

2015

MFCDC Board Handbook



Mapleton-Fall Creek Development
Corporation (MFCDC)

WELCOME TO THE MFCDC BOARD OF DIRECTORS

In 1985, people who cared about the Mapleton-Fall Creek neighborhood came together to establish a Community Development Corporation with the primary mission of rebuilding the neighborhood.

Members of the Board of Directors of Mapleton-Fall Creek Development Corporation (MFCDC) are asked to participate in Board committee meetings, take an active part in MFCDC events, and contribute to the ongoing growth, strengthening and support of the Mapleton-Fall Creek neighborhood.

Established in the early 20th century the Mapleton-Fall Creek (MFC) neighborhood was once a strong and vital community, but has sustained more than a half century of population loss as Indianapolis has expanded. Thankfully, some residents did stay and are united in their desire to strengthen and preserve the assets of the Mapleton-Fall Creek neighborhood.

In the early years of the 21st century, we have been encouraged by new trends and renewed interest in the area as well as a greater confidence that the neighborhoods potential can be achieved. With your continued support, we will work together to strengthen the quality of life in this neighborhood.

We consider each member of the MFCDC Board of Directors a pillar in the foundation that represents the complex structure of public service, business and neighborhood groups. The connections you make create powerful bonds to ensure an affordable, safe and vital Mapleton-Fall Creek community. With your support, MFCDC will continue working with our neighbors in collaborative and participatory manner to develop and implement innovative strategies to produce a community that is more environmentally sustainable, structurally sound, economically prosperous, and socially equitable.

Looking forward to our work together,



Leigh Riley Evans
Chief Executive Officer

MISSION, HISTORY & VISION

“Connecting neighborhood partners to help, serve, revitalize, stimulate, and invest resources to rebuild an affordable, safe, and vital community.”

This statement underlies our work and shapes all actions *on behalf* of the neighborhood. Key to this is a belief that the neighborhood will be its *healthiest* if it is truly home to a wide array of different people - *diversity* has long been a desire of Mapleton-Fall Creek and MF CDC recognizes that *value* in all of its planning.

MF CDC accomplishes its mission through the following set of *key result areas*:

-  **Community Building:** *Empowering residents to participate civically*
-  **Homeownership Development & Construction; Resident Support:** *Providing a wide variety of housing options and support to residents in MFC*
-  **Rental Housing and Construction:** *Develop and maintain the highest quality of rental properties and make available affordable units to our community.*
-  **Economic Development:** *Encouraging sustainable practices that make MFC a more fulfilling place to live, work, and play*
-  **Organizational Development:** *Doing our work in a cutting edge, model fashion*

In 1985, members of North United Methodist Church, Tabernacle Presbyterian Church, Broadway United Methodist Church, Our Redeemer Lutheran Church, and Trinity Episcopal Church joined with the Mapleton-Fall Creek Neighborhood Association to form the **Mapleton-Fall Creek Development Corporation** (MF CDC).

MF CDC is a *non-profit* organization dedicated to increasing Mapleton-Fall Creek's quality of life by providing *safe and affordable housing* for its residents, working to stimulate *economic opportunities* for neighbors, and partnering with the numerous *individuals who possess a wide range of skills and gifts* that live and work in the Mapleton-Fall Creek neighborhood.

We envision a neighborhood where:

1. Residents feel empowered to improve the quality of life and physical environment, by working hand in hand with public, nonprofit, and private institutions;
2. No one is threatened by crime or violence;
3. Families and individuals of all incomes can access quality housing options;
4. The economy is progressive and vibrant;
5. All development is done in a comprehensive, sustainable, and innovative way.

2015 BOARD ROSTER

<u>NAME</u>	<u>AFFILIATION</u>	<u>CONTACT INFO</u>
Cindy Hoye	Indiana State Fairgrounds	choye@indianastatefair.com
Glenn Lewzader	HWP/Watson Park Historic District	lewzader@callcarpenter.com
Denise Luster	United Way of Central Indiana	denise.luster@uwci.org
Colin Connor	Plews, Shadley, Racher & Braun	cconnor@psrb.com
Ryan Funk	Mapleton-Fall Creek NA	rjfunk@gmail.com
Doug Day	Historic Meridian Park	dougdayski@mindspring.com
Steve Dixon	Phillips Temple AME Church	rsdixon26@gmail.com
OPEN	C1 CO-OP	
OPEN	C6 CO-OP	
Mike Schaefer	Broadway UMC Church	mschaefer@imageprosmarketing.com
Adam Mueller	Trinity Episcopal Church	acmuelle@gmail.com
OPEN	A1 Near North UMC	
Amina Pierson	Fifth Third Bank	amina.pierson@53.com
Candice Tatum	Our Redeemer Lutheran Church	candice.m.tatum@gmail.com
Mike Terry	Tabernacle Presbyterian Church	mterry@indygo.net
Tim Van Rooy	PR Mortgage & Investments	tvanrooy@prmic.com

THE FIFTH AMENDED AND RESTATED CODE OF BY-LAWS
OF
MAPLETON-FALL CREEK DEVELOPMENT CORPORATION

ARTICLE I.

Identification

Section 1.01. Name. The name of the Corporation shall be Mapleton-Fall Creek Development Corporation (hereinafter referred to as the "Corporation").

Section 1.02. Location of Corporation Books and Records. The records, documents, books of account and papers of the Corporation shall be kept at the Corporation's principal office. Copies of Articles of Incorporation, Bylaws, the most recent annual report delivered to the Secretary of State, and the names and addresses of the Corporation's current directors and officers shall be kept at the Corporation's principal office. Except as otherwise provided by the laws of the State of Indiana, by the Articles of Incorporation of the Corporation, or this Code of Bylaws, the Board of Directors (the "Board") may, by resolution, change the location of the Corporation's books and records, to a place either within or without the State of Indiana.

ARTICLE II.

Membership

Section 2.01. Qualifications. Members shall be those institutions who meet the eligibility requirements set forth in the Articles of Incorporation and who are approved for membership by a majority of the Appointive Directors of the Corporation (hereinafter referred to as "Members").

Section 2.02. Annual Member Meeting. An annual meeting of the Members shall be held in [**January of each year**] at the principal office of the Corporation unless otherwise provided by the Board. No notice shall be necessary for the holding of the annual meeting.

Section 2.03. Participation. A Member may participate in an annual, a regular or a special meeting of the Members by or through the use of any means of communication by which all Members participating may simultaneously hear each other during the meeting, including, but not limited to, telephone conference call and electronic participation. A Member participating by this means is considered to be present in person at the meeting.

Section 2.04. Special Meetings. Special meetings of the Members may be held upon the call of twenty percent (20%) of the Members then in office and upon at least forty-eight (48) hours' notice specifying the date, time, place and purpose or purposes of the meeting, given to each director either personally or by mail, telegram, facsimile transmission or telephone. Oral notice is authorized. A Member may waive any required notice of a special meeting. The waiver must be in writing, signed by the Member entitled to the notice, and filed with the minutes or corporate records. A Member's attendance at or participation in a meeting waives any required notice to the Member of the meeting unless the Member at the beginning of the meeting or promptly upon the Member's arrival, objects to holding the meeting or transacting business at the meeting and does not vote for or assent to action taken at the meeting.

Section 2.05. Quorum. A quorum of the Members shall require not less than a majority of the duly qualified Members entitled to vote on a matter. If a quorum is present when a vote is taken, the affirmative vote of a majority of the Members present shall be the act of the Members, unless the act of a greater number is required by law, the Articles of Incorporation, or this Code of By-laws. A Member shall be deemed to be present at a meeting for the purpose of constituting a quorum and transacting business thereat if, at the time of such meeting, he or she participates by telephone in the transaction of the business thereof and if such Member subsequently approves and signs the minutes of such meeting.

Section 2.06. Action by Written Ballot. Any action that may be taken at an annual, a regular or a special meeting of Members may be taken without a meeting if the Corporation delivers a written ballot to every Member entitled to vote on the matter.

The ballot must set forth each proposed action and provide an opportunity to vote for or against each proposed action. Approval by written ballot is valid only when the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action, and when the number of approvals equals or exceeds the number of votes that would be required to approve the matter at a meeting. A solicitation for votes by written ballot must indicate the number of responses needed to meet the quorum requirements, state the percentage of approvals necessary to approve each matter other than the election of directors, and specify the time by which a ballot must be received by the Corporation to be counted. A written ballot may not be revoked once received by the Corporation.

Section 2.07. Action by Consent. Any action required or permitted to be taken at a meeting of the Members may be taken without a meeting if the action is approved by the Members holding at least eighty percent (80%) of the votes entitled to be cast on the action. The action must be evidenced by at least one (1) written consent which describes the action taken, is signed by the Members representing at least eighty percent (80%) of the votes entitled to be cast on the action, and is delivered to the Corporation for inclusion in the minutes or filing with the Corporation's records. Requests for written consents must be delivered to all Members entitled to vote. Action taken by written consent is effective when the last Member necessary to meet the eighty percent (80%) requirement signs the consent, unless a prior or subsequent effective date is specified in the consent.

Section 2.08. Annual Membership Dues. Members shall pay such annual membership dues as may be established by the Board. Such dues shall be payable in installments due annually, semi-annually, or quarterly on January 1, April 1, July 1 and September 1 of each year. In the case of a new Member, the installment of dues for the quarter in which its membership becomes effective shall be prorated and paid on or within two weeks after its membership effective date. The annual membership dues for Members may be established in more than one category depending on factors which, in the judgment of the Board, reasonably indicate of the Members' relative ability to pay.

Section 2.09. Special Assessment. Members may be requested to pay special assessments in such amounts as the Board may from time to time determine. Any such special assessments shall be voluntary and non-payment thereof shall not be cause for denial, suspension or termination of membership. Such special assessments may be unequal as between Members depending on factors which, in the judgment of the Board, reasonably indicate of the Member's relative ability to pay.

Section 2.10. Nonpayment of Dues. If a Member is unable to make timely payment of its annual membership dues, the Board, in its discretion, may waive payment of all or part of payment of all or part of such dues for up to three (3) years. Otherwise, if a Member fails to pay any installment of its annual membership dues within thirty (30) days after the same becomes due and payable, the Treasurer shall notify such Member of the fact and the amount of such delinquency and demand payment within thirty (30) days. In the event such Member fails to comply with such demand, its membership shall automatically terminate without liability for payment of such delinquency; provided, however, that in the event such former Member reapplies for membership, its readmission may be conditioned on the payment of such delinquency.

Section 2.11. Resignation and Expulsion of Members.

(a) A Member may resign at any time by delivering a written resignation to the President or Secretary of the Corporation. Such resignation shall be in writing and shall take effect at the time specified in the notice. If no time is specified, it shall take effect at the time of its receipt by the President or a Secretary. Acceptance of the resignation is not necessary to make it effective.

(b) A Member may be expelled for good cause, at a meeting of the Board called expressly for such purpose, by the affirmative vote of three-fourths (3/4ths) of all the Board. Good cause for expulsion of a Member shall include:

(i) Conduct on the part of the Member that seriously impairs the ability of the Corporation to function effectively in furtherance of the purposes for which it is organized;

(ii) Failure on the part of the Member to meet or continue to meet all of the qualifications for membership; or

(iii) Gross misconduct on the part of the Member in relation to the Corporation or the public.

(c) A Member that resigns or is expelled shall not be entitled to a refund of any annual membership dues or special assessments theretofore paid.

(d) A director that was appointed by a Member that resigns or is expelled shall resign immediately upon the resignation or expulsion of its appointing Member.

(e) The Board shall make such regulations in relation to the procedure for expelling Members as may be necessary to insure fairness in all such matters.

Section 2.12. Rights of Members. All Members of the Corporation shall have the same rights, preferences, limitations and restrictions as the other Members.

(a) The right of a Member to appoint directors and all its rights and interests in or to the Corporation shall cease on the termination of its membership.

(b) No Member shall be entitled to share in the distribution of the corporate assets upon the dissolution of the Corporation.

ARTICLE III.

Board of Directors

Section 3.01. Duties. Composition. Number.

(a) The business, property and affairs of the Corporation shall be managed and controlled by the Board as from time to time constituted.

(b) There shall be two (2) classes of directors on the Board: Appointive Directors and Co-optive Directors. Each institution, upon becoming a Member of the Corporation, shall be entitled to appoint in writing one (1) individual as director, giving special consideration to the appointment of individuals who are residents of the Mapleton-Fall Creek Area. The individuals so appointed shall constitute the Appointive Directors of the Corporation. Subject to the approval of a majority of the Appointive Directors of the Corporation, individual Co-optive Directors meeting the criteria specified in subsection (c) hereof may be elected by the Appointive Directors. Co-optive Directors may, but need not, be associated or affiliated with a Member of the Corporation. In no event shall the number of Co-optive Directors exceed the number of Appointive Directors at any time.

(c) The Board shall consist of a number of Appointive Directors equal to the number of Members and a number of Co-optive Directors one (1) less than the number of Members subject to Section 3.01(d). The Co-optive Directors shall be nominated by any of the Appointive Directors.

(d) The number of directors may from time to time be increased or decreased by resolution adopted by not less than a majority of the Board, subject to the requirement that at least fifty-one percent (51%) of the board membership must represent residents of low-income neighborhoods, elected representatives of the low-income neighborhood organizations or representatives of businesses or entities that serve the low-income population. At any given time, shall be elected representatives from low income neighborhood organizations or shall be residents of low income neighborhoods or members of low income families as defined by regulations or guidelines adopted by the U.S. Department of Housing and Urban Development, and subject to the limitation that the Board shall never be increased to more than seventy-five (75) directors nor be decreased to less than (3) Appointive Directors. No more than one-third (1/3) of the governing board members may be public officials or appointed by public officials, and government-appointed board members may not, in turn, appoint any of the remaining board members.

Section 3.02. Term of Office.

- (a) Appointive Directors shall be appointed by the Members of the Corporation and shall serve for a term of two (2) years.
- (b) The Co-optive Directors shall serve for a term of two (2) years, and one-half (1/2) of such Co-optive Directors shall be selected each year. Directors' terms shall commence effective as of the Annual Meeting of the Board.

Section 3.03. Vacancies.

- (a) Any vacancy occurring on the Board from among the Appointive Directors caused by the death, disqualification, resignation, removal, or otherwise shall be immediately filled by the Member of the Corporation with which such Appointive Director was affiliated.
- (b) When the number of Appointive Directors is increased, the new directorships shall be filled by the new Members of the Corporation with which such Appointive Directors are affiliated.
- (c) Any vacancy occurring on the Board from among the Co-optive Directors, if any, by the death, disqualification, resignation, removal, or otherwise shall be filled by vote of the Appointive Directors.
- (d) When the number of Co-optive Directors is increased by an amendment to this Code of By-Laws, the new directorships may be filled by vote of the directors. Any Co-optive Directors thus elected shall hold office until the next annual meeting of the Board or until his or her successor is elected and qualified.
- (e) A director who has three (3) unexcused absences from Board meetings during a calendar year, as determined by the Board, will be deemed to have submitted his or her resignation from the Board with an effective date of sixty (60) days after the date of the most recent unexcused absence. After consultation with the Board concerning his or her intention to continue as a director, the Board may consent to such director withdrawing the deemed resignation; provided that if the Board does not consent, the director shall cease to be a director at the end of such sixty (60) day period.

Section 3.04. Resignation and Removal of Directors/Term Limits.

- (a) Any director may resign at any time by giving written notice to the President or Secretary of the Corporation. A resignation shall be made in writing and shall take effect at the time specified therein, and if no time is specified, at the time of its receipt by the President or a Secretary. The acceptance of a resignation shall not be necessary to make it effective.
- (b) Appointive Directors of the Corporation may be removed with or without cause by the Member appointing the director. A Member removing an Appointive Director must give written notice to the President or Secretary of the Corporation or the presiding officer of the Corporation. The Member shall also give notice to the Appointive Director of his or her removal. Removal is effective when the Corporation receives the notice unless a future effective date is specified in the notice.
- (c) Any or all directors of the Corporation may be removed for cause, at a meeting of the Board called expressly for that purpose, by the vote of three fourths (3/4) majority of the Board. Directors may not be removed except in accordance with this Section 3.04.
- (d) No person shall serve more than three (3) consecutive terms as a director. A person filling a vacancy that has more than twelve (12) months remaining in its term shall be deemed to have served the full term for the purposes of this Section 3.04(d).

Section 3.05. Annual Meetings. An annual meeting of the Board shall be held in January of each year at the principal office of the Corporation unless otherwise provided by the Board. The annual meeting shall be held for the purpose of organization, election of Co-optive Directors, election of officers, and consideration of any other business that may be properly brought before the meeting.

No notice shall be necessary for the holding of the annual meeting. If such meeting is not held as above provided, the election of officers may be held at any subsequent meeting of the Board.

Section 3.06. Participation. A director may participate in an annual, a regular or a special meeting of the Board by or through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting, including, but not limited to, telephone conference call and electronic participation. A director participating by this means is considered to be present in person at the meeting.

Section 3.07. Other Meetings. Regular meetings of the Board may be held pursuant to a resolution of the Board to such effect, and shall be held whenever convenient for the Board. Unless otherwise provided by the Board, regular meetings shall be held at the Corporation's principal office. No notice shall be necessary for any regular meeting. Special meetings of the Board may be held upon the call of the presiding officer of the Board, the President, or twenty percent (20%) of the directors then in office and upon at least forty-eight (48) hours' notice specifying the date, time, place and purpose or purposes of the meeting, given to each director either personally or by mail, telegram, facsimile transmission, or telephone. Oral notice is authorized. A director may waive any required notice of a special meeting. The waiver must be in writing, signed by the director entitled to the notice, and filed with the minutes or corporate records. A director's attendance at or participation in a meeting waives any required notice to the director of the meeting unless the director at the beginning of the meeting or promptly upon the director's arrival, objects to holding the meeting or transacting business at the meeting and does not vote for or assent to action taken at the meeting.

Section 3.08. Quorum. A quorum of the Board shall require not less than (1/2) of the duly qualified directors then occupying office, and in no event fewer than two (2) directors. If a quorum is present when a vote is taken, the affirmative vote of a majority of the directors present shall be the act of the Board, unless the act of a greater number is required by law, the Articles of Incorporation, or this Code of By-laws. A director shall be deemed to be present at a meeting for the purpose of constituting a quorum and transacting business thereat if, at the time of such meeting, he or she participates by telephone in the transaction of the business thereof and if such director subsequently approves and signs the minutes of such meeting.

Section 3.09. Action by Consent. Any action required or permitted to be taken at any meeting of the Board or of a committee thereof may be taken without a meeting if the action is taken by all directors or members of the committee. The action must be evidenced by at least one (1) written consent describing the action to be taken, signed by each director or committee member and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this Section 3.09 is effective when the last director or committee member signs the consent, unless the consent specifies a prior or subsequent effective date.

Section 3.10. Board Committees. The Board, by resolution, may designate one (1) or more committees ("Board Committees"), each of which shall consist of two (2) or more directors. The Board may designate the chairpersons of the Board Committees. All actions of the Board Committees shall be reported to the Board at the next meeting of the Board. Any member of a Board Committee may be removed, with or without cause, and replaced by another director or directors, by resolution of the Board. In addition, each Board Committee may appoint, as members of such Board Committee, individuals who are not directors ("Non-Director Committee Members"); provided however, in such case, such Board Committee shall not have Board authority. Non-Director Committee Members shall serve at the pleasure of the Board. Board Committees shall serve as a formal process for low-income beneficiaries to advise the Corporation in decisions regarding design, site choice, development, and management of affordable housing projects.

Section 3.11. Nominating Committee. There shall be a standing nominating committee that shall consist of three (3) directors (the "Nominating Committee"). The President of the Corporation, acting with the approval of the Board, shall designate the directors who serve on the Nominating Committee. The members of the Nominating Committee shall not be officers or employees of the Corporation. The Nominating Committee shall be responsible for:

- (a) Implementing and managing the process for monitoring director terms;
- (b) Recommending candidates for election as Co-optive Directors;
- (c) Recommending candidates to fill all vacant Co-optive Director positions; and
- (d) Recommending candidates to be officers of the Corporation.

Section 3.12. Finance Committee. There shall be a standing finance committee that shall consist of a minimum of three (3) directors (the "Finance Committee"), designated by the President of the Corporation, acting with the approval of the Board. The Corporations' Treasurer shall be the chairperson of the Finance Committee. The Finance Committee shall be responsible for: (a) oversight of the general finances of the Corporation, included but not limited to, receipts, disbursements and budgets and (b) obtaining an audit of the Corporation's financial records.

Section 3.13. Executive Committee. There shall be an executive committee (the "Executive Committee") that shall consist of the duly elected officers of the Corporation. The executive director and the immediate past President may serve as non-voting members of the Executive Committee. All actions of the Executive Committee shall be reported to the Board at the next meeting of the Board and shall be subject to rescission or modification by the Board. The Executive Committee shall have and exercise the authority of the Board in the management of the Corporation, other than to:

- (a) Authorize distributions
- (b) Approve or recommend to Members action required to be approved by Members
- (c) Adopt, amend or repeal By-laws
- (d) Fill vacancies on the Board
- (e) Fill vacancies on a Board Committee or an executive committee

Section 3.14. Other Committees. The Board may from time to time create and appoint standing, special, or other committees to undertake studies, make recommendations, and carry on functions for the purpose of efficiently accomplishing the purposes of the Corporation. Committees, to the extent specified by the Board, may exercise the powers, functions, or authority of the Board, except where prohibited by law; provided, however, that if a committee is to exercise board powers, functions, or authority, (a) all the persons serving on the committee must be directors, (b) there must be at least two (2) persons on the committee, and (c) the creation of the committee and the appointment of its Members shall be by a majority of all directors in office when the action is taken.

Section 3.15. Powers. All the corporate powers, except as otherwise provided herein or by law, shall be vested in and shall be exercised by the Board.

ARTICLE IV.

Officers

Section 4.01. Number and Title. The officers of the Corporation shall be a President, Vice President, Treasurer, Secretary, and such other officers as the Board may, by resolution, designate from time to time. Any two (2) or more offices may be held by the same person, except that the duties of President and Secretary shall not be performed by the same person. The Board may, by resolution, create, appoint and define the duties and fix the compensation of such officers and agents as, in its discretion, is deemed necessary, convenient or expedient for carrying out the purposes for which the Corporation is formed; provided, however, that officers and agents shall be compensated only for actual services performed on behalf of the Corporation.

Section 4.02. Election, Term of Office, and Qualifications. The officers of the Corporation shall be elected at the annual meeting of the Board by the directors of the Corporation to serve for terms of one year or until their respective successors are elected and qualified.

Section 4.03. Removal. Any officer may be removed from office, with or without cause, by the vote of a majority of the Board present and voting at a meeting of the Board called expressly for that purpose.

Section 4.04. Resignations. Any officer or member of a committee may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, and, if no time be specified, at the time of its receipt by the President or a Secretary of the Corporation. The acceptance of a resignation shall not be necessary to make it effective.

Section 4.05. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term or until the election and qualification of his or her successor.

Section 4.06. President. The President shall be the principal executive officer of the Corporation. He or she shall preside at all meetings of the Members and of the Board. He or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Section 4.07. Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President and, when doing so, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board.

Section 4.08. Treasurer. The Treasurer shall keep correct and complete records of account, showing at all times the actual financial condition of the Corporation. He or she shall be the legal custodian of all monies, notes, securities and other valuables which may from time to time come into the possession of the Corporation. He or she shall furnish a statement of the financial condition of the Corporation at the annual meeting of the Board. He or she shall prepare and timely file on behalf of the Corporation its Annual Nonprofit Corporation Report and such other reports and returns as may be required under the laws of the State of Indiana. He or she shall further prepare and timely file on behalf of the Corporation any initial application and annual federal or state income tax returns required to be filed by the Corporation and such other reports and returns as may be required from time to time to establish and maintain the exempt status of the Corporation for purposes of federal and state income taxation.

Section 4.09. Secretary. The Secretary shall attend all meetings of the Members and of the Board, and prepare, keep, or cause to be kept, a true and complete record and minutes of the proceedings of such meetings, and shall perform a like duty, when required, for all committees appointed by the Board. If required, the Secretary shall attest the execution by the Corporation of deeds, leases, agreements and other official documents. The Secretary shall attend to the giving and serving of all notices of the Corporation required by this Code of By-laws, shall have custody of the books (except books of account) and records of the Corporation, shall be responsible for authenticating records of the Corporation, and in general shall perform all duties pertaining to the office of Secretary and such other duties as this Code of By-laws, the Board or an officer authorized by the Board may prescribe.

Section 4.10. Assistant Officers. The Board may from time to time designate and elect assistant officers who shall have such powers and duties as the officers whom they are elected to assist shall specify and delegate to them, and such other powers and duties as this Code of By-laws of the Board may prescribe. An Assistant Secretary may, in the absence or disability of the Secretary, attest the execution of all documents by the Corporation.

Section 4.11. Delegation of Authority. In case of the absence of any officer of the Corporation, the Board may delegate the powers or duties of such officer to any other officer or to any director, provided a majority of the entire Board concurs therein.

Section 4.12. Executive Director. The Board shall select the Executive Director who shall serve at the pleasure of the Board and shall not be an officer of the Corporation. The Board shall perform an annual evaluation (the "Annual Evaluation") of the Executive Director. Each Board member shall participate in preparing the Annual Evaluation. The contents of the Annual Evaluation shall only be disclosed to the Board and the Executive Director. The Board may remove the Executive Director with or without cause.

ARTICLE V.

Loans to Officers and Directors

The Corporation shall not lend money to or guarantee the obligations of any officer or director of the Corporation.

ARTICLE VI.

Prohibited Activities

Notwithstanding any other provision of this Code of By-laws, no Member, director, officer, employee or agent of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954, as the same may be amended or superseded from time to time ("Code"), or any successor provision or provisions thereto.

ARTICLE VII.

Miscellaneous

Section 7.01. Execution of Contracts and Other Documents. Unless otherwise ordered by the Board, all written contracts and other documents entered into by the Corporation shall be executed on behalf of the Corporation by the President. The Board may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by this Code of By-Laws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the Corporation; such authority may be general or confined to specific instances.

Section 7.02. Investments. The property, assets and funds of the Corporation may in furtherance of the purposes of the Corporation be invested in such shares of stock, whether common or preferred, bonds, notes, mortgages or other securities or other personal property or real estate as the Board may from time to time authorize and approve; provided, however, that no investment shall be made in such a manner as to subject the Corporation to tax under Section 494 of the Code.

Section 7.03. Fiscal Year. The fiscal year of the Corporation shall be from January 1 to December 31.

Section 7.04. Deposits. All monies of the Corporation shall be deposited in the name of the Corporation under such conditions and at such financial institution or financial instructions as shall be determined by the Board.

Section 7.05. Budget. The annual budget of estimated income and expenditures of the Corporation, and all revisions thereof, shall be approved by the Board. No expenses shall be incurred in excess of budgetary appropriations without the prior approval of the Board.

ARTICLE VIII.

Amendment to By-laws

Section 8.01. This Code of By-Laws may be repealed, altered or amended by a new Code of By-laws adopted by the Board; provided, however, that an amendment to the Code of By-laws of the Corporation to increase, decrease, or otherwise change the vote required for a Member action must be approved by the Members.

*Revised 1/2015

OUR DEFINITION OF A SUSTAINABLE COMMUNITY

As a lead partner in the Mid-North Quality of Life Plan, we have practiced that authentic and lasting community is not something you can construct, purchase, or have given to you. Represented by the following values, true community is something that each of us ultimately creates for ourselves, from within ourselves, and it comes only from a holistic and sustainable mindset.



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MAPLETON-FALL CREEK DEVELOPMENT CORPORATION'S 2015 BUDGET

Revenue

Grant Income	1,790,000
Contributions	40,500
Property Management Fees	107,546
Sale of Property	1,540,000
Rental Income	129,797
Interest & Investment Income	42,000
Other Revenue	62,700
Non Cash Contributions	0

Total Revenue **3,712,543**

Operating Expenses

Payroll	480,000
Professional Fees	82,200

Total Operating Expenses **562,200**

General Operating Expenses

Computer Support	8,100
Advertising and Promotion	23,600
Bank & Service Charges	2,800
Depreciation Expense	3,400
Dues, Subscriptions & Fees	29,960
Small Equipment Purchase/Lease	3,600
Insurance, Taxes - Other	42,600
Meetings & Conferences	39,800
Office Supplies & Expenses	7,200
Office Building and Grounds	2,100
Telephone & Communications	5,604
Utilities - Office Building	11,560
Staff and Board Development	6,000
Other	2,600

Total General Operating Expenses **188,924**

Property Holding Costs

Utilities - Properties	7,000
Interest Expense	6,800
Taxes - Property	6,700
Property Holding Costs	5,500
Property Closing Costs	46,200
Property Holding Costs - Rental	82,000
Maintenance, Lawn Care & Grounds keeping	91,584

Total Property Holding Costs **163,784**

Construction-Related Expenses

Construction Costs - Facade	461,346
Construction Management - Facade	165,384
Construction Costs Home Sales	2,005,799

Total Construction-Related Expenses **2,632,529**

Total Expense **3,547,437**

Net Revenue Over Expenses **165,106**

Appendix A: Community Development Glossary

20/21 Vision

Refers to MFCDC's target area bounded by 32nd Street to the North, College Avenue to the East, Fall Creek Parkway to the South, and New Jersey Street to the West. This area was identified due, in some part, to its high vacancy and crime rate. More importantly though, this area is occupied by residents who want to make a difference and improve their quality of life. 20/21 refers to the tagline "Built in the 20th Century, Revitalized for a 21st Century."

ABCD

Asset-Based Community Development; a methodology that seeks to uncover and highlight the strengths within communities as a means for sustainable development. Instead of focusing on a community's needs, deficiencies, and problems, the ABCD approach helps them become stronger and more self-reliant by discovering, mapping, and mobilizing all their local assets.

AMI

Area Median Income (see also *MFI Median Family Income*); the middle income level in a particular metropolitan area; 50% of households earn *more*, and 50% of households earn *less* than the Area Median Income.

Brownfield

Previously developed property, the expansion, redevelopment, or reuse of which may be complicated by the presence or potential presence of a hazardous substance, pollutant, or contaminant. Examples- gas station site, dry cleaners site, and some industrial sites. <http://www.indygov.org/eGov/City/DMD/ED/Brownfields/home.htm>

BZA

Board of Zoning Appeals; the Board of Zoning Appeals holds public hearings and makes decisions of variances of the zoning ordinances, special exceptions specifically allowed by the zoning ordinances, appeals of administrative decisions, and approval petitions for modifications.

CDBG

Community Development Block Grant; a federal community development program supported by HUD; CDBG funds are administered by DMD in Indianapolis, by IHCD in other parts of Indiana. CDBGs help fund MFCDC's homeowner repair program.

<http://www.hud.gov/offices/cpd/communitydevelopment/programs/>

CDC

Community Development Corporation; non-profit agencies (typically) that support neighborhoods by providing housing production, economic development, and an array of social support services.

http://imaps.indygov.org/ed_portal/template.asp?page=neighborhoods_cdcs

CHDO

Community Housing Development Organization; private nonprofit organizations that have, among their purposes, the provision of decent housing that is affordable to low-income and moderate-income persons. Non-governmental organizations that receive HOME funds must be CHDOs.

<http://www.hud.gov/offices/cpd/communitydevelopment/programs/>

CDLC

Community Development Law Center; CDLC provides legal and technical assistance to nonprofit organizations whose missions include serving low-income individuals and neighborhoods. Services include helping start organizations addressing ongoing legal issues, and helping with revitalization activities. For more information, call CDLC at 921-8806 or visit: www.cdlawcenter.org

CICF

Central Indiana Community Foundation; a collaborative effort between the Indianapolis Foundation and Hamilton County Legacy Fund. Since 1997, CICF is committed to improving and strengthening the communities of the Indianapolis metropolitan region. The concept of CICF is to build, over time, substantial endowment funds for central Indiana communities through contributions large and small.

www.cicf.org

Creative class

A group believed by some sociologists, including Richard Florida, to be a key driving force for economic, social, technological, and cultural development and demographic trends of post industrial cities in the U.S.

<http://www.creativeclass.com/>

CSO

Combined Sewer Overflow; an overflow of the combined sanitary and storm sewers, usually during periods of heavy rain. The DPW pilot project at College and Fall Creek Parkway is an attempt to manage CSO in Mapleton-Fall Creek.

Deconstruction

The systematic disassembly of a building, usually to salvage building materials for future reuse.

<http://www.resourceventure.org/rv/issues/building/get-started/cons-wste-mgmt/deconstruction/index.php>

DMD

City of Indianapolis Department of Metropolitan Development. DMD distributes MFCDC's HOME, CDBG, NSP funds. <http://www.indygov.org/eGov/City/DMD/Community/Grants/home.htm>

DPW

City of Indianapolis, Department of Public Works <http://www.indygov.org/eGov/City/DPW/home.htm>

DSI

Delaware Street Initiative – a focused redevelopment effort undertaken by MFCDC in 2000. Repairs on approximately 36 houses were completed over an 8 year period, including repairs made for low income homeowners, rehabs sold to low income families, and new construction.

FOCUS

Fostering Commercial Urban Strategies; an innovative partnership of the Local Initiatives Support Corporation (LISC), the Central Indiana Chamber of Commerce, and the Indianapolis Coalition for Neighborhood Development (the coalition of the 13 CDCs in Indianapolis). Designed to jump start commercial development in core urban neighborhoods in Indianapolis and create dynamic models for community-supported revitalization. Working closely with the City of Indianapolis, FOCUS will combine the efforts of the partners, neighborhood residents, developers, and private business leaders towards restoring goods, services and jobs to inner city. This initiative was formerly known as Indianapolis Urban Economic Development Initiative (IUEDI). For more information, call 396-0588 or visit: <http://www.lisc.org>

GINI

Great Indy Neighborhoods Initiative; a neighborhood-driven community development partnership currently underway in six Indianapolis neighborhoods resulting in collaborative action and comprehensive quality of life plans. <http://www.greatindyneighborhoods.org/>

GIS

Geographic Information System; a means of producing, analyzing, and storing computerized maps.

Greenfield

Land on the periphery of an existing developed area on which there has been no previous Development. In Indiana, generally refers to undeveloped agricultural land.

H&H Violation

Health and Hospital Violation; the Health and Hospital Corporation is Marion County Health Department's arm of public health and safety. When minimum standards for residential property and housing are not met, MCHD will issue an H&H violation. For more information, visit: http://www.hhcorp.org/brd_code.htm

HFH

Habitat for Humanity; a national organization that has as its mission to work... "in partnership with God and people everywhere, from all walks of life, to develop communities with God's people in need by building and renovating houses, so that there can be decent houses in decent communities in which God's people can live and grow into all that God intended." HFH collaborates with churches, corporations, CDCs, social service agencies, and volunteer groups to accomplish their mission. To qualify for HFH programs, applicants must agree to several provisions and there are income requirements. For more information, contact HFH at 921-2121 or visit: www.habitat.org

HMPNA

Historic Meridian Park; one of three Mapleton-Fall Creek neighborhood associations. The neighborhood, recognized on the National Register of Historic Places since 1990, features classic Arts and Crafts and American Four-Square architecture among other styles. For more information, visit: www.historicmeridianpark.org

HOME

A federal affordable housing program supported by HUD; HOME funds are administered by DMD in Indianapolis, by IHCD in other parts of Indiana. HOME funds help MFCDC's new construction and rehab for homeownership endeavors. <http://www.hud.gov/offices/cpd/affordablehousing/programs/home>

HOR

Homeowner Repair Program; A program that focuses on assisting current neighborhood homeowners obtain necessary and or emergency repairs.

HoTIF

Housing Tax Increment Financing District; Indiana law makes special provisions for a TIF district that benefits residential development for low and moderate income households. Funds available in this type of TIF can be used for public improvements or a housing program. A HoTIF can only be created in a redevelopment area.

HUD

U.S. Department of Housing and Urban Development. <http://www.hud.gov>

IACED

Indiana Association for Community Economic Development; a statewide nonprofit association for organizations who rebuild distressed communities. Activities include housing rehabilitation and construction; employment generation; real estate; industrial and small business development; and social services. Founded in 1986, IACED promotes and supports its members efforts through training, technical assistance, and public policy advocacy. For more information, contact IACED at 464-2044 or 920-2300 or visit: www.iaced.org

ICND

Indianapolis Coalition for Neighborhood Development; a non-profit umbrella organization that facilitates communication, cooperation and collaboration between CDCs. <http://www.icndindy.org>

IHCDA

Indiana Housing and Community Development Authority. IHCDA administers MFCDC's NAP Tax Credit program. http://ihcda.in.gov/nonprofits_programs.aspx

IHPC

Indianapolis Historic Preservation Commission; a nine member board appointed by the mayor with a professional staff; operates as a division of the City of Indianapolis DMD. All sites under development have to be evaluated by this Commission. <http://www.indygov.org/eGov/City/DMD/IHPC/home.htm>

INHP

Indianapolis Neighborhood Housing Partnership; a local non-profit organization that provides mortgage and credit counseling to low-moderate income homebuyers and technical assistance to CDCs. MFCDC receives most of its technical support from INHP. <http://www.inhp.org>

INRC

Indianapolis Neighborhood Resource Center; a non-profit organization that assists neighborhood-based groups through Asset Based Community Development; GINI partner. Among other things, ICND offers accreditation in community building through the Community Building Institute and delivers the Public Allies Program in Indianapolis. <http://www.inrc.org>

IPS

Indianapolis Public Schools; the school corporation with boundaries that are essentially coincident with the old city limits for the City of Indianapolis. For more information, call IPS at 226-4000 or visit: www.schools.ops.k12.in.us

IRS Form 990

A return that charities and other tax-exempt organizations are required to file annually. It provides information on the filing organization's mission, programs, and finances.

KIB

Keep Indianapolis Beautiful, Inc; KIB engages residents in beautifying the City, improving the quality of the environment and fostering pride in the community. KIB is a nonprofit organization and is supported by corporations, foundations, individuals, civic groups, and a professional service contract with the City of Indianapolis. KIB has beautification programs, education and youth initiatives, litter reduction activities and recycling programs. KIB typically focuses on residential neighborhoods with Indianapolis Downtown, Inc. providing beautification in the downtown area. For more information, call 267-7555 or visit: www.kibi.org

LIHTC

Low Income Housing Tax Credits; an indirect federal subsidy used to finance the development of affordable *rental* housing for low-income households; LIHTC are administered by IHCDA in Indiana.

<http://www.hud.gov/offices/cpd/affordablehousing/training/web/lihtc/basics>

LISC

Local Initiatives Support Corporation; a national community and economic development organization with offices in Indianapolis focuses on comprehensive community development; Among other things, LISC administers the GINI program resulting in comprehensive "quality of life" plans. <http://www.lisc.org/indianapolis>

MBE/WBE/VBE

Minority Business Enterprise/Woman Business Enterprise/Veteran Business Enterprise; a business that is a least fifty-one percent owned by a minority/woman/veteran or minority/woman/veteran who also control and operate the business. Can be certified by the City of Indianapolis or Indiana Minority Supplier Development Council (IMSDC).

To register with the City of Indianapolis, visit: <http://www.indy.gov/eGov/City/DMWBD/MBE-WBE-VBE/Pages/Home.aspx>

To register with IMSDC, visit: www.imsdc.org/

MDC

Metropolitan Development Commission; a nine member board jointly appointed by the mayor, the Indianapolis-Marion County Council, and the Marion County Board of Commissioners that reviews and adopts changes to the Indianapolis-Marion County Comprehensive Land Use Plan. <http://www6.indygov.org/indianapolisinsight>

MFCDC

Mapleton-Fall Creek Development Corporation; Following Trinity Episcopal Churches housing study, neighborhood leaders made improved and affordable housing their top priority in the 1980s. The Mid-North Council established and funded the creation of the Mapleton-Fall Creek Housing Development Corporation (MFCHDC, now MFCDC) in 1985. The corporation is overseen by representatives from all the Mid-North Council churches and the MFCNA, WMNA, and HMPNA. Learning that revitalizing MFC will take more than just affordable housing, MFCDC now utilizes the framework of "comprehensive community development," incorporating housing, economic, and social improvements in all of its efforts. These improvements include, but are not limited to: quality educational opportunities, convenient transportation options, living-wage jobs, affordable health care, community leadership and safe public spaces.

MFCNA

Mapleton-Fall Creek Neighborhood Association; one of three Mapleton-Fall Creek neighborhood associations. Concerned neighborhood residents organized the MFCNA in 1962 to combat deterioration from within. Its first task was to stem the tide of white flight and encourage residents to commit to an integration, an effort that has been on-going ever since. The group, whose slogan has become "Unity in Diversity," provides residents with a forum to discuss neighborhood problems. **MFI** Median Family Income; AMI adjusted for household size; a common threshold for eligibility in *low-income* housing programs is 80% MFI, eligibility for *very low-income* housing programs is 50% MFI. http://www.indygov.org/eGov/City/DMD/Community/Forms_Policies/grants.htm

MNCC

Mid-North Church Council; The mission of the Mid-North Church Council is to foster greater cooperative and collective efforts in the common ministry of the member churches; and, upon consensus of the members, to advocate for public policy and social services which promote and maintain a peaceful, just, and viable neighborhood and community. Formed in the 1970s, the Mid North Church Council is one of the oldest faith-based coalitions in the United States. MNCC is a strong MFC institution. Members: Our Redeemer Lutheran Church, Tabernacle Presbyterian Church, Broadway United Methodist Church, Trinity Episcopal Church, St. Joan of Arc Catholic Church, Mt. Zion Baptist Church, Phillips Temple CME Church, Bethlehem Lutheran Church. For more information, visit: www.midnorthchurch.org

MPO

Metropolitan Planning Organization; a federally mandated professional planning body that is responsible for comprehensive regional transportation planning; operates as a division of the City of Indianapolis DMD <http://www.indympo.org/home.htm>

NAP

Neighborhood Assistance Program tax credits; NAP offers \$2.5 million in tax credits annually for distribution by not-for-profit corporations. Organizations use NAP tax credits as an incentive to help them leverage more contributions from individuals and businesses for certain neighborhood-based programs and projects. Eligible projects include affordable housing, counseling, child-care, educational assistance, emergency assistance, job training, medical care, recreational facilities, downtown rehabilitation, and neighborhood commercial revitalization. All projects must benefit economically disadvantaged areas and/or persons. For more information, visit: <http://www.in.gov/ihcda/2526.htm>

NSP

Neighborhood Stabilization Program; NSP was established for the purpose of stabilizing communities that have suffered from foreclosures and abandonment. Through the purchase and redevelopment of foreclosed and abandoned homes and residential properties, the goal of the program is being realized. In 2009 MFCDC received [NSP1](#) funds, a term that references the NSP funds authorized under HERA (The Housing and Economic Recovery Act of 2008). For more information, visit: www.hud.gov/nsp/

SAVI

Social Assets and Vulnerability Indicators; the Community Service Council and the Polis Center have developed a database of information from sources such as the U.S. Census, the IMPD, the Family and Social Services Administration, and the Marion County Health Department. Information in this database can be displayed on Marion County maps, and provides community snapshots. This database includes information about the people that live in Marion County and their social condition. For more information, visit: www.savi.org

Section 3

The Section 3 program requires that recipients of certain HUD financial assistance, to the greatest extent possible, provide job training, employment, and contract opportunities for low- or very- low income residents in connection with projects and activities in their neighborhoods.

Section 8

The Section 8 Rental Voucher Program increases affordable housing choices for very low income households by allowing families to choose privately owned rental housing. The public housing authority (PHA) generally pays the landlord the difference between 30 percent of household income and the PHA-determined payment standard- about 80 to 100 percent of the fair market rent (FMR). The rent must be reasonable. The household may choose a unit with a higher rent than the FMR and pay the landlord the difference or choose a lower cost unit and keep the difference.

Section 42

Also referred to as Housing Tax Credits, Section 42 encourages developers to build affordable housing to meet the needs of the community. As a condition for receiving Housing Tax Credits, owners must keep the units affordable for a specified number of years. Affordable rents are defined and calculated based on Median Household Income figures published annually by HUD.

SPEA

School of Public & Environmental Affairs at Indiana University, Purdue University Indianapolis

<http://www.spea.iupui.edu/index.asp>

TIF

Tax Increment Financing; a method of raising additional capital within declared districts to pay for needed improvements within those districts. The districts are established by the MDC. The base of existing assessed valuation is frozen with the incremental revenues obtained by the taxes on new development in the TIF district then becoming available to fund improvement projects.

WMNA

Watson-McCord Neighborhood Association; one of three Mapleton-Fall Creek neighborhood associations. The Watson-McCord Neighborhood Association (WMNA) was formed in September 2003 by a group of concerned residents sharing the common goal of promoting the stabilization and enhancement of the Watson-McCord neighborhood. The organization received historic designation in 2012. For more information, visit: www.watsonmccord.org