

**BYLAWS OF  
UNIVERSITY OF LOUISIANA AT LAFAYETTE  
ECONOMIC DEVELOPMENT DISTRICT**

**PREAMBLE**

The University of Louisiana at Lafayette Economic Development District (“**District**”), by its Board of Commissioners (“**Board**”), has adopted these by-laws (“**Bylaws**”), effective November 14, 2024.

**ARTICLE I.  
PURPOSE AND FUNCTIONS**

**SECTION 1. District.** The District is a political subdivision of the State of Louisiana created by Act 532 of the 2024 Regular Session with the enactment of R.S. 33:9038.79 (“**Act**”).

**SECTION 2. Mission.** The District is created for the purposes of economic and community development in the District and to exercise all powers authorized by the Act, including Part II of Chapter 27 and Chapter 27-B of Title 33 of the Louisiana Revised Statutes and all other applicable constitutional or statutory authority, as the same may be amended from time to time, including but not limited to economic development projects (as defined in La. R.S. 33:9038.33) and projects with or involving the private sector (collectively, the “**Mission**”).

**SECTION 3. Power and Authority.** The District shall have and enjoy every power, capacity, and authority granted by the Act and all other applicable constitutional or statutory authority, as the same may be amended from time to time.

**ARTICLE II.  
BOARD**

**SECTION 1. Function.** The complete direction and management of the affairs of the District and the control and disposition of all of its assets shall be vested in the Board to the fullest extent allowed by law, including but not limited to the power and authority to:

**A.** Conduct, direct, organize, and control policies and business of the District in pursuit of the Mission, the goals, objectives, and purposes for which it was organized;

**B.** Consider and adopt the annual budget of income and expenditures (the “**Budget**”) upon which the next fiscal year’s operations shall be based;

**C.** Appoint annually an independent Certified Public Accountant to audit the books and records of the District in accordance with the law;

**D.** Fix the policies of the District governing sources from which funds are to be solicited, methods of soliciting funds, goals to be set, and amounts to be sought.

- E. Adopt, amend, or repeal the Bylaws; and
- F. Elect the officers of the District (“**Officers**”).

**SECTION 2. Commissioners.** The number, manner of selection, replacement, and terms of Commissioners shall be as set forth in the Act.

### **ARTICLE III. COMPENSATION OF COMMISSIONERS**

Commissioners shall serve without compensation, but the District may reimburse Commissioners for necessary and reasonable expenses incurred in the discharge of their duties if such compensation does not violate any other provision of law to the contrary.

### **ARTICLE IV. MEETINGS OF THE BOARD**

**SECTION 1. Meetings.** The Board shall meet whenever called by the Chair or by a majority of the Commissioners, but at least once per year.

**SECTION 2. Notices.**

A. Written notice stating the place, day, and hour of the meeting, and the purpose or purposes for which the meeting is called, shall be delivered by the Secretary to each Commissioner at least three (3) days before the date of the meeting.

B. Notice to the public shall be given as required by the Open Meetings Law, and shall state the time, place, and purpose of the meeting and the agenda for the meeting. The business transacted at any meeting shall be confined to the purposes stated in the notice, except as otherwise authorized by the Open Meetings Law.

**SECTION 3. Quorum.** At all meetings of the Board, the presence of a majority of the Commissioners shall be necessary and sufficient to constitute a quorum for the transaction of business by the Board.

**SECTION 4. Open Meetings Laws.** All meetings of the Board shall be subject to the Louisiana Open Meetings Law.

**SECTION 5. Voting.**

A. **One Vote.** Each Commissioner shall have one vote on any matter as to which Commissioner shall have the right to vote. However, the officer presiding over a meeting may only vote in accordance with Robert’s Rules of Order.

B. **Proxies.** Proxies shall not be allowed at any meetings of the Board.

C. **Majority Vote.** All matters to be determined by the Board, except those regulated by statute or otherwise specifically provided for herein, shall be determined by a majority vote of the Commissioners present at the Board meeting at which a quorum is present.

**SECTION 6. Order of Business.** At all meetings of the Board, the order of business shall be, as far as applicable and practicable, as follows:

- A. Call to Order;
- B. Pledge of Allegiance;
- C. Roll Call;
- D. Approval of Minutes;
- E. Reports of Officers and Committees;
- F. Executive Sessions;
- G. Resolutions;
- H. Ordinances;
- I. New Business; and
- J. Adjournment.

**SECTION 7. Public Comment.**

A. The Board shall allow a public comment period prior to action on each agenda item upon which a vote is to be taken. Public comments shall be confined to the agenda item at hand.

B. The speaker will be limited to a maximum of three (3) minutes of comment. Notwithstanding the foregoing, the Chair, in his/her discretion, may grant additional time to a speaker.

**SECTION 8. Disability Accommodations.** In accordance with the Louisiana Open Meetings Law (La. R.S. 42:1, *et. seq.*), the Board shall adopt an Open Meetings Via Electronic Means Policy to facilitate participation in its meetings by Commissioners and members of the public with disabilities recognized by the Americans with Disabilities Act.

**ARTICLE V.  
OFFICERS**

**SECTION 1. Officers.** The Board shall have not less than three (3) officers of the Board (“Officers”), which shall be:

- A. A Chair of the Board;

- B. A Vice-Chair; and
- C. A Secretary/Treasurer.

In accordance with the Act, the University of Louisiana at Lafayette President is the ex-officio Chair of the Board. The Vice-Chair and the Secretary/Treasurer shall be elected by the Board. The Board may elect other officers from time to time as may be required. All Officers shall be elected by the Board from among the Commissioners at the time of their election.

**SECTION 2. Election of Officers.** The Board may consider the nominees for Officers from the Board.

**SECTION 3. Seating of Officers.** New Officers shall take office at the close of the meeting at which they are elected.

**SECTION 4. Vacancies.** Whenever any vacancies shall occur in any of the offices of the District, such office shall be filled by the Board, and any officer so designated shall hold office for the remainder of the unexpired term of office.

**SECTION 5. Term of Office.** The term of office of each Officer shall be for a period of one (1) year without term limits, or until their successor has been duly elected and qualified.

## **ARTICLE VI. DUTIES OF OFFICERS**

**SECTION 1. Chair,** The Chair shall:

- A. Be the senior officer of the District and preside at all meetings of the Board and perform all other duties incidental thereto;
- B. Have such powers as are necessary to carry out the duties and responsibilities usually incident to the office and shall have other such duties and powers as may be assigned to the Chair;
- C. Serve as the chief spokesperson of the District; and
- D. Appoint all committees and committee Chairs and be an ex-officio member of all committees, with voice and vote.

**SECTION 2. Vice-Chair.** At the request of the Chair or in the event of his or her absence or disability, the Vice-Chair shall perform all the duties of the Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice-Chair shall perform such other duties and have such other powers as from time to time may be assigned by these Bylaws or by the Board or by the Chair.

**SECTION 3 Secretary/Treasurer.** The Secretary/Treasurer shall:

- A. Keep the minutes of the meetings of the Board;
- B. Attend to the giving of all notices on behalf of the Board and have charge of all of the books and records of the District;
- C. Submit a report of the accounts and financial condition of the District at any meeting of the Board as may be required by the Board;
- D. Assist in the keeping of any records in accordance with these functions, including the preparation of the Budget; and
- E. Subject to restrictions by the Board, direct the disbursement of all monies and assets of the District.

**SECTION 4. No Compensation.** The Officers shall serve without compensation, but the District may reimburse such Officers for necessary expenses incurred in the discharge of their duties if such compensation does not violate any law.

## **ARTICLE VII. COMMITTEES**

**SECTION 1. Designation.** The Board may, by resolution, designate one or more committees, each committee to consist of two or more Commissioners, which, to the extent provided in said resolution, may exercise the powers of the Board in the management of the business and affairs of the District. Any such committee or committees shall have such name or names as may be determined from time to time by resolution adopted by the Board.

**SECTION 2. Minutes.** The committees shall keep regular minutes of their proceedings and report the same to the Board when required.

## **ARTICLE VIII. DISTRICT OFFICE**

The office of the District shall be located at 200 East University Avenue, Room 257, Lafayette, Louisiana 70503 unless and until such time as the Board decides to move its office to another location.

## **ARTICLE IX. MISCELLANEOUS PROVISIONS**

**SECTION 1. General Laws.** Any matters not heretofore covered by these Bylaws shall be governed by the provisions of the laws of the State of Louisiana, including without limitation, the Act.

**SECTION 2. Severability.** The invalidity of any part of these Bylaws shall not impair or affect in any manner the validity or enforceability of the remainder of these Bylaws.

**SECTION 3. Fiscal Year.** The fiscal year of the District shall begin on the first day of July and shall end on the thirtieth day of June.

**SECTION 4. Annual Audit.** An independent financial audit of the District shall be performed annually by a certified public accountant licensed by the State of Louisiana and in accordance with applicable law. A copy of the annual audit shall be furnished to the Board.

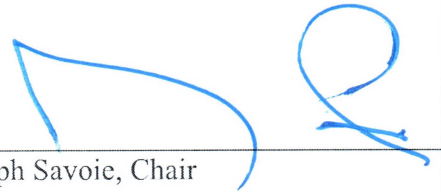
**SECTION 5. Parliamentary Procedure.** The proceedings of the District meetings shall be governed by and conducted according to the latest edition of *Robert's Rules of Order*.

**SECTION 6. Notice.** Whenever the provisions of a statute or these Bylaws require or permit notice to be given to any commissioner or officer, such notice may be given in writing by certified or registered U.S. Mail, private express courier, hand delivery, facsimile transmission or electronic mail. Notice shall be deemed effective upon delivery, except for notice by electronic mail, which shall be deemed effective upon delivery or receive confirmed in writing.

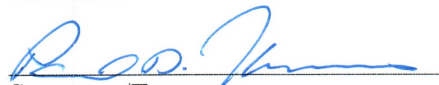
**SECTION 7. Amendments.** These Bylaws may be altered, amended, or repealed by the affirmative vote of a majority of the Board at any regular meeting or at any special meeting of the Board called for that purpose, provided that each Commissioner has been supplied with the proposed change not less than ten (10) days in advance of such meeting.

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I certify that the foregoing Bylaws were unanimously adopted by the members of the Board of the District on November 14, 2024.

  
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E. Joseph Savoie, Chair

ATTEST:

  
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Secretary/Treasurer