

# **KALAMAZOO AREA BUILDING AUTHORITY (KABA)**

## **BOARD MEETING**

**APRIL 21, 2016**

The KABA Board meeting was held at Oshtemo Township Hall. Board Chairperson Deb Everett called the meeting to order at 8:02 AM.

### **Individuals Present:**

**Deb Everett, Chairperson and Oshtemo Township Representative  
George Cochran, Treasurer and Kalamazoo Township Representative  
Carol DeHaan, Secretary and Cooper Township Representative  
Ann Nieuwenhuis, Comstock Township Representative  
Barney Martlew, At Large Board Member**

**Also present: Oshtemo Supervisor Libby Heiny-Cosgwell; Oshtemo Attorney James Porter; Catherine Kaufman of Bauckham Sparks Legal Firm; Jeff Sorenson, Cooper Township Supervisor; Nancy Culp, Oshtemo Township Treasurer; DeAnna Janssen, Oshtemo Township Deputy Clerk; Mike Alwine, KABA Building Official, Jannette Poehlman, KABA Office Manager; Bernie Main**

**Recording Secretary and Transcriptionist: Kerrie LeClercq.**

### **What follows is a complete and verbatim transcription of the Board meeting proceedings:**

Ms. Everett: Ok, it's after 8:00. We'll call the meeting to order. We have the minutes of the April 7<sup>th</sup> Meeting. I don't know if everyone has had a chance to read them. Has everyone had a chance to read them?

Mr. Martlew: I have not.

Ms. Everett: Let's take a couple of minutes and do that.

Ms. Everett: Let me know when you're ready to proceed.

Ms. DeHaan: I'm fine.

Mr. Martlew: I'm fine.

Ms. Nieuwenhuis: I do, do have one proposed change. On the very last page, um, just after we came back from closed session. It says "upon delivery of any KABA equipment", I know we did talk about the laptop, but I believe we used, I used a word that was more inclusive. Because it wasn't just equipment, it was if he had any documents or anything like that. So, I'm not sure how you want that conveyed, but that just sounds like we wanted a piece. But I didn't know if he'd had other documents or whatever. So. And without playing back what I actually said, but it was more inclusive than equipment.

Ms. Everett: So, can we change that to just, um, "property"?

Ms. Nieuwenhuis: That would work.

Ms. Everett: KABA property?

Ms. Nieuwenhuis: That would work.

Mr. Cochran: That would work.

Mr. Alwine: I have a correction, too. Under Employee Personnel Adjustments, discussing Jerry Reitenour becoming part time building inspector. He's going from five days to three days a week. Vacation time wouldn't be reduced by 60%. It would be reduced by 40%.

Mr. Cochran: 40%. Reduced to 60%. I think that's where, I think that's what we were discussing.

Mr. Alwine: Yeah.

Ms. Everett: Any other corrections or changes?

Ms. Nieuwenhuis: I'd make a motion then to approve as amended.

Ms. DeHaan: Support.

Ms. Everett: We have a motion and support to approve the minutes as amended. In favor?

All Board Members: Aye.

Ms. Everett: Opposed? The motion carries. Um, next is approval of the agenda. Does anyone have anything to add? Number six kind of covers everything, so. Ok. We do not have a consent agenda. Do we have any citizen comments on non-agenda items?

Mr. Main: I think that might be me.

Ms. Everett: Ok. Please give us your name and address, and you have four minutes. Thank you.

Mr. Main: My name is Bernie Main and I live at 10339 Sky View Drive. Mike knows where this is. In Oshtemo here. I am with the Homebuilders Association of Western Michigan, and as a community project this year, we are partnering with Hospital Hospitality House of Southwest Michigan, a 501C3, to build one of their new houses on property donated by Borgess on Henson Avenue, ah, right behind the Heart Center. And our pledge to the house is \$750,000 in donated materials, labor, services. And, you know, HBA is acting as the general contractor, another builder, Ken Clock, and myself are the project managers. We're donating all of our time for this project. We're seeking donations from manufacturers, we're getting donated labor, and I'm here to ask if you can help us out on the Building permit. If you could waive all or part of the building permit fees for this project. It's a very worthwhile cause. If you don't know what Hospitality House does, the easiest way to describe it is that it's like a Ronald McDonald House only better. I say better because Ronald McDonald is just for pediatrics, this is for anyone. And in the thirty years they've been in existence, they've never charged anyone to stay there. And they plan on doing that. This is the first of two houses, the other one will be built on property donated by Bronson. And, uh, we've just committed to the first one. So, if we could get some relief on the building permit, I think they're, if they're not all submitted I think the last one is coming in today, the Plumbing one is coming in today. Ah, I think the Electrical is in, and, um, we've dropped Mechanical off, and I think the Building permit is ready, if I remember right.

Mr. Alwine: We're still waiting on a site plan.

Mr. Main: Ok, I, I, I, I've got the final copy of that and I'll get that to you today and get it off to Kalamazoo Township.

Mr. Alwine: Ok.

Mr. Main: That's been approved. The, ah, Kalamazoo County Drain Commissioner has donated the Soil Erosion permit. I know that's not as much as your permit is, but, you know, every little bit helps, so I would ask that you help us out. Thank you. Anybody have any questions?

Mr. Martlew: We appreciate you coming and presenting. Thank you.

Mr. Main: Thank you.

Ms. Everett: The, the question I would have is, and I'm not, I'm not, I would want to know if legally we can do that. Because there might be some rules about, um, using public funds, I'm not sure we're allowed to make that, make a donation.

Ms. Nieuwenhuis: I would also think that we would want it in writing. Um, that you want that particular request and what it's for so that we had, um, legal documentation and work with, ah, KABA staff as to how much money it is. KABA is currently without an attorney, so until we get an attorney, I don't think the Board would be able to do that. We would need to be able to talk to, also, our auditor, and be able to get that. So, I, I don't think it's a quick turn around, but we certainly do appreciate what it is that you're doing, and Hospitality House is a wonderful project. But we also open the door, then, to any other non-profits, like Habitat for Humanity, and others that could be coming. So we probably not only need to check on it, but I would think we would want to have a policy in place.

Ms. Everett: Um, I had a conversation with our auditors last week, actually. They were here working on our financial statements and there was a question about, we have a 501C3 called Friends of the Parks and there was some confusion about who was donating to who, and they had an issue that the Township could not donate to a 501C3, so that's something that we have, we'll have to look into that first.

Mr. Main: I guess my question is, is KABA independent of the Townships or is it part of the Townships, I...

Ms. Everett: Well, it's composed of jurisdiction...

Mr. Main: Right.

Ms. Everett: Member jurisdictions, but it's also a public body, so...

Mr. Main: Ok.

Ms. Everett: And then also, um, there's state law that, about, ah, Building fees are to be collected to support the Building Department. So, that might be an issue, too, as to whether those fees can be used in another manner. We'll just need to look at that.

Mr. Cochran: Madam Chairman. I, I agree with all those. We need to know where we stand. I think that, if, if we can, ah, be of service in some way, ah, whether it's reduced rates, or, or cover the

inspection costs, or whatever, ah, I would be in favor of this and I think everybody else is, too. But, ah, yeah, we need to know for sure. A lot of the rules that govern the townships also, because of the way we're organized, as a, as a intergovernmental agreement operation, are, are similar to what, what governs the townships. So, ah, there are a number of things that we are not allowed to do with taxpayer money, as it were. This, this isn't taxpayer money, but it is, so...

Mr. Main: I guess my question is, if we pick up the permits, if they're ready soon, and I guess pay the publish fees, could we then seek a, would we then be seeking a rebate, or how would that best be phrased?

Ms. Everett: Yeah, I mean if it's ready to go and you don't want to hold up your project, that's probably your best option, and then. Because I don't think we can, we can't act on this until we get more information.

Mr. Cochran: Right.

Mr. Alwine: And then we can do the rebate. If we do find that we could and they chose to, we can rebate you.

Mr. Main: Ok.

Ms. Nieuwenhuis: I do have, ah, since KABA is without an attorney, I just wanted to let the Board know that Katherine Kaufman is in the audience and here to represent K Township and Comstock and I will look to Kate to see if there are opportunities where she might want to be able to share so at least have some information and on others where we need to wait for our own legal representation.

Ms. Kaufman: I, I have no information on, just as [unable to discern what is said here] just said, those are the things you should consider. And I can't provide you any, you know, I can't provide Comstock or K any legal assistance on that right now.

Ms. Nieuwenhuis: Thank you. So, we'll look into that. Are you looking where you're gonna have people actually help with the building, just like Habitat for Humanity does?

Mr. Main: Yes. I mean, for 25 years, ah, the HBA did our fast built house. And, where we go in, and the foundation would be in and they'd all show up in the morning and usually about 24 to 36 hours later the house was done. And we can't do one this size that fast, but it's a similar thing. Yes, we have our, actually I had a couple of gentlemen out, ah, the Deloof, ah, out yesterday donated time to strip the lot, so we've got a lot of interest by our members. I was up in Grand Rapids yesterday, [unknown name] Bricks donated the brick for the house, [unknown name] has donated all the plumbing, Masonite's all the [unknown] doors, and just, Anderson windows gave us a great price on windows, I mean, it just keeps, the dominos keep falling.

Ms. Everett: And where is this going to be located?

Mr. Main: Do you know where the Heart Center is?

Ms. Everett: mmmm-mmmm.

Mr. Main: Right behind it. The Heart Center's on Shaffer, the road behind it is Henson and it's right behind it.

Ms. Everett: Oh.

Mr. Cochran. Yeah, it's...

Ms. Nieuwenhuis: Well, I personally would be interested in being able to do it. Maybe we can help best being able to find out [unknown]. Thank you.

Mr. Cochran: Its walk access to the hospital.

Mr. Main: Yes. Currently they're on South Street in a beautiful 150 year old house with steps everywhere, non-ADA. They've got five living areas, nineteen beds, three bathrooms, with, and, uh, nob and tube wiring inside the house yet, and this will, ah, replace that with, you know, ADA, single level, accessible, ah, they're constantly turning people away that can't stay there because they can't negotiate the steps. They have about 3300 guest nights per year.

Ms. Everett: Ok, any other citizen comments on non-agenda items?

Mr. Porter: I just wanna let the Board know, you asked for a letter from Oshtemo. I've also met with Cooper and in talking with their attorney, we have a draft letter proposing the dissolution. But I have to run it past Mike Homier before I submit it to the Board.

Ms. Nieuwenhuis: You have to run it past what?

Mr. Porter: Mike Homier? He's the attorney for Cooper. I want him to review it before we submit it to the Board.

Ms. Nieuwenhuis: Ok.

Ms. Everett: Um, next on our agenda is a list of operational issues that we need to take some direction on. Um, I don't know who, who put this list together. I don't...

Mr. Alwine: I can, ah, the first one is on April 8<sup>th</sup> we received a resignation letter from attorney James Porter that he will no longer be representing KABA. The Board needs to, ah, make a motion or vote on accepting it.

Ms. Everett: Ok. Do we have a motion to accept Attorney Porter's letter of resignation?

Ms. DeHaan: I'll make that motion.

Ms. Everett: Support. I'll support that. We have a motion and support. Any discussion? All in favor say "Aye".

All Board Members: Aye

Ms. Everett: Any opposed? Motion carries. Um, processes to finalize the Executive Director's resignation. So, you're looking for someone to draft a, an acceptance letter?

Mr. Alwine: Yeah, we have not had a, the former Director has not signed a resignation letter. So, we need to have one drafted so we have his formal resignation.

Mr. Cochran: Either submitted from him or, or, or drafted for him to sign.

Mr. Alwine: Yeah.

Ms. Nieuwenhuis: Well, the understanding was that, ah, we had asked Mr. Porter to be able to handle the resignation, ah, from Mr. Hellwege and a number of items were not followed through with, including getting written resignation from him, so now we need to back track and try to be able to have something in the file.

Mr. Porter: Where is that in the minutes? You told me to get the equipment out of his office and that's all you said.

Ms. Nieuwenhuis: Um, I'm gonna look at...

Ms. Kaufman: No, I have no, I have no comment other than I just didn't know, do you, do you have this kind of cross...

Ms. Nieuwenhuis: No, we don't.

Mr. Porter: Well, I'm not gonna let somebody sit here and lie.

Ms. Nieuwenhuis: My understanding when I was asking for our attorney, at that point I didn't realize he was removing himself from being our attorney, ah, there were certain steps that needed to be done and Mr. Porter was quick to point out all the items that did not happen and so now KABA is in some difficult positions right now in that we have a, an Executive Director who came out of closed session, resigned, the Board accepted it, and nothing is being done to protect KABA as to what needs to be done. So, the Building Official is asking for assistance here from the Board as to what we need to do in getting an acceptance letter as well as finishing up all the other items that need to occur. So, since we do not have legal counsel, it makes it very difficult for the Board to be able to figure out how we get that. So, I believe what Mr. Alwine is asking is do we draft something that comes from the minutes indicating that we are accepting his verbal resignation without written documentation. Or how would you like to proceed, Madam Chairman?

Ms. Everett: Well, um, in other instances, er, that I have been involved with, um, if we knew this was coming, a letter would have been presented to him at the time. You would, you know, there would have been a letter there for him to sign.

Ms. Nieuwenhuis: Well, I don't know how we would have known ahead of time. We went into closed session to have a discussion, and Mr. Hellwege then came out, spontaneously saying that he would resign. So, there is no way we would have been able to anticipate it, because we went in to be able to have a discussion.

Ms. Everett: Well, I, I, I'm not gonna argue about it, but I don't agree, I don't think that's correct. But anyway, um, I'm happy to draft a letter. Um, and then as, far as, as his final pay goes, um, I believe that the minutes said, and my recollection of the discussion was that, that what happened, ah, the 60 day's pay would be in one full check upon delivery of any KABA, which we've now changed to property, and, ah, that property has been returned.

Ms. Nieuwenhuis: I don't believe we have passwords. Am I correct that there were passwords that the Executive Director and we've not received those?

Ms. Poehlman: He has not turned in anything specifically to me, so, and then, there was files.

Ms. Everett: Well, Mr. Porter and I sat in his office while he cleaned out his office and he only took his personal belongings. He had the laptop at home, he brought that in, and I, and I brought that in to you, the next day or the day after, I can't remember which. So, as far as I know, everything has been returned, because when he, he left with only his personal belongings.

Ms. Poehlman: Ok. We have files that are gone.

Ms. Everett: Such, can you make a list? Can you provide a list of what those are?

Ms. Poehlman: I can provide a list, do you, I mean, ah, I don't know what I can and can't do at this point, so.

Ms. Everett: Well, I mean...

Mr. Cochran: You can provide a, because you have a list...

Ms. Everett: We're still a KABA Board and I think that you can answer questions from any KABA member.

Ms. Poehlman: Ok.

Mr. Cochran: Right.

Ms. Poehlman: We have a list of deleted files.

Ms. Everett: If you have a list of, a list of things you don't have...

Ms. Nieuwenhuis: There's a ninety....Jannette, that's a list of what we're missing?

Mr. Cochran: Tell us what, tell us what this is.

Ms. Poehlman: This is ninety four pages of deleted documents that were deleted the evening of 4-7, um, off of the shared drive, KABA shared drive. There's over one thousand documents removed.

Ms. Everett: What kind of documents?

Ms. Poehlman: Um, there is personal, of course, there is, um, the name on the files are, were, Michelle Mohny, um, performance review Jerry Reitenour, performance reviews. There was general meeting information. One of them just says Michelle Mohny document from the 14<sup>th</sup>. Um, executive director's plan, KABA concepts, um, Ed, his employment understanding, um, proposal for KABA, that just says proposal, proposal, KABA organizational plan...

Ms. Everett: Well, it sounds like some of those documents...

Ms. Poehlman: A meeting that he had with Michelle...

Ms. Everett: Would exist someplace else, besides just, on his, on his computer.

Mr. Alwine: Well, they were in Share Point.

Mr. Cochran: They were on the shared drive.

Ms. Poehlman: They were in our Share Point.

Mr. Alwine: They were on Share Point.

Ms. Poehlman: They were on Share Point.

Mr. Alwine: So they were available to everybody.

Mr. Cochran: Out of the shared drive.

Mr. Alwine: Yeah. They were deleted out of Share Point, so...

Ms. Poehlman: The, the files...

Ms. Nieuwenhuis: They're no longer available?

Mr. Alwine: They're no longer available.

Ms. Poehlman: Are no longer available to us. I mean, we can retrieve, I called IT Right, we can retrieve them, and, but we just have to give them a list of what we want to retrieve. So, it's...

Mr. Cochran: That, that, that was gonna be my, my suggestion. Knowing that even though they're deleted in the share drive, they are retrievable out of the, out of the cloud by the right people. By the right operation. Ah, I think this needs, I think these need to be retrieved. They're, they're, they're KABA information, they're KABA property. And for, for, for to be, to have been done, is, is obviously not, not a proper reaction. Ah, but ah, ah, my suggestion would be that, that, ah, we ask IT Right to, ah, give them the list and have them pull them all back. It may cost us a little money. Pull them all back, then sort out what, and, and we can delete some stuff that isn't, isn't relevant. But there may be information in there that, that we need to have a [unknown], or be able to access all the time.

Mr. Porter: Madam Chairman? I...

Ms. Nieuwenhuis: Excuse me. This is a Board meeting and not public comment time.

Ms. Everett: Carol had a comment.

Mr. Porter: Are you the Chair?

Ms. Everett: Carol had a comment. Just a second. Carol had a...

Ms. DeHaan: Yeah. Mike? Michelle Mohny works at Comstock now. Running for Clerk. Why would we need to retrieve those documents?

Ms. Nieuwenhuis: Because she was an employee of KABA.

Mr. Cochran: Because she was an employee.

Ms. Nieuwenhuis: Those are employee documents.

Ms. DeHaan: I'm, I would assume that if it's anything that's, that happened, like performance reviews or whatever, that that would be in the employment file.

Ms. Nieuwenhuis: Those are things that are on, they're, we need to be able to put back everything that was there. There was no way to be able to allow somebody to come in. Number one, I don't what that employee was doing. What were the times?



Mr. Porter: That's what I wanted to know. I, I, all I'm saying is we were there to try to exit him from the building without this happening, how did it happen is all I wanted to know?

Ms. Nieuwenhuis: Alright. I mean, what time was that done at?

Ms. Poehlman: Um, ah, the last one was at 8:28 PM, the first one began at 6, at, ah, those were during the day, but, the evening ones started at 4:56 PM and it continued until 8:28 PM in the evening. So, it would have had to been done from the laptop he was using.

Ms. Everett: What's the time frame from IT Right to retrieve those? Did they say?

Ms. Poehlman: Um, he didn't say. I can find out.

Ms. Nieuwenhuis: Jannette, did he have any concerns as to whether or not he would have difficulty in being able to retrieve those?

Ms. Poehlman: He didn't indicate that. I didn't ask. Um, and some of them are actual folders. So, I don't know if it was like the whole folder, how their report comes. I don't know if it's the whole folder, and then there's contents within that. 'Cause, for an example, one of them says reports and memos. Um, I don't know if there's a, a, more documents within that folder, 'cause the whole, it just shows the picture of the whole folder and then it gives where it's at on the share drive, who deleted it, the date and time.

Ms. Everett: And these are items that, that you don't have on...he hadn't forwarded or...

Ms. Poehlman: No.

Mr. Everett: Given any files to you since you started as office manager to...

Mr. Alwine: They were all in Share Point. We all had access to one...

Ms. Poehlman: Everybody had access to it.

Mr. Alwine: Share Point's like a hub, we all had access to it.

Ms. Everett: So you don't have a, excuse me, I'm not a tech person. You don't have a, like a network where you have a drive that you go, where you save things.

Ms. Nieuwenhuis: It's that.

Mr. Alwine: That's it. That's where he took them out of.

Ms. Everett: Everybody can get into everybody else's stuff?

Ms. Poehlman: This is our Z drive. Just like anybody's, it is, it, it's like in any company where you have a universal drive that everyone has access to for company documents. And then in, within that, you can password protect documents. And then, um, so, it would be, example, I think Oshtemo has a T drive. Ours is the Z drive.

Mr. Alwine: And not everybody, not every staff member has access to the Share Point. Just the Executive Director, myself, and Jannette have access to Share Point.

Ms. Poehlman: No, everyone has access to Share Point.

Mr. Alwine: Oh, they do?

Mr. Cochran: Yeah.

Ms. Poehlman: Yeah, everyone has to have to. All the Admin staff, yeah.

Mr. Alwine: Ok, I wasn't aware that they did.

Ms. Poehlman: If you're, if you're...

Mr. Alwine: But, yeah, certain things can be password protected.

Ms. Poehlman: If, if you're an employee, you have access to the Share Point.

Ms. Nieuwenhuis: So...

Ms. Poehlman: Independent contractors don't have access to it, but any employee.

Ms. Nieuwenhuis: So, the, I, the person that you have doing the, um, server, is the same one that Comstock has. So, it can be on Serve Point, but it also can be password protected. And unless we have the Executive Director's passwords, they may not be able to go in and take it off.

Ms. Poehlman: Well, and they may, those may be in those boxes. I didn't look for them, so if the desk was emptied out, it's possible it's within the boxes. I can dig for that.

Ms. Nieuwenhuis: Well, it seems to me that the possibility we could ask the Chair to make a call, um, to Mr. Hellwege, and ask him, and identify, and let him know that we do have, whatever that document, how many pages that is, and ask for passwords, and then I believe that Mr. Cochran is suggesting that we would go ahead and have IT Right be able to place those back onto the server. I would then like to see what the cost of that is. I would want the cost of that to be taken out of Mr. Hellwege's check. Which means we would not be sending him a 60 day check until we have, uh, an actual accounting of the damage he has caused the organization.

Ms. Everett: I'll be happy to ask him about the passwords.

Ms. Nieuwenhuis: Thank you.

Ms. Everett: Um, I'm not sure that we can hold up his severance pay in that manner. I mean, usually you have a very short time, time frame to get someone their final payment.

Ms. Nieuwenhuis: I don't know. We don't have legal counsel to be able to ask.

Ms. Everett: Well, if there are no objections, I would like to ask ours, and if you're like to ask Ms. Kaufman, we can ask both of them. If they...

Mr. Martlew: I object. I object.

Ms. Nieuwenhuis: I do, too. KABA has to have its own attorney, so.

Mr. Cochran: Ah, I, Madam Chairman. I don't think it makes much difference. The, the cost, ah, we could have the cost in, ah, in probably about seven minutes if Jannette were to go make a call to IT Right, they could tell us and if it was 97 pages or however many entries in there, ah, I don't think there's a problem with, with being able to get a cost or at least get a cost today. Ah, but I would, I, I definitely

would move that we ask IT Right, regardless of what the cost is, and regardless of whether we take it out of Mr. Hellwege's check, that every piece of it, every bit of that, be recovered for us. Its KABA information, it was done on KABA business, as KABA business and it, we need to have it where it's accessible on the S drive, like it was before. Ah, it's, it's just a matter of doing business properly. And I'm making that a motion right now.

Ms. Everett: We have a motion. Do we have a second?

Ms. Nieuwenhuis: Could you, um, clarify the motion?

Ms. Everett: I believe he's making a motion to, ah, contract with IT Right to restore the files that have been deleted.

Mr. Cochran: Exactly.

Ms. Nieuwenhuis: All the files?

Mr. Cochran: All the files. Every bit of it.

Ms. Nieuwenhuis: Ok. I support.

Ms. DeHaan: Can I see that, please?

Ms. Poehlman: Mmmm-hmmmm.

Ms. DeHaan: A lot of this is Rotary stuff.

Ms. Poehlman: There's...

Ms. Nieuwenhuis: It's what?

Ms. DeHaan: Rotary stuff. So do we really want to pay to have that...

Ms. Nieuwenhuis: What would Rotary stuff be doing on a KABA...

Mr. Cochran: Shared drive.

Ms. Nieuwenhuis: On a shared drive...

Mr. Cochran: For KABA.

Ms. Nieuwenhuis: On a work, on a work thing, what, what is something like that being, why is that on there?

Ms. DeHaan: Well, I think a lot of it...

Mr. Cochran: It's inappropriate. To be on there.

Ms. DeHaan: Well, a lot of people that, ah, are employed, do do things on their...

Ms. Nieuwenhuis: It's on their computer, but they don't put it on the shared drive.

Mr. Cochran: Right.

Ms. DeHaan: I think we need to look at this just in terms of our budget and we need to decide, I, I agree, George, anything related to KABA, but...

Mr. Cochran: There's a, there's a, Carol, there's a stronger point there. The stuff that's, that's Rotary, and so forth, should not have ever been on KABA's shared drive. That's our organization. That's our operation. That's private. He should have had that on a separate, under a separate heading somewhere else in his...he can put it in his computer, we all have stuff on our computer that are, are personal, but it's not on the shared drive. You may not have a shared drive. We do.

Ms. DeHaan: Well, I understand what a shared drive is, and we do have a shared drive, but I want, would want to talk with someone from IT Right. Does it go to the shared drive automatically?

Mr. Cochran: No.

Ms. Poehlman: No.

Mr. Cochran: No.

Ms. Poehlman: No. You have, you select where you want to save documents.

Mr. Cochran: Right. No. You, you decide, you determine when you open your computer where you're gonna put them.

Ms. DeHaan: I, I'm just not confident that we have to go, to have all of this. I...

Mr. Cochran: Well...

Ms. Nieuwenhuis: Well, what says that the title there is what it is? I, I'm sorry. I have no way of knowing the files that he deleted could have a name on it and it's totally something different. So, I do want every single document put back on.

Mr. Cochran: Please.

Ms. Nieuwenhuis: And then the KABA staff need to be able to go through it and figure out what it is. And if you don't want to have to take and have Mr. Hellwege pay for that, that's perfectly fine so we don't have to hold this up. But...

Mr. Cochran: Madam Chairman?

Ms. Nieuwenhuis: That is irreprehensible behavior.

Mr. Cochran: Madam Chairman, I call a question, please. We have a motion and a second.

Ms. Everett: We have a motion to contract with IT Right to restore all the documents that have been deleted from the shared drive.

Ms. Nieuwenhuis: It's been moved and supported, correct?

Ms. Everett: Yes. All in favor?

Multiple voices: Aye.

Ms. Everett: And opposed?

Ms. DeHaan: Aye.

Ms. Everett: Aye. It has been carried, so, um, Jannette, you will...

Ms. Poehlman: I'll call IT Right.

Ms. Everett: You'll follow through on that.

Ms. Poehlman: Mmmm-hmmmm.

Ms. Everett: Um, as far as the severance pay, um, I'm not in favor of holding that up. I think, um, as a Clerk I process payroll and I've always been told that when an employee is terminated or resigns, that they're supposed to receive their severance pay as quickly as possible. And, that has not happened. Um, I was told, when I asked about it, I was told that it was gonna be processed with the next regular payroll. When I asked about it yesterday, I was told, well I, I sent an email to Jannette and she informed me that she was not in a position to answer that question and that she had referred it to the Building Official. So, I'm not sure where, where it stands or why he hasn't been...

Mr. Alwine: Well, we, we have no problem at all issuing the check, but we, given the situation, Jannette's not authorized to sign it and we need to bring that to the Board to find out who can sign the check and then also, we had questions, we, we, I brought my calculator so we could figure that out. Um, as far as the 60 days compensation, is it work days or calendar days. Guide us in determining the exact amount that the severance pay will be for. And then how to ah, how to issue it, who signs the checks. Um, one of the other things, too, that Jannette had brought up that, although it's not correct, which we were informed of, we've been informed of by Siegfried and Crandall, all the contract laborers are being paid through ADP payroll. Which, that's not correct accounting, but to keep it clean, because that's how we're doing it now, does that come out, would we, would that check come out of, through ADP, or would it come out of an operations account, cut a check from the operations account, where we need guidance as far as where it will also come from.

Mr. Cochran: Ok. Where...question. Ah, 'cause I administer payroll in our office, even though I'm not the Clerk. You know the circumstances.

Ms. DeHaan: Yeah. I know.

Mr. Cochran: Um, where has his checks been coming out of?

Mr. Alwine: They've all come through ADP. Everyone. Contract and employees.

Mr. Cochran: Everything's gotta come out of ADP.

Mr. Alwine: Ok.

Mr. Cochran: Same place, same place.

Mr. Alwine: Ok.

Ms. Poehlman: Yeah. If I may speak, Siegfried and Crandall has to correct the 1099's every year, so it'll just be part of the corrections, so...

Mr. Cochran: Right, and, and in the future it'll be taken care of.

Mr. Alwine: [unknown] for an upcoming agenda meeting to make those corrections.

Ms. Nieuwenhuis: So, can the minutes reflect that we have, are you indicating that for the next meeting we wanna be able to address the inconsistencies, or the incorrect payroll procedure?

Mr. Alwine: Correct.

Mr. Cochran: Ah, can, I have a question. The audit will not be available for us on the next meeting, right?

Ms. LeClercq: It's not until May.

Mr. Cochran: That's what I...

Mr. Alwine: Yeah, yeah, May 11<sup>th</sup>.

Mr. Cochran: I, I, I would like, I'd like to have the auditor have our review before we make all the corrections, so that we make sure we do them, that we put them in the right, in the right places. I, and, and we make the corrections and, and, and get our accounts lined up properly.

Ms. Nieuwenhuis: I wasn't asking so that we'd be able to make the correction, I'd just like to know what the error was.

Ms. Everett: Related to the 1099's.

Mr. Cochran: Yeah.

Ms. Everett: Ok. Let's drift back to the topic, here, which is Mr. Hellwege's severance pay. Um, 60 days, I mean, he was paid, he was an annual salary...

Mr. Cochran: So, it would be calendar 60 days.

Ms. Everett: Paid bi-weekly, so 60 days is 60 days.

Mr. Cochran: It's calendar 60 days.

Mr. Alwine: 60 calendar days?

Mr. Cochran: Yeah.

Mr. Alwine: Ok.

Ms. Everett: Well, that would be...

Mr. Cochran: Ah, he, he gets paid so much in each 365...times 60. Divide it by 365, multiply it by 60, and that's his pay.

Mr. Alwine: That would come out to \$10,684.93.

Ms. Nieuwenhuis: That doesn't seem...I, I, it...

Mr. Cochran: Its two full months.

Ms. Nieuwenhuis: Its two full months?

Mr. Cochran: Think about it.

Mr. Alwine: Yeah.

Ms. Nieuwenhuis: Ok.

Mr. Alwine: It's \$65,000 a year, annual salary. So, 65,000 divided by 365 days, times 60 days, would be \$10,684.93.

Ms. Everett: And then, the days he worked that week.

Mr. Alwine: Ah, let's see. Pay ran from the 4<sup>th</sup> to the 17<sup>th</sup>, so...

Ms. Poehlman: Yeah, that, I'm sorry, can I correct that, I'm sorry, Mike, on the calculations. Is that, not, 60 calendar days, so basically...

Mr. Cochran: It's no, no, no, it doesn't it, it, he gets paid 365 days...

Ms. Poehlman: Ok.

Mr. Cochran: Regardless. Alright?

Ms. Poehlman: Yup. Yup, yup, yup. You're right.

Mr. Cochran: Because his salary, contract salary.

Ms. Poehlman: Ok.

Mr. Alwine: Ok.

Ms. LeClercq: Can I just get the confirmation that it was \$10,684.93? Is that...

Mr. Alwine: Yes. That's correct.

Ms. Poehlman: Plus...

Mr. Cochran: Plus the pay period ran from the 4<sup>th</sup> to the 17<sup>th</sup>, so there'd be the 4<sup>th</sup>, 5<sup>th</sup>...

Ms. Everett: Four days.

Ms. Poehlman: Four days.

Ms. Everett: Four days of the pay period that he was here...

Ms. Nieuwenhuis: Before he resigned.

Mr. Cochran: Ok.

Mr. Alwine: Plus the four days.

Mr. Cochran: Right. So, it's 64 days.

Mr. Alwine: So, that would be plus \$712.33.

Mr. Cochran: So, give us...

Mr. Alwine: Which would be \$11, 397.26.

Ms. Everett: And that, and I believe that needs to be issued as soon as possible.

Mr. Cochran: I agree with you.

Ms. Everett: Because with a severance situation, you can't...

Mr. Cochran: I, I totally agree. If, if, if anything else is, comes down the road at a later time and there's, and there's any, any cost or something that we, that we honestly feel we should go after in small claims court or something, we can do that.

Ms. Nieuwenhuis: So I will remove my request that we, ah, would hold that to be able to add in the cost of bringing back all of the items that were deleted from the server.

Mr. Alwine: Is there anything else that we will need as far, will we need any signatures or anything? If we run it through ADP?

Ms. Poehlman: We do not. If we run it through ADP and as soon as this meeting adjourns, I will handle both of these immediately and, ah, ADP, now that I have confirmation of what the pay is supposed to be, he can have it in his checking account, ah, by tomorrow. It's, as long as it's there before, I call it in before noon today.

Mr. Alwine: Ok.

Ms. Nieuwenhuis: So, with both the Chair and the Treasurer's experience, ah, and, and Carol, I don't know if you're involved with payroll at Cooper, but do you feel that we're following the rules that we need to be following?

Ms. DeHaan: Yes.

Mr. Cochran: Yes.

Ms. Nieuwenhuis: Ok.

Ms. Everett: Alright. I'm assuming we don't need a motion for that where everyone's clear on.

Ms. Nieuwenhuis: I'd like a motion. I think it's...

Mr. Cochran: I, I...

Ms. Nieuwenhuis: Important that we have it in the minutes.

Mr. Cochran: Are you moving?

Ms. Nieuwenhuis: No, I'm not gonna make that...

Mr. Cochran: I'll move that, that it be, that \$11,397.26 gross pay be, ah, processed for, ah, Mr. Hellwege, as his, as his termination, ah, contract, ah, clause, ah, ah, calls for. Plus the four days of actual...

Mr. Martlew: It does include...

Mr. Cochran: Which included the 60 days and the four days of actual...



Ms. Everett: I'm sorry, what were you saying?

Mr. Martlew: Oh, I just said that the amount that George cited was actually inclusive of the...

Ms. Everett: Correct.

Mr. Martlew: The four days that George worked.

Ms. Everett: Correct.

Mr. Cochran: Yeah.

Ms. Everett: Anyone second?

Mr. Martlew: I second.

Ms. Everett: We have a motion and support. All in favor say Aye.

Multiple voices: Aye.

Ms. Everett: Any opposed?

Ms. Nieuwenhuis: Aye.

Ms. Everett: Motion carries. Alright. Discussion point number three, legal representation. Um, with where we are in the process of working our separation agreement, I, I'm not sure that KABA proper needs legal representation. I mean, each of the jurisdictions has legal representation to represent their interests in this, so, um...

Ms. Nieuwenhuis: Well, but KABA has...

Ms. Everett: In acting in our best interest also acts in the jurisdiction's, er, the, acting in our best interest transfers to acting in KABA's best interests.

Mr. Martlew: I do not agree with that statement.

Ms. Everett: I'm sorry?

Mr. Martlew: I unconditionally reject the validity of that statement. KABA is a separate entity from Oshtemo Township. Oshtemo has its interests and KABA has its. And Oshtemo should not have the right to dictate...

Ms. Everett: I didn't say that.

Mr. Martlew: I'm simply saying, you said KABA doesn't need to have legal representation. Your position, I do not agree with that. KABA desperately needs legal representation at this juncture.

Mr. Cochran: Ah, ah, Madam, Madam Chair? I can tell you that KABA does need legal, its own legal representation, because the Kalamazoo Township Board, ah, by at least, at least the, the Executive Committee of the Kalamazoo Township Board, ah, disputes, ah, dissolution. We are, we are not going to allow dissolution, if possible, dissolution of KABA. KABA will exist if, if any of the entities in the, in KABA want to, want to withdraw, they have a perfect right to do so. It's in the agreement, it's everything that's there, and they're welcome to withdraw, we don't care. We're not going to dissolve KABA.

Ms. Nieuwenhuis: And the Executive, um, Administration from Comstock Township also feels strongly this way. Ah, and we did meet with our township attorney yesterday. Um, Ms. Kaufman, I don't know if you have anything that you want to be able to share, but we, we feel that there is a need for legal representation for KABA and we are not, we don't stop in the way of anyone to be able to withdraw, but we do not see KABA dissolving.

Ms. Kaufman: I think, ah, when I met with you, and the Treasurer and the Clerk yesterday, that was your thoughts expressed to me and I think you feel, and rightly so, that you need separate representation for KABA. Um, and just for the reasons why we're sitting here today, and, ah, that the municipal entities are just, um, separate, but when you come together on this Board, you're a separate municipal entity. And so whether you, you know, um, I don't know who you need to hire, ah, that's up to this Board to decide, um, but just in the case where you have, um, situations that are adverse between member municipalities in KABA, I think KABA needs separate representation. Um, that's my, that's my opinion on behalf of Comstock, and, um, Kalamazoo Township has also asked me to speak on behalf of them, as Roxanne Seeber's not here today. Um, but, you are a separate municipal entity, you get separate FOIA requests, you have separate business you conduct, you have separate legal obligations, just as you discussed with the pay, releasing the paycheck, ah, whether, you know, now, hold it, whatever, these are all things you probably would have liked to have legal representation here for. So, that's our, you know, that's as you expressed it to me yesterday, Ann, um, at Comstock, and I believe that's how Kalamazoo feels, as well.

Mr. Cochran: Mmmmm-hmmm.

Ms. Everett: Um, I'm gonna ask Mr. Porter to speak on behalf of Oshtemo, then.

Mr. Porter: Given that it's, it's obvious that we aren't going to amicably dissolve, I think you do have to have representation until such time as we can file for arbitration to dissolve and, and go into litigation to dissolve.

Ms. Everett: That's fine, and, the difficulty is gonna be, it's going to have to be counsel that's not associate with any of the jurisdictions. So, and I dunno, the time frame is probably going to drag this out because you're gonna wanna...

Mr. Cochran: Do some interviews.

Ms. Everett: Interviews, and submit a proposal, and that all takes time.

Mr. Martlew: Haste is not a reason for not doing the proper procedures.

Ms. Everett: I agree, I agree, I'm just saying that's it gonna take, it's gonna take some time. It's not, this is not something we're gonna be able to show up next week and have a, have an attorney in place. I'm just saying, be prepared, it's gonna take a while.

Mr. Martlew: Absolutely.

Ms. Everett: George, did you have a comment?

Mr. Cochran: Ah, no, I'm, I'll live.

Ms. Everett: So, we'll move forward with that and deciding on how we're going to do that. I would suppose we're gonna, we're gonna need an RFP. And we'll need to send that out to, um, maybe our own attorneys in that regard can assist us with telling us who not to send the RFP to. I'm sure they have vast knowledge of who related to...

Ms. Kaufman: I'm sure that probably between the both of us, we can come up with a short list of names. I don't know, James?

Mr. Porter: Yeah.

Ms. Kaufman: I mean, I think we know the people here locally...

Mr. Cochran: That, that's, that's what I was gonna suggest and I, and thank you, very much. I, I appreciate that. I, I, I think...

Mr. Porter: Frankly, I, I threw out the name of somebody that's in their firm that I would trust implicitly, that doesn't represent Comstock or K directly, but is well qualified.

Ms. Kaufman: It, it would...

Mr. Porter: But it would be up to Cooper and Oshtemo to waive the conflict.

Ms. Kaufman: James...

Mr. Porter: I mean, I just...

Ms. Kaufman: James is suggesting Rob Thall, because he doesn't represent any municipal entity, you know, I suggested Dave Lewis with Lewis, Reed, and Allen. Um...

Mr. Porter: Dave Lewis would be a good choice.

Ms. Kaufman: So, I mean, you know, between he and I we can give you three or four names.

Mr. Porter: I'm just saying we wouldn't, I wouldn't recommend to my client that we object to somebody just because it's from their firm, it's to get KABA through until action can, things can take place. I, I, I mean theoretically, you could arbitrate that if you wanted to, but I wouldn't suggest you do it. Let KABA function until such time as it no longer exists or...

Ms. Nieuwenhuis: Comstock has had the conversation, we would prefer not to have anyone from Bauckham, Sparks. Uh, and I believe...

Mr. Porter: That makes sense.

Ms. Nieuwenhuis: That 911 consolidation, when I talked to Ron Reid a while back, they made sure that they didn't have anybody from any of those entities, just so that there wasn't, you know, a concern, so...

Ms. Kaufman: That's what I was thinking you guys wanted.

Ms. Nieuwenhuis: So if the two of you could come up with a couple of names we would be able to...

Ms. Kaufman: Yeah, we may be able to do it, you know, if we sit here for five minutes after the meeting.

Mr. Porter: Yeah.

Ms. Nieuwenhuis: That would be great.

Ms. Everett: And so, then if you can bring those back to us, we have another meeting scheduled for next Thursday. And at that time, we could...

Ms. Kaufman: We can even probably get them to your staff, to the KABA staff, today.

Mr. Porter: Yeah. If you authorize putting out an RFP today, and we, you authorize us to give names to Jannette, she can put that out right away.

Ms. Everett: So...

Mr. Cochran: I, I, I'm all for it.

Ms. Everett: Yeah. I am, too. Alright, I think we have consensus for that.

Ms. DeHaan: Yeah.

Mr. Martlew: Yes.

Ms. Everett: Alright. Thank you. Um, the next item is FOIA requests. Um, I know KABA, a, a FOIA request was submitted to KABA and the response was that they don't have a FOIA Officer, so, um, the policy and procedure guide was that the Executive Director was the FOIA Coordinator, so I think the way to expedite that would be appoint someone else as the FOIA Coordinator. Which in, which in most places I can tell you, Jannette, falls to the Clerk, which is probably the closest to your job description, so. Does anyone have any objection to...

Ms. Nieuwenhuis: Well, I think the thing is we should ask Jannette if she's willing to take that on and how she's going to be able, and who's going to help her understand all the rules and regulations of FOIA? I mean, there, it's a complicated process.

Ms. Everett: Yes, it is. Yes it is.

Mr. Cochran: That, that...

Ms. Everett: We adopted a policy, we recently adopted a FOIA policy that's, ah, inclusive of all the new laws that were recently changed...

Mr. Cochran: And, and, I can tell you that, that, ah, even though they don't represent, they don't represent us, but, ah, ah, Bauckham and Sparks has a FOIA expert that's been...

Ms. Kaufman: Yes, we do.

Mr. Cochran: Ah, that, that, has, has studied the law, worked with the committees, and so forth, that, that, that put the new FOIA in, so, um, and, and that would be totally unbiased, it would just be ah, ah, referencing to how, how, you know, what, what the FOIA regulations are and how they're supposed to be handled and so forth, and, and, and I know that she would be a good reference, and...

Ms. Everett: Well, I think that could be...

Mr. Cochran: Yeah, it would probably cost us \$190 an hour, but...

Mr. Porter: That's still fraught with danger, George.

Mr. Cochran: I know, for the...yeah. It's...

Mr. Porter: I mean, ask Catherine if the response was appropriate KABA had.

Ms. Kaufman: We cannot respond we don't have a FOIA Coordinator that, by every municipal entity by law has to have one now. So, responding that we don't have one is tantamount to stating publically that we're not in compliance with law. So, you know, I saw that letter, and my first thing is, somebody needs to act as FOIA Coordinator. And this is just, I'm just giving the advice I gave to Comstock yesterday. Somebody needs to act as FOIA Coordinator, and it came in as a, uh, I think it was an email, so it's considered as accepted the next business day and we have five business days, KABA has five business days to produce, or take an extension, or if the documents are not available, or some other way you can't produce, then it's a denial, and you, you know, write the denial letter and you, ah, give the denial rights. So, it did come in to FOIA, I mean, I believe it came into KABA, I'm wasn't quite sure, 'cause it was sent to Ann at Comstock, but then it is KABA, so assuming it came to KABA, it came in on I don't know what day by email, but starting the next day, um, we've got five days.

Ms. Nieuwenhuis: Well, I think if the, I believe the, it was the FOIA that was sent to Jannette, correct?

Ms. Kaufman: Ok.

Ms. Poehlman: Yeah.

Mr. Alwine: Mmmmm-hmmmm.

Ms. Kaufman: [unknown]...that was addressed to you?

Ms. Nieuwenhuis: It's not, I have, I also have questions about my FOIA.

Mr. Alwine: There's two. There were two.

Ms. Kaufman: Oh, ok. So there's two. Ok, I'm sorry, I didn't understand. I only saw your's.

Ms. Nieuwenhuis: I don't know, there may have been multiple.

Ms. Kaufman: I only saw your's.

Ms. Nieuwenhuis: And I have questions about mine. Um, but I believe a FOIA came in to Jannette and I believe Mike Alwine, on his own, wrote the letter and sent that out, again showing...

Mr. Cochran: Responded to the KABA FOIA.

Ms. Kaufman: Ok, so, did you get your's by fax, or email, or electronic communication, or?

Ms. Poehlman: It came by email.

Ms. Kaufman: Ok, so then whatever day it came, the next business day is when it's considered accepted and James will, I'm sure, tell me if I'm going astray here...

Mr. Porter: No, you're not.

Ms. Kaufman: And, um, then you have five business days from that day to make an answer. And if the answer, and obviously you, you need some legal assistance on this probably, so I don't know what you're gonna do on the regard, but, um, you know, you need to produce, you need to deny if, if you

don't have the documents or if, if there's some, if you deny you always have to tell why you're denying, ok? In just basic layman's terms. And then, or you can take the ten day extension if you need additional time to compile the documents, get them, review them, they may have to have stuff redacted if there's confidential information or some other, um, exemption. So, whatever day you got it, ah, by fax or electronic communication, the next day, count five days on the calendar and counting that day and do something within those five days. Um, so, you know, I believe you would, may need legal assistance on that, so, um...

Mr. Cochran: And that, that, that's all I was speaking of, is...

Ms. Kaufman: Ok.

Mr. Cochran: Is the legal assistance to tell us what's right and wrong and...

Ms. Kaufman: Well, and, and...

Mr. Cochran: Not, not do anything for us.

Ms. Kaufman: I, I can't, this Board will have to decide what you want to do about legal assistance.

Mr. Cochran: Yeah.

Ms. Kaufman: In any one particular matter or generally as your general counsel, that's up for you to make a call, but you do have two things, two FOIA's that at least have come in that need to be answered. Timely.

Ms. Nieuwenhuis: So, is the recommendation then, that I believe I hear, Mr. Cochran indicating is that, um, a request to the Board to be able to allow full, ah, KABA staff to access the FOIA attorney, who...

Ms. Kaufman: It's Lori.

Ms. Nieuwenhuis: Lori Coates.

Ms. Kaufman: Lori Coates-Hay.

Ms. Nieuwenhuis: Ah, if, if we would be able, if they would have, ah...

Mr. Cochran: Questions that...

Ms. Nieuwenhuis: The authority to be able to do that, so that...

Mr. Cochran: About legal responses. Just about legal responses.

Mr. Porter: It's the same...

Ms. Nieuwenhuis: But just about the FOIA.

Mr. Cochran: The FOIA.

Ms. Everett: The, the items that were, I don't, I don't know that there were two FOIA's.

Ms. Nieuwenhuis: I got one separate. And I have a question about that.

Ms. Everett: Well, that's a FOIA, that's a, that's a FOIA to Comstock, that's not a FOIA sent to...

Ms. Kaufman: No, KABA.

Ms. Nieuwenhuis: No, It was sent to me as a KABA member.

Ms. Kaufman: It was the confusing part, 'cause it came to her at Comstock, but it was as KABA Board member. So, we weren't sure what organization it was being served on.

Ms. Nieuwenhuis: So, since it says KABA member, I'm planning on having KABA do it.

Mr. Porter: But you're right back in the conflict situation.

Ms. Kaufman: Well, and, and Mr. Porter's point is allowing Bauckham Sparks to be involved is still the conflict situation that you just expressed you didn't want to have.

Ms. Everett: I agree.

Ms. Kaufman: So, you know, um, short term long term, the legal question remains. Is that what you're saying, James? The legal representation is...

Mr. Porter: Sure.

Ms. Kaufman: Is the same question.

Ms. Nieuwenhuis: Well, who responds? And in the, in the, what is sent to me, it's not Comstock, it says KABA member. So, who do you want, who, who's supposed to be doing this? Is it the clerk at Comstock, 'cause that's who our FOIA person is, or is it as Comstock Township? Or is it a KABA member, and it would now be Jannette...

Mr. Porter: It would...

Ms. Nieuwenhuis: Who would be coordinating it?

Mr. Porter: It would be the KABA representative, I believe. Anything that you have, but it's also directed to you, for anything that you had on your computer that they might not have. If you have, if you have a copy on your computer.

Ms. Kaufman: Ok, so...

Mr. Cochran: KABA wouldn't have access to her computer.

Ms. Kaufman: Ok, if you have any, and, and let me try to figure this out. Any document you personally have that is a, a KABA related document.

Ms. Nieuwenhuis: Ok.

Ms. Kaufman: Is that what you're saying?

Mr. Porter: Correct.

Ms. Kaufman: Ok.

Mr. Porter: On, on your computer, and if you have KABA information...

Ms. Kaufman: Right, so not only would it be what they have here, but you in your capacity as a KABA Board member.

Ms. Nieuwenhuis: That's fine. But, but who is going to be able to respond to that? Are you, is that, that I'm supposed to be responding and sending all those copies to you, or do I run it through KABA?

Mr. Porter: If there are any, if there's anything solely within your possession, I think you can respond directly, but if you wish to coordinate it through the KABA person...

Ms. Kaufman: I'd prefer you coordinate it, well, as Comstock's attorney, I'd prefer you take whatever you have independent that they may not have here, give it to them, and they're gonna do the production.

Ms. Nieuwenhuis: Ok.

Ms. Kaufman: Now, they might need some help doing that production, and I don't know who's gonna help them doing that production, but, um, they have two FOIA's they have to respond to in the next few days.

Ms. Everett: Well the, the FOIA that I saw, that Mr. Porter submitted, frankly didn't seem that complicated. It was pretty specific.

Ms. Nieuwenhuis: Oh, I didn't say it was complicated, I want to make sure that we're doing it correctly...

Ms. Everett: No, I understand...

Ms. Nieuwenhuis: And based on when I talked to the Comstock Township attorney, those were the questions that were raised as to exactly how we're supposed to be doing this.

Ms. Kaufman: And, I, I think if there was questions, 'cause we did have one question, one asked for a specific set of documents, I think emails or something, and there's no time frame.

Ms. Nieuwenhuis: No, the emails say since March 1.

Mr. Porter: Yeah, I thought they...

Mr. Cochran: March [unknown].

Ms. Kaufman: Ok. What was the last, what was the last thing on the FOIA?

Ms. Nieuwenhuis: Well, there's an envelope of stuff that, that he wants, and that has all been, ah, you know, we've, I've used it in different things. What was actually in that envelope, I don't have a list of it.

Ms. Kaufman: But you have to...

Ms. Nieuwenhuis: And be able to say...

Ms. Kaufman: You're, you have to go back and whatever you [unknown]...

Ms. Nieuwenhuis: And try and create.

Ms. Kaufman: Try and compile and get that.

Ms. Everett: I agree.



Ms. Kaufman: I thought there was one thing he asked for, something, and there was no time frame, there's no date on one of those requests, so...

Ms. Nieuwenhuis: Do you remember what else you asked for, Mr. Porter?

Ms. Kaufman: Asking...

Mr. Porter: Off the top of my head, no.

Ms. Kaufman: Wait, wait a second, I have it. It's sitting here. The last one was, and if, if, Madam Chair, if it's appropriate may I, may I go through this?

Ms. Everett: Yes, please, please.

Ms. Kaufman: Ok. The first was a copy of the note, list, or compilation of any complaints and/or concerns or examples of work not performed or performed improperly by Mr. Hellwege as Executive Director of KABA, which was compiled by Jannette Poehlman and given to Mike Alwine, which in turn was given to Ms. Nieuwenhuis. So, second, a copy of any and all emails which you sent to Mike Alwine or Jannette Poehlman since March 1. A copy, number three, a copy of any and all emails which you sent to Barney Martlew and George Cochran since March 1. Number four, a copy of any and all emails which Barney Martlew and George Cochran sent to you since March 1. And the last one is, a copy of any and all emails which you may have sent to any of the Oshtemo Township trustees. No date on that. So that's, um, didn't know if you want her to go back for the four years of her being a, or how long? Since KABA membership? Since?

Mr. Porter: I, I would add the March 1 date.

Ms. Kaufman: March 1. Ok. So that helps.

Ms. Nieuwenhuis: And there's only one, so that's easy enough to be able to do.

Ms. Kaufman: Ok. So, that helps because we didn't know if she's gonna have to back as part of KABA membership, or her term as Supervisor, or how long were we need to go back on that. So thank you.

Mr. Alwine: One thing I would like to add, also, is as part of KABA's FOIA Policy, in paragraph five in section one, states that any request by attorneys must be reviewed by corporate counsel first. So, we're back to we gotta have legal counsel.

Ms. Kaufman: As, well, we gotta get it quick.

Mr. Porter: Well, that's a policy, but that doesn't, again, wouldn't allow...

Mr. Alwine: So...

Ms. Nieuwenhuis: I think the piece would be is that we can, in talking with Lori Coates, I think the recommendation would be is that you ask for the ten day extension. Um, and we have another Board meeting between now and then, and hopefully we can have somebody who's legal counsel to be able to do that.

Ms. DeHaan: I think that's a conflict.

Mr. Porter: I thought we agreed that was a conflict.

Ms. Nieuwenhuis: We can ask the FOIA person, we can ask to be able to take a look at helping to write a letter to ask for an extension. For Jannette, Jannette to know how to be able to do that. Lori Coates can...

Ms. Kaufman: Well, I think and...

Ms. Nieuwenhuis: Can explain to her how to be able to do that.

Ms. Kaufman: There, there is a concern that that would be the same thing as Mr. Porter operating as KABA's attorney...

Ms. Nieuwenhuis: I thought we agreed that we would work with Lori

Ms. Kaufman: Well, George has said...

Mr. Porter: Yeah, George said it.

Ms. Kaufman: George has said that, you've said that the Board hasn't had time to...

Ms. Nieuwenhuis: Oh, oh, ok. Alright. Well, then let's...

Mr. Cochran: Yeah, yeah. Right, right.

Ms. Nieuwenhuis: Then I guess we need to decide if we are in agreement with using Lori Coates as a person for FOIA to be able to help Jannette. If not, I think then we have to find another resource for the KABA staff. It's unfair to them to have to try and be able to respond to FIOA without having someone who can help them. So, who other, what other person could you indicate might be able to help KABA staff?

Ms. Everett: Well, I'm the FOIA Coordinator for Oshtemo, so I, I have done my fair share of FOIA's, so I think I'm qualified, if, if the rest of the Board doesn't object.

Ms. DeHaan: It's pretty simple, I mean, it's, I think, Jannette, I know it seems intimidating, but as you get into it, you just have to pay attention, and I think that, ah, someone who's well-versed could assist you with that. You, you produce what you have within the time frame, it's not discretionary.

Mr. Alwine: And I would be happy to assist. I have researched the Freedom of Information Act and I have a pretty good understanding of what's exempt and what's not exempt. What information. So, I would be, and if Jannette's not comfortable being the FOIA Coordinator, I would offer to accept the appointment.

Mr. Martlew: I would like a knowledgeable, independent source to be available to answer questions for the KABA staff. They are being put in a tenuous position by these actions and it is not fair to them to put any impositions or additional burdens on them. And the best way to avoid that is to let them work with an independent individual who is highly knowledgeable in FOIA requirements. That, that is merely my position.

Ms. DeHaan: So, is there someone that is not related to, um, your law firm, that you can think of?

Ms. Kaufman: Well, Dave Lewis...

Mr. Porter: Dave Lewis is...

Ms. Kaufman: Dave Lewis at Lewis, Reed and Allen is, um, municipal counsel for the Village of Schoolcraft and a couple townships in this area. He's a good, you know...

Mr. Porter: Very competent.

Ms. Kaufman: Municipal attorney, and I would recommend him for your KABA representation, as well.

Mr. Porter: I would agree with that. And I think that, ah, if you wanted to authorize to engage his services just for the FOIA matter, on your way into a point...

Ms. Kaufman: Figure out something else.

Mr. Porter: Yeah.

Mr. Cochran: Ah, ah, ah, question. Just information. Is that Dean Lewis's, ah, Dean Lewis's, ah, law firm?

Ms. Kaufman: It...

Mr. Cochran: What was Dean Lewis...

Ms. Kaufman: It's, it's Lewis, Reed, Allen...

Mr. Cochran: Yeah.

Ms. Kaufman: Yes. Dave Lewis at Lewis, Reed, and Allen.

Ms. DeHaan: I'll make a motion that KABA retain Dave Lewis for KABA FOIA questions, for the staff to utilize.

Mr. Cochran: Right.

Ms. Nieuwenhuis: I support.

Mr. Cochran: I...

Ms. Everett: Any discussion? Ok, we have a motion to engage Mr. David Lewis at Lewis, Reed, and Allen to assist with FOIA requests for KABA. All in favor, say aye.

Multiple voices: Aye.

Ms. Everett: Any opposed?

Ms. Nieuwenhuis: Are we authorizing, ah, the Building Official to be able to make that contact, then?

Ms. Everett: Well, I think the two of them, do you have a preference as to who is the FOIA Coordinator? I mean...

Mr. Alwine: I don't. Just, I would do it if, if you're not comfortable doing it.

Ms. Everett: I mean, I know you're...

Ms. Poehlman: I'm fine, it's just that...

Ms. Everett: You're busy...

Ms. Poehlman: I'm not in charge...

Ms. Everett: You've got a lot of stuff...

Ms. Poehlman: He is...

Ms. Everett: Mmmm-hmmm.

Ms. Poehlman: So, I need direction, as to what is expected of me.

Ms. Nieuwenhuis: Well, why don't we leave it up to Mike, that he would either do it, or direct Jannette to do it, and the two of them...

Ms. DeHaan: They can work together on it.

Ms. Nieuwenhuis: Can have a conversation and...

Ms. Everett: That's fine...

Ms. Nieuwenhuis: Decide how they want to do it.

Ms. Everett: But we have, they have, I believe you have to have someone designated, though...

Mr. Cochran: They do.

Ms. Everett: As your FOIA Coordinator.

Mr. Alwine: And I can. Sure. And I can be the, yeah, I'll be the designated...

Mr. Cochran: Alright.

Mr. Alwine: FOIA officer.

Ms. Nieuwenhuis: You probably should make that motion.

Mr. Cochran: That settles that right now.

Ms. DeHaan: I'll make that motion.

Ms. Nieuwenhuis: Second.

Mr. Cochran: Support.

Ms. DeHaan: That Mike be the director.

Ms. Everett: We have a motion and support to appoint Mike Alwine as the FOIA Coordinator for KABA. All in favor?

Multiple voices: Aye.

Ms. Everett: Any opposed? Motion carries. I guess someone will have to, Mike or Jannette, and, can tell me what the next item is about. I haven't gotten to review this...

Mr. Alwine: Yes, ah,

Ms. Everett: Ahead of time. I don't know what we're doing here.

Mr. Alwine: We received a request from Jerry Reitenour, who has gone from full time employment to part time employment, um, he had accumulated PTO hours from last year that he's carried over that, ah, were in the amount of 80 hours. And then, he is requesting, ah, being, taking those hours. His new part time schedule is Wednesday, Thursday, Friday, and is requesting that he gets paid, er, I'm sorry, Tuesday, Wednesday, Thursday is his new schedule and is requesting that he be paid for Monday and Friday, in essence a full time pay, until he uses up his accumulated PTO hours, and the, the accumulated PTO hours would be 80 carried over from last year, and 56 carried over from, or 56 that were accumulated from January 1<sup>st</sup> until last week, which was his last week of full time employment. Which would be 136 hours, um, which would be an additional 8 weeks, and the end date would be June 6, that would be the last date of his...

Mr. Cochran: Of full time job.

Mr. Alwine: Yes. Now, in doing this, there isn't anything in the handbook that states that that cannot be done, but although this is a unique situation, um, this is something that should be made policy and put in the handbook.

Ms. Poehlman: Well, if we do it, it has to become policy...

Mr. Alwine: If we, if we're, if we do it, yeah, if we do it, it should be, it should become policy.

Ms. Nieuwenhuis: Well, it seems to me that we don't have legal representation to be able to make a policy, so I'm not willing to be able to look at doing that, I think that would be irresponsible for us to doing it. I guess the piece would be is that between now and June 6, hopefully we have legal representation by then. Basically, what we would do is keep him working full time and he'd be taking two days of vacation every week. Right?

Mr. Cochran: Yes.

Ms. Everett: Yeah.

Ms. Nieuwenhuis: So, I mean, ah, that seems the easiest thing to do, and then on the growing list of things we need to...

Mr. Cochran: It's what it amounts to, it's, it's personal time off, so it's...

Ms. Nieuwenhuis: Change, we have to be able to put in what the policy is going to be for going to part time, and I guess based on this, I would also ask, um, for you to look and see if we have a policy for carrying accrued, um, paid time off and that may be something else that we need to be able to look at.

Mr. Cochran: But, it, it amounts to the same thing.

Ms. Everett: Right. I, I, I don't have an issue with him doing that..

Mr. Cochran: I don't either.

Ms. Everett: That's time he earned.

Ms. Nieuwenhuis: So, I would like to make a motion that we, ah, instruct the Building Official to send a letter in writing to Mr. Reitenour that due to the amount of paid time, PTO time, in his balance, that he

will be continued as full time until Monday, June 6<sup>th</sup>. Because I think we've told him he's part time, correct, Mike?

Mr. Alwine: That's what has been discussed with him, but that's the next thing to discuss, is we...

Ms. Nieuwenhuis: Well, is that that in part, was it in writing then or not?

Mr. Alwine: No.

Ms. Nieuwenhuis: It was not.

Mr. Alwine: No. There's been nothing...

Ms. Nieuwenhuis: Then we don't have to send anything to him then.

Mr. Alwine: Ok.

Ms. Nieuwenhuis: Ok. I, I will rescind it. He's still full time, he hasn't gotten any, it's just verbal, correct?

Mr. Alwine: Right.

Ms. Nieuwenhuis: Ok, it just has to be clarified to him that he's still full time until the week of June 6<sup>th</sup>.

Mr. Alwine: Ok.

Mr. Martlew. Question for clarification. Since Jerry will continue full time, does that mean he then, um, ah, continues with all the benefits of a full time position?

Ms. Nieuwenhuis: Yes.

Mr. Martlew: It does.

Ms. Everett: It seems so, yeah.

Mr. Alwine: That's a good, yeah, that's a good point.

Mr. Martlew: And that, In that he continues to accrue...

Ms. Nieuwenhuis: Right.

Ms. Everett: Yup.

Ms. Poehlman: Yes.

Mr. Martlew: Vacation time, correct?

Ms. Poehlman: Mmmmm-hmmm.

Mr. Martlew: Just so that we're all of the same understanding.

Ms. Everett: It just changes his part time date...

Ms. DeHaan: His start date.

Ms. Everett: Start date. It pushes that down the road.

Mr. Martlew: Ok.

Mr. Cochran: Ok, and, and, and, and, and, and any PTO that he, that he accumulates between now and June 6<sup>th</sup> will be used up by June 6<sup>th</sup>.

Mr. Alwine: Well, if he's still considered full time status until then...

Mr. Cochran: Well, that's where I just...

Mr. Alwine: He'll be accumulating more.

Mr. Cochran: That's, that's exactly where I was going...

Mr. Alwine: So it will be, it'll...

Mr. Cochran: So, so now...

Mr. Alwine: Have to be extended even further.

Mr. Cochran: Now we've got 10 weeks of PTO accumulation...

Ms. DeHaan: No.

Mr. Cochran: Till June 6<sup>th</sup>.

Ms. DeHaan: He'll be using what he's got currently.

Ms. Nieuwenhuis: But he'll be accruing...

Mr. Cochran: No, no, no. But he's gonna be...

Mr. Alwine: But if...

Mr. Cochran: He's gonna be accumulating for the next 10 weeks PTO additional time 'cause he's still full time. Hello?

Ms. DeHaan: No, correct. But what I, I'm just talking about the total that you said he'll be using. How much would it be accrued in 10 weeks? It's not very much, is it?

Ms. Poehlman: It's, it's...

Mr. Alwine: It's, it's, ah...

Ms. Poehlman: Quite roughly four days, ah...

Mr. Alwine: Yeah.

Mr. Cochran: Didn't, didn't...

Ms. DeHaan: My opinion is...

Ms. Poehlman: Four days a pay period or something.

Ms. DeHaan: With all the conflict that we're having right now, I think to go this direction is correct until KABA gets itself legal counsel. That's my comment.

Mr. Cochran: I, I, Ok. But I, if, if, I have no problem with doing this, but I think, I, I think that, that we need an agreement of some sort, or written whatever, ah, if, ah, and it may not even, we may not be able to do it legally, I don't know. But, then, any, any time between the time this starts and June 6th, that, that he not, because, that his PTO be reduced as if he were working three days a week. Because right now, he's gonna be working five days a week, accumulating additional PTO time, and, and now we're gonna be in August, doing the same thing.

Mr. Alwine: Yeah, 'cause an additional 10 weeks would, would accumulate to an additional 40 hours.

Mr. Cochran: Bingo.

Mr. Alwine: PTO time.

Ms. DeHaan: I still don't think we can, I think we're in the point right now where we just need to get through this and talk about these policy changes later.

Mr. Cochran: Yeah. I, I, um, and, and I know in the minutes that we were, the, the adjustment was made to part time. Um, I think that we need to, ah...

Ms. Nieuwenhuis: Well, could I...

Mr. Cochran: Until we get legal counsel so we can figure this thing out, um, have him work three time, and, and take Mondays and Fridays on his PTO, and just leave, leave him on, leave him on that, ah, ah, kinda more or less rescind what we did or what was done with him, putting him on a part time basis, and just, instead of, and he just go on a three day schedule with two days of over, of, of PTO. Not have any, because, not have any reduction or anything else. Just go back to normal, let him take, let him utilize his PTO that he's got built up until we can work on, a, a, a proper legal agreement with him to go part time.

Mr. Alwine: And in the meantime...

Mr. Cochran: And, and, and just...

Mr. Alwine: Formalize a letter for a date?

Mr. Cochran: Formalize a letter, and an agreement, and a contract, ah, after, after we've got legal representation.

Ms. Nieuwenhuis: Well, I get what, ok, I, I need to back up. So, so Jerry asked to go on part time, correct?

Ms. Poehlman: Mmmmm-hmmm.

Ms. Nieuwenhuis: Did anybody approve it?

Mr. Cochran: Yeah.

Mr. Alwine: It, yeah, it was...

Mr. Cochran: It's in the minutes.

Ms. Nieuwenhuis: It's in the minutes.



Mr. Alwine: Yeah. It was approved, yeah.

Ms. Nieuwenhuis: Ok. So, so I don't, ok, so, here's the pieces that on, since we've approved it, I'm not sure, but, so he's part time, why don't we just pay him the PTO that he has a, I think it's a good point of what, um...

Mr. Cochran: That's what [unknown]

Ms. Nieuwenhuis: Barney is bringing back. Um, If we put him back up, then we're just, you know, so I would prefer to pay him the PTO time. We've made him part time even if it's not in the policy, we can always go back and do it, but we already did it. I would, I would suggest that we pay him his PTO.

Mr. Cochran: I, I, I, I'm in agreement with that...

Ms. Nieuwenhuis: And then he's not accruing any more.

Mr. Cochran: Because that's the way it's normally handled. Yeah, that's the way...

Ms. Nieuwenhuis: Because that's never gonna end.

Mr. Cochran: It's normally handled.

Mr. Alwine: Mmmmm-hmmm.

Mr. Cochran: You buy out the PTO.

Ms. DeHaan: Legally, though, we never put it in writing, is that correct? Nothing's been put in writing?

Ms. Nieuwenhuis: It was in the minutes.

Mr. Alwine: No.

Mr. Cochran: There's no, there are no contracts.

Mr. Alwine: It was in the minutes, but yeah, it was not put in writing and presented to him.

Ms. DeHaan: Alright.

Ms. Everett: It's in the minutes that he would become part time starting April 18<sup>th</sup>, which is this week. So this past Monday, he became part time, working three days a week.

Ms. DeHaan: I have no problem with paying him his PTO.

Ms. Nieuwenhuis: So, do we need to, ah, if this was happening in Comstock, Kate, wouldn't we want to be able to send a letter to that person being able to say that, you know, it's been approved on such and such a date that you were part time, the Board approved your request, and because of your accumulation of paid time off we, the Board has authorized cutting you a check.

Ms. Kaufman: Ah, without knowing anything more than sitting here and listening to this, if this was Comstock or K, I'd say, yeah, I, I understand, don't make him full time 'cause you're just gonna keep generating more paid time off...

Mr. Cochran: Yeah, it's just gonna get put back on...

Ms. Kaufman: So the point is, you've approved him as part time, at, at one of your last meetings, I would reduce it to writing to him saying the Board on such and such date approved your request to go to part time. That became effective April 18<sup>th</sup>, and, ah, moreover, you have x number of hours of...

Mr. Cochran: PTO.

Ms. Kaufman: PTO, ah, and, the Board has approved paying that out in a lump sum check, which will be issued you within the next 14 business days, whatever.

Mr. Cochran: Right.

Ms. Kaufman: Something like that. And, ah...

Mr. Porter: Perfect.

Ms. Kaufman: I think that's cleaner, um...

Mr. Cochran: It, it is cleaner.

Ms. Kaufman: I don't know if that's what he asked for, um, but...

Mr. Cochran: No.

Ms. Kaufman: That is, ah, he's now part time, he's...

Ms. Everett: Well, it's the same thing as what he asked for, he just...

Ms. Kaufman: Yeah.

Ms. Poehlman: Mmmmm-hmmm.

Ms. Everett: Get it all at once instead of...

Mr. Cochran: In a lump sum.

Ms. Everett: In a lump sum instead of...

Ms. Kaufman: And then it's reduced in writing from a letter from Mike or whoever that, you know, the Board acted on this date to approve your request for part time, it was effective April 18<sup>th</sup>, um, as of April 18<sup>th</sup>, you are working, whatever, these three days a week, and you are going to, the Board is going to compensate you for the however many hours it was of paid time off that you had, ah, still in your account, or still in your balance as of your date of going part time.

Ms. Nieuwenhuis: And then in reference to, um, Barney's, ah, question, if the person is part time, then they are no longer receiving benefits? Is that...

Mr. Alwine: He will, he will receive benefits at...

Ms. DeHaan: Pro-rated...

Mr. Cochran: At 60%.

Mr. Martlew: [unknown]

Ms. Nieuwenhuis: Alright. Can you put that in the letter, then?

Mr. Alwine: Yes.

Ms. DeHaan: Yes.

Ms. Nieuwenhuis: Ok. And Kerrie, we were, I always feel sorry for the person who's trying to write. Um, we went through a lot of that. Do you need any clarification?

Ms. LeClercq: Um, no, but I need about thirty seconds with no one talking.

Ms. Nieuwenhuis: Ok.

Ms. Everett: Um, let's, I'm gonna ask for a motion for that, just so that it's clear for everybody, and we can get it in the minutes also for, it'll be easier for Kerrie to...Ok, would someone like to make that motion?

Mr. Cochran: I, I would make the motion that, um, that, ah, we present Jerry with a written agreement, letter, whatever, ah, ah, with the Board accepting his part time, Tuesday, Wednesday, Thursday, ah, and that his accumulated, ah, PTO, up until the 15<sup>th</sup>, I think it was, of April, as of April 15<sup>th</sup> be paid out, ah, in a lump sum, and that, that he continue on a three day basis beyond that at, at his hourly rate, and, and, and a 60%, ah, benefit package.

Ms. Nieuwenhuis: Support.

Ms. Everett: You support that?

Ms. Nieuwenhuis: Yes.

Ms. Everett: Let's just clarify that the 60% applied to future PTO, it didn't, not all benefits. You said benefits, so we just...

Mr. Cochran: Ah, I thought there was other things that were, that were, listed.

Ms. Everett: No, well, under, he would no longer medical, or disability, or life insurance.

Mr. Cochran: Alright, but according to the, yes.

Ms. Everett: Ok.

Ms. DeHaan: His vacation time...

Mr. Cochran: Based on the minutes from April 7th...

Ms. DeHaan: He can still earn at 60%.

Ms. Everett: Right.

Mr. Cochran: But based on the minutes from April 7<sup>th</sup>.

Ms. LeClercq: I'm sorry. Deb, you indicated that he would no longer be receiving medical, and what were the...

Ms. Everett: Right. In the initial proposal to take him to part time...

Ms. DeHaan: It's in the minutes.

Ms. Everett: It's in the minutes that he was...

Ms. LeClercq. Ok.

Ms. Everett: His vacation time, or PTO, would be reduced to 60% and that he would no longer receive medical, or disability, or life insurance, so I was just...

Ms. LeClercq: Ok. Thank you.

Ms. Everett: George said benefits, I just want to clear that everyone understood that actually just, PTO is the only...

Mr. Cochran: Thank you.

Ms. Everett: We have a motion and support. All in favor?

Multiple voices: Aye.

Ms. Everett: Any opposed? Motion carries. That has gotten us through the list. Um, I know we have another meeting next week. I guess I would just request that, um, if you could get that, you know, whatever it is that we need to talk about, that you feel we need to discuss, if we could see this ahead of time, it would be, it would be helpful.

Mr. Cochran: Yeah.

Ms. Poehlman: Yeah. I, I'll help to get it ready.

Ms. Everett: Alright, we're down to, ah, KABA Board member comments. George?

Mr. Cochran: Yeah. I had a comment. The KABA Board was created, ah, and is functioning, has gone forward as a, as an independent operation, and we have, ah, an intergovernmental agreement, we have by-laws, and so forth. The Board, ah, has, we've been functioning since October of 12, and this Board has been functioning, and this Board took an action that was perfectly legal and at the discretion of the Board, um, did what they felt was best for KABA for the future. And, ask, in, in asking the, ah, resignation of the Executive Director. And, I just, I just have a problem with the reaction that we've had from members. Ah, we took a legal action that was for the betterment of, of, of KABA, and KABA is supposed to be here to serve our people, our citizens, and it does, and it's done it very well, and, and the reaction that, that we've gotten from this perfectly proper action by the Board has, has been, ah, very disappointing to me. Ah, ah, there's no reason whatsoever to dissolve KABA. Ah, if some people, if, if some entities don't want to stay, ah, in it, they can withdraw. Rules are all right there, all legal and proper, and they can go ahead and do it. I can tell you that, for Kalamazoo Township, KABA will not be dissolved, we will, we will, ah, resist that any activity, ah, for that to happen. So, ah, I just, I, I, I'm extremely disappointed in, in, the actions, activities surrounding this whole, this whole dismissal. KABA needs to go forward, ah, it has a very good future, and, and it serves the, the citizens of, of, our, the, the entities that belong now, and we look forward to serving additional, ah, governments or units of government, ah, and their citizens in a, ah, in a professional and ah, and ah, as economical way as we possibly can. Ah, looking forward to helping those folks have the best possible, ah, places to live.

Ms. Everett: Thank you. Barney?

Mr. Martlew: I have a prepared statement that I'd like to read to the Board and I have copies to pass out, [unknown] to the staff. At last week's meeting, I made a comment that when you're put in a position of authority, you're sometimes faced with hard decisions to make and hard choices. Failure to make those choices is worse than the difficulties associated with making hard choices. So, on the premise, allow me to read this prepared statement:

*Under the broader context of guiding the future of the Kalamazoo Area Building Authority there are three items I must present to the Board for its considerations, discussions, and determining votes. The associated thoughts and comments contained herein are strictly my own, and they are solely an expression of my opinions. I have sought no one's advice, counsel, or permission in the formulation of these positions, but I present them here, now, at this special meeting of the KABA Board, held this 21<sup>st</sup> day of April, 2016. As a member of the KABA Board myself, these positions are presented for consideration for the express purpose of the Board fulfilling the obligations of oversight and governance to which it is bound. I present these points for consideration out of the obligations to which I am bound, being the At Large member of the KABA Board.*

*Prior to addressing the three points specifically, I must first interject a qualifying statement. The qualifier pertains to a procedural matter, not an issue of content or context; and it is this: I am not fully familiar with the rules of order that govern public meetings, nor do I know specifically when Board member comments and votes may or may not be allowed. As it pertains to the points of consideration to follow, though, I will ask for three separate periods of comment, discussion, and vote. If that is not allowed by whatever rules of governance dominate this meeting, then as a member of Board, I ask that these three items be specifically listed as items on the agenda of the next meeting, currently scheduled for Thursday, April 28, 2016.*

*With the one qualifier now expressed, I will not proceed with the items I wish the Board to consider.*

#### Item 1

*Deb (Everette), I do wish to affirm every comment I made regarding your character at the Board meeting of April 14, 2016. I perceive you as possessing a gentle and peaceful nature. That, however, does not negate the strong conviction I possess that it is totally and completely inappropriate for you to continue to serve in the position of Chair of the KABA Board. The conflict of interest is blatant. By your words you have said both that you are a duly-elected official of Oshtemo Township, and that Oshtemo Township has lost confidence in KABA. Whether those two statements taken together express only an organizational position, but perhaps not necessarily a personal position, is a moot point. Your priority has to be to your elected position. That is your obligation. Yet since Oshtemo Township is the KABA member that has both initiated and continues to foster the hostilities directed toward KABA as an organization, you cannot, as Chair, be the lead defender against the attacks. To make any claim in support of such is both genuinely foolish, and grossly hypocritical. For these reasons I ask you here and now to relinquish your position as Chair of the KABA Board. If you choose to not do so voluntarily, I will ask for a vote by KABA's Board to remove you from that position.*

#### Item 2

*I ask the Board to discuss, vote on, and in the case of a majority affirmative, to file a complaint with the Attorney Grievance Commission, Office of the Attorney General, State of Michigan against Oshtemo*

*Township's attorney, James W. Porter, for unethical and unprofessional conduct. In support thereof, I present the following:*

- A. I am of the understanding that Mr. Porter has filed a complaint against KABA (and/or a KABA Board member) for violation of the Open Meetings Act. Mr. Porter first articulated this concern while he served as legal counsel for KABA, and at that time his expressed concerns were thoroughly refuted. As a result, Mr. Porter knows his accusations are baseless. As it pertains to this matter, a charge of knowingly filing a false complaint is the indictment against Mr. Porter.*
- B. Early-on in the KABA Board meeting of April 14, 2016, Mr. Porter did knowingly make false claim that it was both Oshtemo and Cooper Township's intent to leave KABA. The evidence of the meeting transcript is self-sufficient to bear out the hostile manner in which the claim, a thoroughly false one at that, was presented. Knowingly and intentionally disrupting the functions of a community-based organization, one organized within the context of State laws to provide State-obligated services is the indictment against Mr. Porter. I am further of the opinion that the term "with forethought, prejudice and malicious intent" can be added to the indictment.*
- C. Under the guise of a FIOA request, Mr. Porter did send an e-mail letter to KABA's office manager, Ms. Jannette Poehlman requesting certain KABA records. Since Mr. Porter has many years' extensive involvement with KABA operations, and was an integral part of those operations, he is fully-well aware that KABA freely shares all (unrestricted) information upon simple request; and given that Mr. Porter's office is within one hundred feet of proximity to Ms. Poehlman's, that request is a simple thing to do. Mr. Porter may claim that he was merely exercising the FOIA statute, which is his right, but it is my opinion that his actions were more intent on an attempt to intimidate and cause undue burden on a specific KABA employee. In support of this position, please note the wording of Mr. Porter's demands: "Failure to properly reply to this request, pursuant to the Act, may subject you to civil fines and attorney's fees and costs." As it relates to this matter, attempted intimidation and conducting oneself in an unprofessional manner stands as the indictment against Mr. Porter.*

*Mr. Porter has demonstrated a penchant for seeking to disrupt the legitimate on-going, State-serving operations of KABA. For these reasons I believe the KABA Board must discuss, consider, and decide whether to file a complaint with the Attorney Grievance Commission as a result of Mr. Porter's unprofessional acts and actions.*

*There is a further matter concerning Mr. Porter that warrants the Board's consideration. There are two rumors regarding Mr. Porter and his conversations with others that need to be addressed. And let me be very clear about this: the reason I mention this is not to react to rumors. Rather, because of the hostilities that Mr. Porter is promoting, the KABA Board must make inquiries regarding these matters, and act accordingly to the information gathered thereby. If the rumors prove baseless, KABA must affirm that on Mr. Porter's behalf. If proven valid, they constitute a serious violation pertaining to attorney-client relationships. If left untouched, the rumors only convolute matters. For these reasons, the rumors must be investigated.*

*In summation of this matter let me please express this one further opinion. I do not view Mr. Porter's antics as having any real threat to KABA.*

Mr. Martlew: At this point, I need to deviate from my written statement and make this statement. And this is made for clarification purpose. I do not view Mr. Porter's antics as having a real long-term effect throughout KABA.

Ms. LeClercq: Ah, excuse me. I'm sorry, I have to, my pen ran out.

Mr. Martlew: It does, however, create short-term upheaval, it places undue burdens on the staff, and it possibly effects the decisions of other municipal matters, of other municipalities who are right now considering whether to join KABA or not. I suspect Mr. Porter is aware of that. Now, I will return to my written statement.

*They are more of an annoyance than anything else, similar in kind to the annoying yipping of a lap dog. But such annoyances are distracting. They are fatiguing and can have an effect on employee morale; they can be the source of unsubstantiated rumors out in the public domain; and they can consume the time of human resources, which would be better used serving the mission under which KABA was originally organized. If Mr. Porter and his handlers choose to further pursue their vendetta against KABA, then I believe it imperative that the full weight of the Courts be brought against them; both the appropriate court of law, and the court of public opinion. KABA and its Board members, individually and collectively, have done nothing wrong. I believe those who currently bring charges and accusations against KABA or its Board have ulterior motives. The shaming that occurs with ulterior motives revealed serves as a check against the furtherance of bad, self-serving behavior. Let the Attorney Grievance Commission contend with Mr. Porter accordingly.*

### Item 3

*A foursome of equal partners cannot exist when one of those equals views themselves as superior to their peers. Such is, in my opinion, how Oshtemo Township views their participation in KABA. As long as Oshtemo got to control the management, location, and general direction of KABA there were no issues, and only upon that control being taken away did Oshtemo initiate the hostile course it has chosen. What that entity purports as a loss of confidence, I believe, is nothing more than a shameless power-play and an attempted money grab. I am of the opinion that Oshtemo Township, through the actions of its attorney, is simultaneously attempting to conceal its true motives.*

*In spite of this, I am not mad at anyone. Rather, I recognize the short-comings of the Oshtemo administrations' character. But as it pertains to KABA, those short-comings and the associated attempts to destroy KABA cannot be allowed to prevail.*

*For this reason, I ask the KABA Board to discuss with all seriousness, vote on, and if a majority consensus prevails, retain legal counsel for the purpose of ejecting Oshtemo Township from KABA membership in the most appropriate and expedient means available. Such action is warranted, I believe, by the prior and seemingly on-going actions of Oshtemo-affiliated personnel. In net effect, Oshtemo has stated its intent to leave KABA, so let it do so. But that exodus will be by KABA's terms, and not those dictated by Oshtemo Township.*

*Thus stated are my opinions. If perceived by a majority of the Board as being out of line, offensive, or in any manner counter-productive to KABA's mission, and if asked by a majority to resign from the Board, I will do so. In the absence thereof, however, I ask the Board to take prompt action on the three matters just addressed.*

*Ms. Everette, you being the Board Chair, I now ask you three questions, and request three immediate answers:*

- 1. Will you voluntarily resign as Board Chair?*
- 2. May the Board now discuss these matters and bring them to a vote?*
- 3. If the requested discussions are not allowed at this time is it your intent to address them at the next KABA Board meeting, and if not then, when?*

*Your answers please?*

Ms. Everett: Um, well, number one, I don't see a need for me to voluntarily resign. KABA still has business to do and I think that's why we're here. Um, at the beginning of the meeting, there was an opportunity to approve the agenda. I asked if there were any additions, there were none. So, that's not on our agenda today. At our next meeting if you want to, at the beginning of the meeting, ask if there, under the, ah, approval of the agenda to add them, then that's, that's certainly your prerogative.

Mr. Martlew: So then your answer is no to number one, no to number two, and yes, if requested at the next meeting. Is that correct?

Ms. Everett: That's correct.

Ms. Nieuwenhuis: I believe he can make that request now. Those be in, that would be part of our official agenda, those three items. It goes under Operational Decisions.

Mr. Martlew: Now, I would like to make that, the request now, for those to be the first three items under Operational Decisions at the next KABA Board meeting, whenever that may be scheduled.

Ms. Nieuwenhuis: Its next Thursday at nine.

Mr. Cochran: Next Thursday.

Mr. Martlew: Next Thursday at 9:00. That is my request.

Ms. Everett: Carol, any comments? I'm sorry, Barney, were you through?

Mr. Martlew: I'm through.

Ms. Everett: Carol?

Ms. DeHaan: I was just going to, um, give a copy of our draft minutes from our April 18<sup>th</sup> meeting to Kerrie.

Ms. Nieuwenhuis: Of your, who's meeting?

Ms. DeHaan: Of Cooper Township's special meeting where we have decided to, um, I can, why don't, if you would pass that back, you can read, I'll read what Cooper decided to do. I think Jim alluded to it earlier. And as I say, these are unofficial minutes. The Board discussed the Kalamazoo Area Building



Authority and the dismissal/resignation of the Executive Director recently. Permit fees and the repeated complaints from Cooper Township residents that the fees are too high was given much consideration. The members of KABA are Comstock, Oshtemo, Kalamazoo, and Cooper Township. Comstock and Kalamazoo Township would like to move the KABA office closer to the east side of the county. Oshtemo and Cooper Township would like to keep the office in the same location and lower the permit fees. Ah, it was a motion by Janssen, supported by Buiskool to authorize the Supervisor and KABA Representative DeHaan to investigate the withdrawal of Cooper Township from KABA and work on the distribution of assets.

Mr. Cochran: Ok.

Ms. DeHaan: That's all I have.

Ms. Everett: Ann?

Ms. Nieuwenhuis: I believe, um, I went back through when KABA was first created and we know that it was Tim Hudson, Jim Porter, Libby, Connie [unknown], and in there was a discussion of two foreseen issues that could derail KAVA, KABA. First and foremost was favoritism, and second was what would happen when KABA ran amok? And, um, unfortunately, I think both of those are issues that are there. And it looks to me that in the way that KABA had been designed, it was that we would go into arbitration. So, I am looking forward to being able to bring someone in and figure out how we're going to see where or how we could resolve this. But second, in reading everything here, and that is why I would think it was imperative that KABA have legal representation, I do not see where you can dissolve KABA. Either one of you can leave, but the items still stay within KABA, the money that we have, and the only way KABA can be dissolved is if there's a majority of the members who do not accept the budget. And right now, we have four members, and with two of you leaving, I may not be a wiz at math, but that's not a majority.

Mr. Porter: It's a majority has to approve the budget. If the majority doesn't approve the budget, it automatically dissolves. So you can stay here and fight until November, is all I'm saying...

Ms. Nieuwenhuis: And, you know what? And there's not anything wrong with that.

Mr. Porter: Or, every issue that was brought up today can be arbitrated, so...

Ms. Nieuwenhuis: So, I, I, ah, I'm disappointed knowing that, um, that Cooper is looking at that and wanting to be able to figure out how to do it. I, I want to commend the KABA staff. These are very difficult times and you continue to do it with heads held high, and, um, you know, when, when, ah, it was read in here about hostile situation? Here's a perfect example. Um, we get an email from the Oshtemo, um, Supervisor, indicating that the Executive Director's office could be used again after it had been taken away from KABA and everything had been emptied out of it by the Clerk and the Supervisor without any warning and making it very difficult on KABA staff. An email goes out to all of the Supervisors, saying the next day it can be used and no one in Oshtemo staff walked over to tell anyone in KABA. I have to tell you, it wasn't until the Building Official sends out, you know, asking, that someone walks over and says that. Now, c'mon. Both, two Board members in particular, said specifically to KABA, please act in a professional manner. I am extending on behalf of Comstock Township to the Township Supervisor and asking, Libby, that you would make sure that Oshtemo, also,

improves their professional relationship with KABA. And I would ask that you would respond and let me know that I can be assured that we're not gonna have another scene like that happen.

Ms. Heiny-Cogswell: I'm sorry that there was a fall down and that no one on KABA's Board thought to forward that to your staff. That was not my intention to leave them out of the loop and I'm sorry you read that into that. So, I sent it out to everybody. Certainly there was a lot of upheaval in those days. There was, there was no intention of not communicating with your KABA staff. I sent it to all five Board members of KABA.

Mr. Cochran: Its, yeah...

Ms. Heiny-Cogswell: I'm sorry that it did not get passed on. When I heard, as soon as I heard there was a question, I passed on the email to Mike. So, there was a fall down...

Ms. Nieuwenhuis: So, you were assuming the Chair was gonna go and do that?

Ms. Heiny-Cogswell: I think there's a lot being read into things that is not accurate.

Ms. Nieuwenhuis: That was the end of my comments.

Ms. Everett: Um, KABA staff, Mike or Jannette, do you have any comments?

Mr. Alwine: Yeah, I'm, um, disappointed to hear of Cooper's decision, um, but I can promise Cooper that we will continue as professional as we always have and, um, that maybe I would, implore you to talk to your staff that KABA deals with. We work very well together and I enjoy working with them. And for that matter, that goes for Oshtemo Township, as well. Um, your Planning Coordinator, Zoning Administrator, ah, Enforcement Officer and your Engineer, um, I enjoy working with them, and I think we work very well together.

Ms. Everett: Mmmmm-hmmm.

Mr. Alwine: And, even in these times, because I think we have proven that none of this is personal to us. We're still doing our job as we're required to do for each and every township. And doing it as ethically and morally as we possibly can. And with a smile on our face. And I can tell you that we, I think I can speak for all of us, we do love what we do. And this is just a very unfortunate situation. I agree with Cooper 100% on the permit fee issue and I have since I've been here, tried to discuss it with the Executive Director and kept getting blown off, that we can't do it now for this reason or for that reason. Um, I'm in, I'm in 100% agreement, and I was in hopes, maybe it was false hopes, but now that he has resigned and is no longer here, we could possibly move forward with that and correct those things. Um, I have spoke with, I, I do know there were some concerns about inspections and the delay in getting the inspections done. I spoke to the, ah, contractor from Cooper Landing yesterday. I had a meeting with them.

Ms. DeHaan: Mmmmm-hmmm.

Mr. Alwine: And, um, they were things that I was not aware of. And I told him to, at any time, if they ever have any questions or concerns like that, to call me directly, because if there's any responsibility on KABA's part, it will be corrected and it will not happen again. And, I think he, I think he left satisfied. And like I said, had I known, um, it wouldn't have happened in the first place.

Ms. DeHaan: Thank you.

Mr. Alwine: Mmmmm-hmmm.

Ms. DeHaan: And I have no, I have no doubt. I mean, I know that the whole, all the employees are acting in a professional manner and I appreciate that. I know it's, it's tough times right now, so Cooper appreciates that, thank you.

Ms. Everett: Jannette, anything?

Ms. Poehlman: I don't know, I, what I would say. I just think this is just, it's sad. I had a legitimate, legitimate and legal obligation to speak to somebody. I did a lot of research before speaking to somebody. And I put my trust and I still trust wholeheartedly my superior, Mike Alwine. And I'm personally appalled that this has escalated to something beyond what I have ever experienced in my fifty three years. That this has come to this over an individual and it seems to be personality issues since day one. I've, it's, there's been horrible remarks said about people, inappropriate remarks, and to the point that it, I've been finger pointed and I've heard rumors, because I did the right thing. And I thought long and hard. I'm not an ignorant woman. I've been a project manager for attorneys for twenty five years. And KABA was a dream job for me. I needed something after battling cancer for two years that would be happy for me to come to everyday. Where I didn't have the stress from my previous career. 'Cause I have a lot of experience, I didn't have, have to come here. But I felt it was a blessing. But I was put in a really bad situation. And to hear that I, Cooper wants out, everybody wants out, I mean, you can't imagine how, what I think every day. Having to, I had an obligation as, I guess you could call it a whistleblower, it was, I was obligated to do the right thing. And to go to my superior with, so I'm, I'm just appalled and disappointed and sad that this is the reaction from it.

Mr. Alwine: Can I say one last thing? I ask that Cooper and Oshtemo refrain from making any further decisions until we have legal counsel and we can answer request. I cannot wait to release the information that we have, that we have found, and that we have discovered. I cannot wait to release it to all of the townships. And you will see the overwhelming evidence. And if you look at it objectively, you, you will understand. I just, because, in light of, er, because of everything that has happened, I want to make sure that we are doing everything properly and legally. But I cannot wait for you all to see it. And for you to take it to your townships and then make a decision, after you've seen it. We, we are, we can be, we are in potential legal trouble because of either ignorance or pure laziness on the former Director's part. And we have a lot of damage to repair. And that's what we are doing, and that's why we brought it up. That's all I have to say.

Ms. Everett: I, I just have one more thing to say, and then we just, we need to end this, because we gonna get back into the circle that never ends. It would have been helpful, during that closed session, if someone had shared that information.

Ms. DeHaan: Mmmmm-hmmm.

Ms. Everett: We were given nothing.

Ms. DeHaan: Exactly what I was gonna say but I didn't want to beleaguer the meeting.

Ms. Everett: Right.

Ms. DeHaan: I don't know anything. I hear Jannette talk, I hear you talk. I know nothing.

Ms. Everett: Same here. I have no idea what you're talking about.

Ms. DeHaan: So, ah...

Ms. Everett: So, and that...

Ms. DeHaan: Bad, bad, bad decisions were made. With not sharing it with every, ah, Director, every entity. So, that's it.

Ms. Nieuwenhuis: Well, now wait a minute. You can't, ok, we went into closed session with the idea to be able to have a personnel discussion and I gave you an option. I said that we could...

Ms. Kaufman: I would not talk now.

Ms. Nieuwenhuis: Just, just...

Ms. DeHaan: Yeah.

Ms. Kaufman: Just point of fact. I would not discuss what you discussed in closed session.

Mr. Cochran: Right.

Ms. Nieuwenhuis: Well, we chose an option...

Ms. Kaufman: Speaking as your attorney, but...

Ms. Nieuwenhuis: I'll I'm saying is...

Mr. Porter: I would agree.

Ms. Nieuwenhuis: We chose an option and we all agreed to it, so do not point fingers that bad decisions were made. We made, with a majority, and it was four to one, of where we were and what we were doing. To come back, fine, you want the information, they're saying they're gonna bring it. But don't come back and point fingers to anybody else saying, wish you had done it differently. Because that's the way that it happened and if you wanted it different you could have done it different.

Ms. Everett: I don't agree with that, but we're adjourned.

**The KABA Board meeting was adjourned at approximately 10:00 AM.**

**Minutes Approved on May 19, 2016.**

