

**Kalamazoo Area Building Authority (KABA)
Board Meeting
December 8, 2016**

The KABA meeting was held at the offices of the Kalamazoo Area Building Authority. Board Chairperson Michelle Mohney called the meeting to order at 2:02 P.M.

PRESENT:
Michelle Mohney, Representative from Comstock Township
Sherine Miller, Representative from Kalamazoo Township
Barney Martlew, At-Large Member

Also present were KABA Building Official Mike Alwine, KABA Attorney Robb Krueger, Comstock Township Supervisor Randy Thompson, KABA Office Coordinator Penny Cassidy, George Cochran and KABA Operations Coordinator / Recording Secretary Kerrie LeClercq.

Approval of Agenda - A motion was made by Mr. Martlew to approve the agenda, seconded by Ms. Miller and carried with a vote of 3-0.

Approval of Consent Agenda – Ms. Mohney pointed out that under the 2017 Meeting Schedule section of the November 17, 2016 minutes, “Tuesday” should be changed to “Thursday”. With the inclusion of that amendment, Mr. Martlew made a motion to approve the consent agenda, seconded by Ms. Mohney, and carried with a vote of 3-0.

Citizen Comments – There were no citizen comments.

2017 KABA Board Meeting Schedule – Ms. Miller made a motion to approve the 2017 KABA Board Meeting Schedule as presented. The motion was supported by Mr. Martlew and carried with a vote of 3-0.

2017 KABA Holiday Schedule – Mr. Alwine passed out a list of the current KABA holidays. He advised the Board that the previous Board had approved those holidays, but he thought it would be beneficial if KABA’s holidays matched those of the Townships that we serve. A motion was made by Ms. Mohney to have the proposed KABA Holiday Schedule brought to the January KABA Board Meeting for approval, and for New Year’s Day 2017 to be observed on Monday, January 2, 2017. The motion was seconded by Ms. Miller and carried with a vote of 3-0.

Appointment of Board Officers – Mr. Krueger advised the Board that the term of office is 2 years and that the only position that must be filled by an elected official is that of Chairperson. He then read the position definitions for Secretary, Treasurer, and Chairperson. Mr. Martlew moved that Ms. Mohney be designated as Board Chairperson and Interim Board Secretary, and that Ms. Miller be appointed as Board Treasurer, effective immediately. Ms. Mohney seconded the motion and it carried with a vote of 3-0. There followed a discussion regarding Ms. Miller replacing Mr. Cochran as the Board signatory on all KABA Bank and Credit Union Accounts. Ms. Mohney moved that Ms. Miller be authorized to act along with previous Board Treasurer, George Cochran, to change the signature cards for each account. Ms. Miller supported the motion and it was passed with a vote of 3-0.

Replacement of At-Large Board Member – In November, Mr. Martlew submitted a letter of resignation, advising that his tenure on the KABA Board of Directors would be ending on December 31, 2017. After some discussion regarding the availability of a replacement, Mr. Martlew graciously offered to extend his service and remain on the Board through March 2017. A discussion was then held regarding the process of replacing the At-Large member. Ms. Mohney suggested that KABA accept applications and resumes and Mr. Krueger recommended that a background check be performed. Ms. LeClercq will create the application for review by the Board at the January 2017 meeting. Ms. Mohney will research the best means of obtaining a background check on applicants. Additionally, Mr. Martlew made a motion authorizing Mr. Alwine to create a Background Check Policy and a Stipend Policy for the At-Large and Resident Board members, to be paid by KABA. Ms. Mohney seconded the motion and it carried with a vote of 3-0. Both Policies are to be presented to the Board at the January 2017 meeting for review and approval.

Appointment of Township Resident Members – Ms. Mohny advised the Board that Comstock Township is accepting resumes for the new Comstock Township Resident Board Member position on the KABA Board of Directors. The Comstock Board hopes to made a choice on December 19 so that the new Board member can participate in the January KABA Board meeting. Ms. Miller indicated that she will confer with Kalamazoo Township Supervisor Ron Reid regarding the need to have a Resident Board Member from Kalamazoo Township appointed.

Discussion of Secant Technologies – Mr. Alwine explained the history of KABA’s interactions with Secant Technologies, the company which became responsible for KABA’s computer needs at the time of KABA’s move to the new location. Ms. Mohny made a motion to proceed with the termination of the contract with Secant Technologies and approving further discussion with IT Right and review of the proposed contract. The motion was supported by Mr. Martlew and carried with a vote of 3-0.

Bank Account Signatories – Motion was made earlier during the discussion regarding the appointment of Board Officers.

Approval and Signing of Resolutions for 401(a) – The signatory on KABA’s 401(a) account is currently the previous Executive Director, Edward Hellwege. To replace his name with that of the Building Official Mike Alwine, new documentation is required, to be signed by the Board Chairperson. Mr. Martlew moved to authorize Ms. Mohny to sign the following forms: Notice of Removal as Trustee, Appointment and Acceptance of Trustee, Adopting Resolution, and the accompanying Amendment, contingent upon her review of the policy following contact with Geoff Lansky at Hartleb Agency. The motion was supported by Ms. Miller and carried with a vote of 3-0.

Approval and Signing of CPA Engagement Letter – Ms. Mohny noted that there is not year indicated on the letter from Siegfried Crandall PC, and suggested that the omission be corrected. Ms. Miller moved that Ms. Mohny be authorized to contact Steve Bryer from Siegfried Crandall PC to include or alter any verbiage in the Engagement Letter that she deemed appropriate. Mr. Martlew seconded the motion and it carried with a vote of 3-0. Mr. Krueger noted that he would bring an Engagement Letter and fee schedule for 2017 legal services for review by the Board at the January 2017 Board meeting. Ms. Cassidy will be contacting Abraham & Gaffney to obtain an Engagement Letter for presentation at the same meeting.

Discussion of Interlocal Agreement – Both the Kalamazoo and Comstock Township Boards have approved the new KABA Interlocal Agreement. Mr. Krueger will now begin working on updating the KABA By-laws. Ms. Mohny moved to authorize the Building Official to begin a discussion with the KABA legal representatives regarding the By-Laws. Mr. Martlew supported the motion and it carried with a vote of 3-0.

KABA Board Member Comments – Mr. Martlew advised the Board that he may have a scheduling conflict with the Board meeting scheduled for January 12, 2017. Ms. Mohny stated that she is looking forward to serving on the KABA Board and helping KABA move forward. She also thanked Mr. Alwine for the presentation that he gave to the Comstock Board.

KABA Staff Comments – Mr. Alwine thanked Mr. Martlew for everything that he has done for KABA and stated that he is looking forward to working with the new Board members and elected officials. Ms. LeClercq and Ms. Cassidy echoed Mr. Alwine’s statements of gratitude for all of Mr. Martlew’s efforts over the years and his dedication to seeing KABA thrive.

There was no further business and the meeting was adjourned at approximately 3:40 PM.

Next Meeting – January 12, 2017 at the KABA Offices at 2:00 p.m.

Drafted: December 19, 2016
Approved: January 12, 2017