not a national holiday. Notice of the time and place of such meeting shall be given by the retiring chairman.

amended  
see pg 3A

Section 3. Term and Removal. Subject to the other provisions of this Section, officers who are also Members shall serve as officers for the term (or remainder thereof) for which they were elected Members. If a nonmember is elected to serve as Recording Secretary, the term of his office shall be designated by resolution at the time of his election but shall not extend beyond the term of the Members electing such Recording Secretary.

All officers shall be elected by and serve at the discretion of the Members and any officer may be removed from office, either with or without cause, at any time, by the affirmative vote of the majority of the Members of the Authority then in office. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by the Members for the unexpired portion of the term. Resignation shall be submitted in writing to the Chairman.

Section 4. Powers. The powers and duties of the several officers shall be as provided from time to time by resolution or other directive of the Members. In the absence of such provisions, respective officers shall have the powers and shall discharge the duties customarily and usually held and performed by like officers of authorities similar in organization and purposes to this Authority. The Recording Secretary, if a nonmember, shall attend meetings for the purpose of recording the minutes of such meetings, but shall not have any of the powers, rights, or duties of Members.

### ARTICLE III

#### BI-ANNUAL CAUCUSES

Section 1. Notice. Notice of the bi-annual caucuses shall be made by placing a notice of the time and place of the meeting of the real property owner group and the business owner group in the legal notice section of the Valley Times News. This notice shall be run on three consecutive Fridays prior to the date of the caucuses. Any other reasonable means of giving notice may be used in addition to the above notice but the giving of notice by placing an ad in the Valley Times News will be required.

Section 2. Chairman. The retiring Chairman of the Authority will serve as Chairman of the bi-annual caucuses for both the real property owners group and the business owners group. The Chairman will not be allowed to vote in either caucus.

Section 3. Quorum. After notice of the bi-annual caucus has been given as required in Section 1 above, a majority

for the transaction of business. The act of a majority of the members present at each caucus at which a quorum is present shall be the act of that respective caucus.

Section 4. Parliamentary Procedures. In case of dispute concerning parliamentary procedures governing the conduct of meetings of the bi-annual caucuses, Roberts Rules of Order shall govern.

Section 5. Rules and Qualification Committee. Prior to the bi-annual caucuses, the Chairman shall appoint a five member committee which shall consist of two members of the retiring Authority who are members of the preal property owners group, two members of the retiring Authority who are members of the business owners group, and a fifth member who shall be the Mayor of the City of West Point or his appointed representative currently serving on the Authority as set forth by law. This Committee will be present at the meeting of the real property owner group and at the meeting of the business owner group to rule on the qualifications of persons present, determine voting power of each person as required by law, and make parliamentary procedural decisions according to Roberts Rules of Order.

#### ARTICLE IV.

##### FISCAL YEAR

Section 1. Time. The fiscal year of the Authority shall begin on the first day of January of each year and end on the last day of December of each year.

Section 2. Annual Meeting. Beginning in fiscal year, 1980, an annual meeting of the Authority shall be held during the first full week of February. Notice of the time and place of such meeting shall be given by the Chairman.

Section 3. Annual Audit. The Treasurer shall cause an annual audit of the books of the Authority to be made by the firm which audits the books of the City of West Point and present such audit to the Members of the Authority.

ARTICLE V.

TAXES

Section 1. Levy of taxes by the Authority shall be made in August of each year.

Section 2. Officers of the Authority shall have the authority to enter into a contract with the City of West Point, Georgia, for the purposes of billing and collecting the tax levied by the Authority. Such contract shall be made on terms reasonable to both the Authority and the City.

ARTICLE VI.

CORPORATE SEAL

Section 1. Seal. The seal of the Authority shall consist of an impression bearing the name "Downtown West Point Development Authority" around the perimeter and the word "SEAL", and the year of activation in the center thereof. In lieu thereof, the Authority may use an impression or writing bearing the word "SEAL" enclosed in parentheses or scroll, which shall also be deemed the seal of the Authority.

ARTICLE VII.

BYLAWS

Section 1. Applicability of Bylaws. With the exception of the requirement of annual and monthly meetings, these bylaws are a formal written statement of the unwritten rules by which the Authority has acted and shall apply retroactively to all actions and proceedings of the Authority previously taken.

ARTICLE VIII.

DEPOSITORIES

Section 1. Depositories. The Authority shall from time to time provide by resolution or resolutions for the

establishment of depositories for funds of the Authority.

Section 2. Execution of Notes, Drafts, and Checks.

All drafts, checks, etc. drawn against accounts of the Authority shall be signed by the Chairman together with the Treasurer or Secretary.

ARTICLE IX,

AMENDMENTS

Section 1. Amendments. The bylaws of the Authority shall be subject to alteration, amendment or repeal, and new bylaws not inconsistent with any statutory provisions or the Constitution of the State of Georgia activating this Authority may be made by the affirmative vote of two-thirds of all Members then holding office at any regular or special meeting of the Members. Proposed amendments shall be submitted in writing to all Members of the Authority ten (10) days prior to the meeting at which such amendment will be considered. If such written proposed amendment is submitted by mail, it shall be deemed to be delivered when deposited in the United States Mails properly addressed and with sufficient postage thereon.

PROPOSED AMENDMENT I  
DOWNTOWN WEST POINT DEVELOPMENT AUTHORITY  
BYLAWS

TO READ AS FOLLOWS:

Section 2 of Article II, is hereby repealed  
and the following statement shall be substituted  
for same:

"The officers of the Authority may be elected  
at the first regularly scheduled meeting following  
the bi-annual caucuses of the real property owner  
group and the business owner group. However, if  
the members of the Authority so desire, this election  
may be delayed until the second regularly scheduled  
meeting after the bi-annual caucuses for the purpose  
of allowing time for consideration of nominations.  
All officers must be elected by the members of the  
Authority by the second regularly scheduled meeting  
which would be held on the second Tuesday in April.  
If election of officers is delayed until the second  
regularly scheduled meeting after the bi-annual caucuses,  
acting officers may be appointed to serve during this  
time with full powers usually granted permanent officers."



AN ACT

To continue in force and effect as a part of the Constitution of the State of Georgia that constitutional amendment providing for the establishment of a Downtown West Point Development Authority (Res. Act No. 100; H.R. 711-1910; Ga. L. 1978, p. 2331); to provide the authority for this Act; to repeal conflicting laws; and for other purposes.

BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

Section 1. That constitutional amendment providing for the establishment of a Downtown West Point Development Authority (Res. Act No. 100; H.R. 711-1910; Ga. L. 1978, p. 2331) shall not be repealed or deleted on July 1, 1987, as a part of the Constitution of the State of Georgia but is specifically continued in force and effect on and after that date as a part of the Constitution of the State of Georgia.

Section 2. This Act is passed pursuant to Article XI, Section I, Paragraph IV of the Constitution of the State of Georgia which authorizes the continuation of certain amendments to the Constitution.

Section 3. All laws and parts of laws in conflict with this Act are repealed.

H. B. No. 1777 (AS PASSED HOUSE AND SENATE)  
By: Representative Ware of the 68th, and Phillips of the  
91st.

## A BILL TO BE ENTITLED

## AN ACT

1 To create the Downtown West Point Development  
2 Authority; to provide for the appointment of members of the  
3 Authority and their terms of office; to provide for a recall  
4 of the members; to create the Downtown West Point District;  
5 to authorize the Authority to levy a tax; to provide for the  
6 powers of the Authority; to authorize the Authority to issue  
7 revenue bonds; to provide for procedures connected with all  
8 of the foregoing; to provide for all other matters relative  
9 to the foregoing; to provide an effective date; to repeal  
10 conflicting laws; and for other purposes.

11 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

12 Section 1. Pursuant to the provisions of Article  
13 IX, Section VIII, Paragraph II of the Constitution, there is  
14 hereby created in and for the City of West Point the  
15 Downtown West Point Development Authority, referred to in  
16 this Act as "the Authority."

17 Section 2. (a) The Authority shall be composed of  
18 nine members to be appointed and elected as provided in this  
19 Section. One member of the Authority shall be the Mayor of  
20 the City of West Point or, if the Mayor does not desire to  
21 be a member, a member shall be appointed by the Mayor and  
22 City Council. Such person shall be an elected official of  
23 the City of West Point. Four members of the Authority shall  
24 represent the owners of real property which is subject to  
25 the tax provided for in Section 4 of this Act and shall be  
26 known as The Real Property Owner Group. The remaining four

1 members of the Authority shall represent the owners of 53  
2 business establishments whose principal place of business is 54  
3 located in the Downtown West Point District and shall be 55  
4 known as The Business Group. A person who both owns  
5 downtown real estate and operates a business within the 56  
6 District is entitled to vote for the representatives of both 57  
7 The Real Property Owner Group and The Business Group. 58  
8 However, no individual shall hold more than one seat on the 59  
9 Authority. The initial four members of the Authority  
10 representing each group shall be appointed by the Mayor and 60  
11 City Council of the City of West Point within 30 days after 61  
12 this Act becomes effective. Such members shall serve 62  
13 through February 29, 1979. Thereafter, all terms of office 63  
14 of members of the Authority shall be for two years, except  
15 for the Mayor or his representative whose term shall 64  
16 coincide with the Mayor's election.

17 (b) After the initial appointment of members of 66  
18 the Authority by the Mayor and City Council, all expired 67  
19 terms shall be filled by persons elected in a caucus of each 68  
20 respective Owner's Group, which caucus shall be held in the 69  
21 first full week in February, beginning February, 1979. Such  
22 caucuses shall be held at such time and place as the Mayor 70  
23 of the City of West Point shall designate, and the Mayor 71  
24 shall give all members of such group 15 days' written notice 72  
25 prior to such caucus. The caucuses of the two respective  
26 groups shall not be held at the same time because of the 73  
27 possibility of an individual being eligible to vote in both 74  
28 caucuses, as provided in Section 2 (a). After the initial 75  
29 appointment, terms of office for all members of the 76  
30 Authority, except for the Mayor or his representative as  
31 defined in Section 2 (a) above, shall begin and terminate on 77  
32 March 1 every other year. In the event of a vacancy in the 78  
33 membership, the Mayor shall call a special meeting of the 79  
34 group wherein the vacancy occurs for the purpose of electing

1 a successor to serve out the term of office of the former 80  
2 member.

3 (c) In the event, that 33 1/3% of the total number 82  
4 of the members of either group shall petition the Authority, 83  
5 the Authority shall call a caucus of such group for the 84  
6 purpose of recalling any member named to the Authority by 85  
7 that group. At such a caucus, if a majority of such group  
8 present and voting shall vote to recall any such member of 86  
9 the Authority, such group shall elect a successor to such 87  
10 recalled member to serve out the term of office formerly 88  
11 occupied by the recalled member. No petition for the recall 89  
12 of any single member of the Authority shall be filed within 90  
13 a twelve-month period subsequent to the filing of any 91  
14 previous referendum for the recall of such member.

15 (d) All persons required to give notice of meeting 93  
16 and caucus dates shall exercise reasonable care so that as 94  
17 nearly as practical all persons entitled to notice of such 95  
18 meeting shall be appraised of such times and places.

19 Section 3. The Downtown West Point Development 98  
20 District shall be composed of the following described 99  
21 property on the west side of the Chattahoochee River in the 10  
22 City of West Point, Troup County, Georgia:

23 "Begin at the point of intersection of the West 1  
24 bank of the Chattahoochee River and the state line 1  
25 between Georgia on the East and Alabama on the West for 1  
26 a point of beginning:

27 FROM THIS POINT OF BEGINNING thence in a Northerly 1  
28 direction along the Georgia-Alabama state line to the 1  
29 point where said state line intersects the West margin 1  
30 of Fifth Avenue; thence in a Northerly direction along  
31 the West margin of Fifth Avenue to the point of its  
32 intersection with the South margin of West Ninth Street;  
33 thence in a Westerly direction of the South margin of

1 West Ninth Street to the point of intersection with the 111  
2 state line; thence in a Northerly direction along the 112  
3 state line to the point where it intersects the South 113  
4 margin of West Tenth Street; thence in a Easterly  
5 direction along the South margin of West Tenth Street to 114  
6 the point of its intersection with the East margin of 115  
7 Fourth Avenue; thence in a Northerly direction along the 116  
8 East margin of Fourth Avenue to the point where it  
9 intersects the South margin of West Eleventh Street (an 117  
10 unopened street); thence in a Easterly direction along 118  
11 the South margin of the right-of-way of West Eleventh 119  
12 Street to the point where it intersects the West bank of  
13 the Chattahoochee River; thence in a Southerly direction 120  
14 along the West bank of the Chattahoochee River to the 121  
15 point where it intersects the Georgia-Alabama state  
16 line, same being the original point of beginning." 122

17 Section 4. The Authority shall be authorized to 125  
18 levy upon all real property subject to taxation by the 126  
19 Authority within the Downtown West Point District on January 127  
20 1 of each year a tax not to exceed 20 mills upon the  
21 assessed value of all such property, according to the 128  
22 assessed value of such property for ad valorem tax purposes 129  
23 for the City of West Point. All taxes levied by the 130  
24 Authority shall become due and payable at the same time as 131  
25 ad valorem taxes levied by the City of West Point.  
26 Delinquent taxes shall bear the same interest and penalties, 132  
27 as City of West Point ad valorem taxes.

28 Section 5. The Authority shall have the power to: 135  
29 (a) Buy, acquire, develop, improve, own, operate, 137  
30 maintain, sell, lease and mortgage land, buildings and 138  
31 property of all kinds and character, including, but not 139  
32 limited to, machinery, apparatus, equipment and utilities

1 useful or desirable in connection therewith within the, 14  
2 Downtown West Point District.

3 (b) Receive and administer gifts, grants and 14  
4 donations and to administer trusts and to enter into trust 14  
5 indentures.

6 (c) Grant, loan and lease any of its funds and 14  
7 property to private persons and corporations for the purpose 14  
8 of making capital improvements or capital acquisitions to 14  
9 real property within the Downtown West Point District which,  
10 in the judgment of the governing body of this Authority, 14  
11 shall be of benefit to the economic improvement and 14  
12 development of said district or area.

13 (d) Borrow money and issue notes, obligations and 14  
14 revenue bonds therefor and to sell, convey, mortgage, pledge 14  
15 and assign any and all of its funds, property and income as 14  
16 security for the payment thereof and interest thereon and to 14  
17 secure the repayment of any such money so borrowed by the  
18 terms of the resolution authorizing such financing and to 14  
19 enter into a trust indenture relative thereto. 14

20 (e) Appoint and employ officers, agents and 14  
21 employees and to provide for their compensation in order to 14  
22 effectuate the purposes of this Act.

23 (f) Encourage and promote the economic 14  
24 improvement, development and rehabilitation of the Downtown 14  
25 West Point District and to make long-range plans therefor in 14  
26 cooperation with the planning development of the Downtown  
27 West Point Development Authority, City of West Point and 14  
28 Troup County.

29 (g) Accumulate its funds from such tax levy herein 14  
30 authorized from year to year and to invest and reinvest such 14  
31 funds.

32 (h) Designate any of its officers to sign and act 14  
33 for the Authority pertaining to the rights, powers and 14  
34 privileges herein conferred.

1 (i) Do any and all acts and things necessary, 172  
 2 convenient or desirable to accomplish the purpose of this 173  
 3 Act and the rights, powers and privileges herein conferred. 174  
 4 (j) Contract with the City of West Point for the 176  
 5 collection of any taxes levied by the Authority. 177  
 6 (k) Adopt such bylaws governing the conduct of the 179  
 7 affairs of the Authority and to elect such officers as the 180  
 8 Authority shall deem necessary.  
 9 (l) Contract with the City of West Point and other 182  
 10 political subdivisions of the State of Georgia and other 183  
 11 private persons and corporations.  
 12 (m) Exercise all of the powers vested in the 185  
 13 Authority by Article IX, Section VIII, Paragraph II of the 186  
 14 Constitution, including the power to bring suit, and all 187  
 15 other necessary and ancillary powers necessary to carry out  
 16 the provisions of said Paragraph as it pertains to the 188  
 17 Downtown West Point Development Authority. 189  
  
 18 Section 6. The revenue bonds or obligations herein 192  
 19 authorized to be issued shall not be deemed to constitute a 193  
 20 debt of the City of West Point within the meaning of Article 194  
 21 IX, Section VII, Paragraph I of the Constitution, nor a 195  
 22 pledge of the faith and credit of said city, nor shall the  
 23 city be subject to any pecuniary liability thereon. The 196  
 24 revenue bonds shall not be payable from, nor a charge upon, 197  
 25 any funds of the city. Any bondholder shall have the right 198  
 26 to compel the Authority to levy the special tax herein  
 27 provided for within the limit herein prescribed to pay the 199  
 28 bonds and interest thereon.  
  
 29 Section 7. The Authority may issue revenue bonds 202  
 30 or obligations from time to time to carry out the purposes 203  
 31 of this Act. Revenue bonds or obligations so issued shall 204  
 32 be paid solely from the revenues pledged to the payment

1    thereof, which revenues may include any funds derived from    20  
2    the special tax levy provided hereunder. Such revenue bonds    20  
3    or obligations shall be authorized by resolution of the    20  
4    governing body of the Authority, which may be adopted at a    20  
5    regular or special meeting by a majority vote of the members  
6    of said governing body. The governing body of said    20  
7    Authority in determining the cost of any undertaking for    21  
8    which revenue bonds or obligations are to be issued may    21  
9    include all costs relative to the issuance thereof, and  
10   without intending to limit such costs, may include    21  
11   architectural, engineering, inspection, fiscal agents' and    21  
12   legal expenses estimated to accrue from the date of any such    21  
13   bonds through the period of construction and for six months  
14   after such construction and such bonds shall bear such date    21  
15   or dates, mature at such time or times, not exceeding 30    21  
16   years from their respective dates, bear interest at such    21  
17   rate or rates and may be in such denominations and may carry    21  
18   such registration privileges and be subject to redemption  
19   and may contain such terms, covenants, assignments and    21  
20   conditions as the resolution authorizing the issuance of    21  
21   such bonds may provide. All bonds and interest thereon so    21  
22   issued by said Authority are hereby declared to be tax  
23   exempt for any and all purposes. The terms, conditions,    21  
24   covenants and provisions contained in any such resolution    21  
25   authorizing the issuance of such bonds shall bind said  
26   governing authority then in office and its successors  
27   thereof, including any covenant to levy taxes within the  
28   limits herein prescribed for the purpose of providing such  
29   funds as may be necessary to pay the principle of and  
30   interest on any such issue or issues of said bonds and to  
31   create and maintain a reserve for that purpose. Such bonds  
32   issued by said Authority shall be validated in the Superior  
33   Court of Troup County in the same manner as revenue bonds of  
34   municipalities are validated as provided under the Revenue



1 Bond Law (Ga. Laws 1937, p. 761), as amended. There shall 232  
2 be no limitation upon the amount of revenue bonds or 233  
3 obligations which the Authority may issue.

4 Section 8. This Act shall become effective on 236  
5 November 10, 1978, only if an amendment to the Constitution 237  
6 authorizing the creation of a Downtown West Point 238  
7 Development Authority is ratified at the general election in 239  
8 1978, otherwise this Act shall be null and void.

9 Section 9. All laws and parts of laws in conflict 242  
10 with this Act are hereby repealed. 243

ENROLLMENT

February 19, 1987  
The Committee of the Senate on Enrolling and Journals has examined the within and finds the same properly enrolled.

Ed Baker  
Chairman

Joe Miller  
President of the Senate

Hamilton McWhorter  
Secretary of the Senate

Thomas Murphy  
Speaker of the House

John W. Wood  
Clerk of the House

Received Tom Lewis  
Secretary, Executive Department

This 20th day of February 1987

Approved: Joe Frank Harris  
Governor

This 20th day of February 1987

S.B. No. 224 Act No. 50  
General Assembly



AN ACT

To continue in force and effect as a part of the Constitution that constitutional amendment providing for the establishment of a Downtown West Point Development Authority (Res. Act No. 100; H.R. 711-1910; Ga. L. 1978, p. 2331); to provide the authority for this Act; and for other purposes.

IN SENATE

Read 1st time Jan. 30, 1987

Read 2nd time

Read 3rd time

And Passed 2/3/87

Yeas 47 Nays 0

Hamilton McWhorter  
Secretary of the Senate

IN HOUSE

Read 1st time Feb. 4, 1987

Read 2nd time Feb. 5, 1987

Read 3rd time Feb. 18, 1987

And Passed

Yeas 110 Nays 0

John W. Wood  
Clerk of the House

Passed Both Houses  
By: Senator Baldwin of the 29th