

KALAMAZOO AREA BUILDING AUTHORITY (KABA)

BOARD MEETING

June 9, 2016

The KABA Board meeting was held at Oshtemo Township Hall. Board Chairperson Deb Everett called the meeting to order at 2:02 PM.

KABA Board Members 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: Robb Krueger of Kreis Enderle Legal Firm; Tom King of Kreis Enderle Legal Firm; Cooper Township Supervisor Jeff Sorenson; Oshtemo Township Supervisor Libby Heiny-Cogswell; Oshtemo Township Assessor Kristine Biddle; Oshtemo Township Treasurer Nancy Culp; Home Builders Association member Bernie Main; KABA Building Official Mike Alwine; KABA Administrative Assistant Tracy Fricke; KABA Administrative Assistant Penny Cassidy; KABA Administrative Assistant Erin Feist

Recording Secretary and Transcriptionist: Kerrie LeClercq.

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

Ms. Everett – Good afternoon, everyone. We'll join the, ah...call the, ah, KABA Meeting to order for Thursday, June 9th. Um, first item is approval of the agenda. Does anyone have any additions, or...?

Mr. Martlew – I have, ah, two agendas, ah, two items that I would like to add. Ah, the first is a motion, um, that the Board vote to remove Deb Everett as Chair of the KABA Board. The second is a motion for the KABA Board to file a FOIA Request, ah, with Oshtemo and Cooper Townships.

Ms. Nieuwenhuis – And I have one addition, and that is the status of, um, the resignation letter from Ed Hellwege.

Mr. Cochran – From who?

Ms. Nieuwenhuis – Ed Hellwege.

Mr. Cochran – Ok.

Ms. Everett – Alright. Any other? Ok, do we have a, a motion to approve the agenda as amended?

Ms. Nieuwenhuis – I make motion.

Ms. DeHaan – Support.

Ms. Everett – We have a motion and support. All in favor say “aye”.

Multiple Voices – Aye

Ms. Everett – Any opposed? Motion carries. Our consent agenda consists of approval of the minutes from the May 19th Board Meeting, the Building Report, Administrative Report and Financial Reports. Is there anyone wishing to remove any of those items from the consent agenda? And if not, is there a motion to approve?

Mr. Martlew – I approve.

Mr. Cochran – So moved.

Mr. Martlew – Second.

Ms. Everett – We have a motion and support to approve the consent agenda as presented. All in favor, say “aye”.

Multiple voices – Aye

Ms. Everett – Any opposed? Motion carries. Next we have citizen comments on non-agenda items. Is there anyone in the audience who wish to speak on anything that’s not already on the agenda? Ok. I see none. Item #5. Municipality attorneys request for KABA Financial Statements. I don’t believe there was any information in the packet...

Ms. Nieuwenhuis – Want me to go over...?

Ms. Everett – About that, so...

Mr. Alwine – Ah, yeah.

Ms. Nieuwenhuis – Ok. Jannette’s not here, so did she give you the packets, or not?

Mr. Alwine – Yeah. I have a packet.

Ms. Nieuwenhuis – Ok. So, ah, the Supervisors met and we have, we made a number of requests, um, and I believe that the KABA attorneys have, you, have you seen the list?

Mr. King – Ah, the list of requested documents? I have not, have you? No, we have not seen it.

Ms. Nieuwenhuis – Ok. Ok. Um, but what we were looking for is a copy of the bank statements, um, which she did put together. There’s all three of them. I thought she was gonna be doing this. Um, the KABA inventory list was another thing that’s, um, and it is put together, um, there are no, um, prices with what the value is, but that did not indicate that. That would take a lot of time, but the inventory list is here. Um, a copy, a copy of KABA’s most recent audit, um, and, Abraham and Gaffney has indicated that by the end of this week, um, we should have the 2015. Um, the, there’s a short

statement by, um, Oshtemo Supervisor indicating, um, the verbal agreement on the rental lease, 'cause there is not a written lease. Um, and there's also information on the rent, and then also is information put together on the number of employees. It did not include any of the contract inspectors. It had employee benefits and the terms for possibly unemployment benefits. Um, and she did make con-, contact with the unemployment, um, and to find out, how, how long it would be and how much it would be, so we have that. And then she put together a number of graphs that are in there as well as answer to the liability, um, insurance question that we had. So, everything is in here, um, and the idea was that we would give it to the four Supervisors. And that was the request.

Mr. King – Ok, that's for purposes of, of the discussions on the separation of the, of the units...

Ms. Nieuwenhuis – Yes.

Mr. King – Is that correct?

Ms. Nieuwenhuis – Yes.

Mr. Krueger – I'll just add one comment that we received an audit request also, um, kinda divided it between the time that we took over and when Jim Porter was there. We sent a little to him and he's agreed to put together a portion of the audit response...

Ms. Nieuwenhuis – Ok.

Mr. Krueger – Pertaining to when he was there, so that may delay when the audit comes out. But, I mean, they called us today. I haven't gotten...

Ms. Nieuwenhuis – Oh, ok. Well, that's...

Mr. Krueger – Jim's portion yet, so...

Mr. King – Yeah. The...

Ms. Nieuwenhuis – But we do have the 2014 audit.

Mr. King – Yeah, the issue was it was hard for us to comment on, on audit issues that were for...

Ms. Nieuwenhuis – Oh.

Mr. King - A period of time that we didn't represent KABA.

Ms. Nieuwenhuis – Yeah. Yeah.

Mr. King – Um, ah, Jim Porter graciously offered to try to put together something separately or with us, and we suggested that it might be more beneficial that he put it together and submit it to us and we would take a look at it, see that we agreed that it had appropriate types of information on it for the audit purposes and then pair it with ours and forward it to the auditors. Um, that way we would still control the process, but, um, we would get his input as to things that he thought were appropriate. The

last I heard from Jim was that, ah, he, um, had prepared the document but wanted his attorney to review it before it was sent to us.

Ms. Nieuwenhuis – Ok.

Mr. King – And so, and I have not heard anything since. So, that may be delaying your audit, is what I'm, the, the point we're making.

Ms. Nieuwenhuis – Ok. Ok. Um, Madam Chair, if I can just ask, um, Supervisor Sorenson and Supervisor, or, ask Libby, um, I believe that was everything. I don't have the letter in front of me. Was there anything else? I think everything's in this file folder.

Mr. Sorenson – [inaudible]

Ms. Heiny-Cogswell – That's all that comes to mind, as well, yeah.

Ms. Nieuwenhuis – Ok. Alright. So, um, and they had asked that it would, ah, be to the Supervisor's yesterday and I had made a request that we bring it to the KABA Board so that the Board would be able to say that it wanted to be able to provide these records. I just thought it, I didn't want to miss a step.

Mr. Alwine – George?

Mr. Cochran – Ah, Madam Chair? Um, I, this morning I reviewed the, ah, audit from Abney, ah, draft version, of the audit for 2015, and, ah, found that, ah, there were no, no problems with it. There are no problems outlined in it other than a small thing that, that's easily corrected. Ah, and, and the audit came through as, in, in very good condition. So, ah, the 2015 audit is available. Ah, maybe one of you can tell me, is, there's a date, I know at the Township there's a date there that we have to have that audit submitted to and I think it's the 30th of June...

Mr. King – Yes.

Mr. Cochran – First, first of July. Is that the same for our organization? For this operation?

Mr. King – I would have to look specifically to see if it's the same, but I, I think it's similar.

Mr. Cochran – Ah, Ok. Which means, which, and, and, um, from what I read in the audit, my review of the audit, I gave, ah, Ms. Poehlman the, ah, permission to go ahead and, and sign and return, and, and, and request the, the final audit.

Mr. King - Yeah, it's, it's...

Mr. Cochran – Final draft, or final audit.

Mr. King – It's oft times that, that as soon as they get those letters in, they release the audit. It's...

Mr. Cochran – Yeah.

Mr. King – It's, it's not a, they, they're not expecting a lot of issues to come up as a result of, but part of their due diligence...

Mr. Cochran – Yeah.

Mr. King - They have to get those letters...

Mr. Cochran – Right.

Mr. King – We're, we're happy to get it out as soon as we get the part that we can't really supply, which is the, the period of time during this audit until we were retained. Um, and, and, and, and, and for the attorney audit letter.

Mr. Cochran – Oh, ok.

Mr. King – I mean, we, we can't opine on what issues might be outstanding. We can say we don't know of any, because we don't know of anything but, the, the attorney, see, typically, any attorney would get a copy of the audit letter and Jim Porter got a copy and so we're coordinating...

Mr. Cochran – Right.

Mr. King – The audit letters.

Mr. Cochran – Ok. What, and, and, ah, their comment in their audit is that they had full cooperation from everyone involved.

Mr. King – Good.

Mr. Cochran – So, and that's, that's, and, and, their, their...

Mr. King – And that's good news.

Mr. Cochran – Their response was that, that we, that we passed the audit with...

Mr. King – 'K.

Mr. Cochran – In, in very good condition...

Mr. King – Good.

Mr. Cochran – As far as they were concerned...

Mr. King – I, you know, you could give...

Mr. Cochran – Other than...

Mr. King – You could include a draft copy of the audit, too.

Mr. Cochran – One, one small item.

Ms. Nieuwenhuis – Ok, alright.

Mr. Cochran – I have a draft copy with me.

Mr. King – I, I'm suggesting for the Supervisors, a draft copy of the audit...

Ms. Nieuwenhuis – That would be helpful.

Mr. King – Could be included, both...

Ms. Nieuwenhuis – If you could, yeah. Yeah.

Mr. Cochran – Ok. We can do that.

Mr. King – If, if it's before the...

Ms. Nieuwenhuis – Ok.

Mr. Cochran – Yeah. We can do that.

Mr. King - That way they've got it, they know what it's, what it typically is gonna say, maybe with some minor modifications if anything came out of any of the letters, but doubtfully.

Mr. Cochran – Ok, I...

Mr. King – Ok?

Mr. Cochran – Yeah.

Mr. King – Ok.

Ms. Nieuwenhuis – I, I do remember one more thing. I knew there was one more thing we asked for, and it was the, ah, State grant, the EVIP grant. Um, so what we have found is that at Comstock, we only have the one page letter that we signed, um, saying that, you know, we authorized the reimbursement, but all the files for the grant are actually at KABA. So, ah, we'll have to be able to get copies of that, but I will say that the end of the grant is not until September 30th of this year. So, um, I do not know if they will be asking us for an end of the year report and I don't really wanna call and ask...

Mr. Cochran – They, they do require them.

Ms. Nieuwenhuis – But, this is, so, I do have a copy of that letter that I can include in here, but it does go through September 30th of 2016, um, and I do have a list of everybody who did get an EVIP grant.

Mr. Cochran – I do believe that they requested, I think that we've had a response one or two prior times to the, in, in response to the grant, um, I, I, I'm almost gonna say I've got a copy of that grant...

Ms. Nieuwenhuis – We, we sent a letter saying...

Mr. Cochran – Not, not with me, but at, at the, at the office [inaudible].

Ms. Nieuwenhuis – We said that we closed it, we sent a thing saying it's closed, but the original letter indicating that we have it shows that the grant period is from October 1, 2011...

Mr. Cochran – Through...

Ms. Nieuwenhuis - Through September 30, 2016.

Mr. Cochran – 2016. Yes.

Ms. Nieuwenhuis – So what I'm saying is, we, we could be audited again, so I just wanted to make sure in particular that the Supervisors are aware of that deadline. We thought we were well passed the grant deadline and we're not.

Ms. Everett – Ok. George, you...

Mr. Cochran – That's all. I, we're happy to get a, a, a draft, get the draft copy to anybody that wants it.

Mr. King – Yeah. The, the Supervisors.

Ms. Nieuwenhuis – To the Supervisors.

Mr. Cochran – To the Supervisors.

Mr. King – To the Supervisors.

Ms. Nieuwenhuis – Yeah.

Mr. Cochran – Yeah, alright. You're right.

Ms. Nieuwenhuis – So, I will get those, um, copies and make sure that that gets to, um, to Libby and Jeff and, and Ron. Ok.

Mr. King – Ok.

Ms. Everett – And then George, if you could forward the copies of the draft audit.

Mr. Cochran – Ok, um...

Ms. Nieuwenhuis – Or we can make copies.

Ms. Everett – Ok.

Mr. Cochran – Yeah. Jannette, Jannette has, has it and she forwarded it to me, so...

Ms. Everett – Ok. Ok. Um, next item, discussion of deleted computer files restored to KABA Share Point. Again, there was nothing in the packet about this, so I don't know who's going to...

Mr. Alwine – Well, we had our attorneys review the files that IT Right had recovered and, I guess, Rob, I'll let you go ahead and...

Mr. Krueger – I just provided a letter and indicated there was a request for the information, but I think if the Board is going to request the information, you should put on record what the purpose of the request is for and then vote on it, if you want it to go out into the public, because, ah, it doesn't appear that there's anything in the, ah, policies of KABA which would prevent you from doing that, but there's probably, maybe, some interest, you know, if I'm a future employee, I'm not sure I want the Board taking any documents that they might have a right to access and making them available to the public. So, I've provided in that letter an outline of how you could do the process if the Board decides that they want to release the records, there's a purpose on the, um, minutes as to why they're doing that and then make them available to people. Um, I think that'd be the best process to follow.

Mr. King – I, I, I think that the, the concern is that while all the things on the KABA section of the computer, and I, I refer to it that way because I understand that there's a computer sharing arrangement with Oshtemo, are, are technically KABA property. Um, there are, there was information that was deleted that was more of a personal nature, that, and, and, and we recognize that employees sometimes put stuff on the computer that's really not business-related. They shouldn't, they should do that on their home computer. But that sometimes happens, it happens with, ah, a, a lot of people. Um, but if it's on the, on the KABA computer, it is certainly appropriate for the KABA Board to know what it says. And so, there's a process set up whereby if, if, if there have been requests to view that information, one of you wants to review it, um, you can review the information that was recovered for purposes of, of, of KABA. Um, other than that, it would have to be, it would only be releasable under the Freedom of Information Act with the, there are some exceptions that may apply to some of it for that.

Mr. Krueger – Just by way of example, there is information there that would be of a financial nature, there could be social security numbers. My concern was that if I, and we originally talked about maybe taking a disc and then, or a, a drive and making it available to people outside, what happens if somebody suddenly loses contact with a social security number, there's an identity theft, and there's a question about our handling of the information. Ah, I thought it would be better, if somebody wants to view it, to come to the office. We'll have it all available at the KABA office and then, ah, they can just do that under the administration, so we don't have people making copies, or...

Mr. King – And, and...

Mr. Krueger – Or losing copies, which would be [inaudible].

Mr. King – By "somebody wants to review it", I wanna be a little more specific. If one of you wants to review it. That, that doesn't mean that, that anybody wandering in, ah, including my, my, my daughter, who would love to read your, your, your files just for fun, can do it. So, um, so, ah, you know, if one of you, since you're, you're all members of this Board and you all have a right to understand the workings and the information from KABA, as members of the Board equally, if you need to review it, then you should come into the office, take a look at it at the KABA office, not remove anything with you. That way we can assure anybody that questions later that the, the information was handled, including the,

the information that may have personal information in it, in a manner that's consistent with protecting personal privacy and numbers and things like that. So, um, we'll work with staff to set up that procedure. Rob's already kinda outlined it, but we'll, we'll work with staff to set up that procedure and you can access that information. The, the deleted and restored information is what I'm referring to, here, that, that you discussed earlier. Are there any questions about that?

Mr. Martlew – With the, with the information that's there, um, were, was there any information that didn't fall into that category of, of a personal nature? I...

Mr. Krueger – Well, there was mixed categories. The only, the only thing I can comment, there were, there were things that I brought to the attention of Jannette that I said you should take a look at this, um, if there was something that I thought that may be of interest to the auditors, I said you should maybe bring that up and take it as...but I don't, having no information about KABA, other than picking up a file and looking through this, it's hard for me to, ah, gauge. The one document that kinda stuck out, there was a, I think it was a W2 from Oshtemo Township to Mr. Hellwege, and so that was odd, and so I, I pointed those things out to her, and so if KABA has questions or needs to deal with that through their offices as to what that information is, they can do that. But I didn't want to make it a blanket, ok, everybody come in and look at every single thing in his file. A, because it's not only his information, there's information about his wife in there, as well, so...

Mr. Martlew – Sure.

Mr. King - Did the...

Mr. Krueger – Um, my, my purpose wasn't to be circumspect or, or to try and keep things away from the Board. It was, I thought if you want to look at it, come look at it down at the KABA offices and if you see something as a Board member that you feel is worthwhile to bring up in a meeting, do it that way, rather than to, to try and just disseminate it and then we'll have a general discussion. Ok?

Mr. King – And then, then nobody knows what happened after it left the...

Mr. Martlew – Sure, sure.

Mr. King – The KABA offices. Um, the, the, the, I wanna elaborate on, a little bit on what Rob said about the, the, the W2 Form. The W2 Form may be entirely appropriate, we don't know. I mean, we don't know what the arrangement was...

Mr. Martlew – Mmmmm-hmmm.

Mr. King - With the Executive Director. It appeared for, to be for the same time frame as the Executive Director was working for KABA, and so that just sparked some interest. Um, like I say, that may be entirely appropriate, there may be nothing wrong with it, there may be something that's inconsistent with his employment with KABA, we don't know.

Mr. Martlew – Ok. I, personally, I'm compelled personally to say that I have no hard feelings against Ed. I think he did a good job as being the Executive Director through the startup phase of the organization, and so I, I have no animosity toward him. I understand, um, and have known, even before your letter, that any information stored on a business computer belongs to the business, and I'm sure Ed probably

knew that, too. I understand his reason for deleting personal information and I have no problem with that. If there's any information there that, um, KABA needs to know for operational purposes or because it creates a vulnerable situation for KABA, I think we the Board, or at least, um, the, the Board's Treasurer needs to know about that. Um, with those exceptions, I have, you know, I have, personally, have no reason to come view the information.

Mr. King – And, and of course, we've, we've now preserved that...

Mr. Martlew – Ok.

Mr. King – Because we've recovered the information and it's available and it's not going to be destroyed or anything, ah, um...

Mr. Krueger – And, and I asked Jannette to go back through the doc-...I've said, ok, I've looked at it. I don't think there's a legal reason we can't disclose or make it available, but, I'm not, I don't work for KABA, so if you want to go back through here, I would recommend that you look at it from perspective of why would this be deleted or why was it on, you know, this group. Is that a concern for you? She did email me today, I don't have her response with me, but she didn't find anything on there that seemed like it was, ah, untoward other than, you know, topics that I'd discussed with her. And I said, take, you know, take a look at this. So, there wasn't anything that she said, well, these documents are critical of the operations of KABA and they shouldn't have been deleted for this reason. You know, so it was more of a query, it was more looking at, you know, what, why would you delete this? Ah, most of it, I would say the majority of it was personal and you could understand why somebody would delete it, so...

Mr. Martlew – Sure.

Mr. King – Do you have any questions?

Ms. Nieuwenhuis – Yeah. The only other question I had is, do we know how much that cost us?

Mr. Alwine – I, I don't know.

Ms. Nieuwenhuis – Ok. That is something...

Mr. Alwine – I'm sure we have it.

Mr. Cochran – Yeah, we haven't seen...

Ms. Nieuwenhuis – Ok. That is something that I...

Mr. Cochran – I don't think we've seen a bill yet.

Ms. Nieuwenhuis – Ok. Ok.

Ms. Everett – Is there any other discussion on this topic?

Mr. Martlew – In regard to the cost, maybe the Board does need to discuss whether it should request Ed reimburse, ah, KABA for the expense of recovering, ah, deleted files and, and, ah, ah, that is, that is something that should be discussed.

Ms. Nieuwenhuis – I, I would ask that we wait until we know exactly what that amount is.

Mr. Cochran – I, I...

Mr. Martlew – Ok.

Mr. Cochran – I'm...

Mr. Martlew – So make it noted on today's meeting but...

Ms. Nieuwenhuis – And ask to have that put on the next agenda.

Mr. Martlew – Ok.

Mr. Cochran – Or, yeah. At, at the point which we have knowledge of what the costs are.

Ms. Nieuwenhuis – It's been a couple weeks, so we should have a bill that has that. And if it's not broken out, we can ask for it.

Ms. Everett – Ok. Item # 7. I'm not sure why this is on the agenda, quite truthfully. Um, Deb Everett Request for KABA Banking Statements.

Mr. Alwine – That was in, ah, regards to an email that you had sent to Jannette requesting the bank statements, which I think, well, I don't know what the, I don't know what the use was, but the bank statements are all going to be given to the Supervisors.

Ms. Everett – Right. I understand that. And just, I'll just comment on that. My request was prior to the list that the Supervisors put together, the information that they wanted. And I was just a little puzzled why, as a KABA Board member, that information couldn't be shared. Um...

Mr. King – Let me, let me respond to that. I, I think you're in a little bit of a delicate position here, because you're both a KABA Board member and a member of the group that's trying to leave and/or...and so, the better process was to go through the group discussions and have it approved. Um, I, when that request was funneled to us, I was concerned that we didn't know what the purpose was. It, it's fairly unusual for a Board member to come in and ask for all the financial statements. I remember back when I was Assistant City Attorney for Kalamazoo. We had a member of the City Commission that came in and was elected and, and, and had, um, ah, his, his election agenda, if you will, the reason he got elected was to, he was gonna shake up city government and all of those kinds of things and he would run to all of the department heads and say "I want this, I want that, I want that" and it got so bad that the, the Board as a whole, the Commission as a whole voted that they wanted the City employees doing the City employee work rather than answering the questions of one single Board member. So I thought that, that putting it on the agenda would get it out into the open, we'd discuss it, try to figure out the best way to provide the information on an even and fair handed basis and, um, and, and say that, you know, if you're gonna come in and ask for specific, any of you, by the way, not just you, any of

you, are gonna come in and ask for specific information from staff, it probably ought to be done through this group if it's gonna take some time or if it's some sort of really sensitive information. That way the group as a whole hashes it out, decides it, as opposed to one member of the, of the Board, um, ah, you know, going and asking for the information. That, that was at least my thoughts.

Ms. Everett – Ok. Um, that's fine. I'll just say that the reason I asked for it was, as I said, it was before the Supervisors put the list of things together that they wanted. I knew they were gonna be meeting, that was gonna be one of the topics that was gonna come up, and I just assumed as a Board member...

Mr. King – Yeah.

Ms. Everett - I could procure that information for, for that purpose.

Mr. King – Once I saw that on the agenda, it gave me somewhat of an understanding of why you might be asking for the question, so, um, I kinda assume that you're issue was resolved by the...

Ms. Everett – Well, I...

Mr. King – By the earlier one.

Ms. Everett – I did, too, so...

Mr. King – Ok.

Ms. Everett – So, I'm, you know, I'm fine with that. That's, that's why I asked.

Ms. Nieuwenhuis – Yeah. Well...

Mr. King – Yeah. It was at, it was my direction that it, it, it needed to be discussed here and it was because I'm sensitive to, from way long ago, to the issues that, that we had, Kalamazoo had with that.

Ms. Nieuwenhuis – Yeah. And just so you know, Deb, as a County Commissioner, that actually ran when there were seventeen of us and we were all asking for different things, we can't even talk to County employees...

Mr. King – Yeah.

Ms. Nieuwenhuis - We can only go through...

Mr. King – Yeah.

Ms. Nieuwenhuis - Administration, and if one asked for something, the other sixteen got copies of it, so...

Mr. King – Yeah. You would be surprised...

Ms. Nieuwenhuis – It's just, ah,...

Mr. Cochran –Oh, yeah.

Mr. King – You’d be surprised as how much staff time in Kalamazoo and the County is sometimes spent on collecting information that one member of the Commission or the County Board is excited about seeing and maybe the excitement isn’t, isn’t uniform, you know, so...that was the reason.

Ms. Everett – Ok. Um, next item, continuation of the discussion regarding Barney Martlew’s request for Board vote on filing a complaint with the Michigan Attor-, Attorney Grievance Commission against Oshtemo Township Attorney James Porter. This was tabled from the May 19th KABA Board Meeting.

Mr. Martlew – I, I, um, I would like to say two things in regard to this matter. I do not view this as a Barney Martlew item, I view it as a KABA Board item, which is why I have requested a vote from the Board and it goes, ah, to the, um, obligations of the Board to, ah, watch out for the organization. Um, and the way I view it is that laws are passed, regulations are adopted for specific reasons. Once they’re passed or adopted, um, we all must abide. As it pertains to Attorney Porter, um, from the discussions we have had at past Board meetings, ah, the conflict of interest that he had, ah, between being KABA’s former legal counsel and then as chief accuser, ah, is obvious. The benefit of proprietary or private information that he may have had from being KABA’s Attorney and then representing the group that is, ah, looking to, um, dismantle KABA, ah, is inappropriate. So I believe it is the responsibility of the Board, ah, to vote to determine, to decide whether a grievance should be filed with the Attorney Grievance Commission of the State of Michigan, ah, for the reasons discussed previously. Ah, so that is my position and I believe it’s appropriate to put it to a Board vote.

Ms. Nieuwenhuis – I also would ask that in the, um, concept of having the discussion, um, of poor representation for KABA, I will say that when I asked for, um, guidance from the KABA Attorney in regards to dealing with the Executive Director, because I was concerned about having a conflict of interest. I specific called and asked Mr. Porter if I was speaking to him as a KABA Attorney or as, um, an Oshtemo Attorney and he assured me I was speaking to a KABA Attorney. However, I do have documentation that he violated that. So, um, I will support the motion to be able to file the investigation.

Ms. Everett – Barney, was that an actual motion that you...?

Mr. Martlew – Yes, it should be presented as a motion.

Mr. Cochran – Yeah.

Ms. Everett – Are there any comments? Other comments? No comments? Um, I’ll just, I have a couple of comments. Um, I think the word, um, dismantle KABA is, is not correct. Um, we are attempting to separate from KABA, not dismantle KABA. We’re more than happy to see KABA continue on.

Mr. Martlew – Co-, Correction noted.

Ms. Everett – Um, and I would also just point out that when it became apparent there was an issue, um, Mr. Porter did recuse himself as KABA, he resigned as KABA’s Attorney and also recused himself as Oshtemo’s Attorney. He is not out representing Oshtemo in this, um, matter. We have retained outside counsel for that. So, in that regard I don’t think there is a, there is a conflict.

Mr. Martlew – That’s today, though, Deb. That wasn’t up until the point that, ah, um, that, ah, ah, um, for whatever reason, um, Oshtemo decided to bring in legal counsel because they, um, I mean, the evidence is just here in the paperwork signed by you and signed by Jim Porter. I mean, it’s undeniable. Undeniable.

Ms. Nieuwenhuis – I believe what we owe to the residents of our, um, various municipalities is that there is a question here. There is a position and a process put in place, um, and I believe that we should follow that. We’re not accusing, we are asking for an investigation. Um, and that’s our job and we are here to represent and make sure that this has been done. I hope that it comes back and it says that all the i’s were dotted and the t’s were crossed, but right now, there is serious concerns about that, and I would think that Mr. Porter, in particular, would want to be able to have the investigation to make sure that he, indeed, has not done anything wrong and I would think that Oshtemo and Cooper would want it, as well as the other Board members. Just because you’re leaving, doesn’t mean that you still don’t have a fiscal and moral responsibility to this organization and I would ask for a roll call vote.

Mr. Cochran – One, one more point of discussion...

Ms. Everett – George.

Mr. Cochran – Ah, at some point, and I was just checking to see if I had the minutes from the time, um, I believe that at, at, ah, ah, either the April 7th meeting or the meeting thereafter, ah, Attorney Porter, while still being KABA’s Attorney...um, well, he may not have been after that, come to think about it, he may have resigned, ah, did use the term “dissolve KABA” in the meeting, as, as, as what he intended to do or what was intended to take place. So, I, that’s the end of my comment.

Ms. Everett – Alright, we have a motion and support. All in favor say “aye”.

Mr. King – It’s a, they’ve asked for a roll call...

Ms. Everett – Oh, I’m sorry, roll call. Um, ah, Mr. Cochran?

Mr. Cochran – Yes.

Mr. Martlew – Yes.

Ms. DeHaan – No.

Ms. Nieuwenhuis – Yes.

Ms. Everett – And I vote no.

Mr. King – Ok, the motion is three to three, it fails.

Mr. Martlew – Three to two.

Ms. Nieuwenhuis – Three to two.

Mr. King – Oh, three to two, I’m sorry. It passes. Three to two.

Ms. Nieuwenhuis – So, I would like, um, to be able to ask our attorneys as to how we, we move on that in being able to file that. I, I don't know what the process is, I just know there is something [inaudible]...

Mr. King – It, it's simply a letter you would send to the, ah, to the Grievance Commission, and we can provide you with their address to, to prepare that letter.

Ms. Nieuwenhuis – Ok. Ok. And would you be able to work with us on getting that letter prepared, or is that something that the Board members would do?

Mr. King – I think the Board members would do that.

Ms. Nieuwenhuis – Ok. And all of them go in together, or...?

Mr. King – Um, it would, it, you voted as a Board, so it should be one...

Ms. Nieuwenhuis – One letter?

Mr. King – One letter.

Ms. Nieuwenhuis – Ok. So the Chair should send it.

Mr. King – Yes.

Ms. Nieuwenhuis – Ok.

Mr. King – Um, well, it, and it, since the Chair voted no, um, I, I think it would be a little unfair to require the Chair to sign it. Maybe the, the, the highest, is there a Vice Chair?

Ms. Nieuwenhuis – No.

Mr. King – No?

Ms. Nieuwenhuis – There's a Secretary and Treasurer, so...

Mr. King – The three, I, I think maybe the three members that, that, ah, that, ah, voted in favor probably should sign it. Because at least it implies that the person signing it feels that it's appropriate and I think that's a, kind of an unfair decision to put somebody in because they've been elected Chair.

Mr. Martlew – Is it, is it appropriate to note, ah, that Deb and Carol, on that letter that would be sent to the Grievance Commission, ah, is it appropriate to note the Board members in favor and those opposed? In the [inaudible]?

Mr. King – Certainly, you can, I mean, its public record.

Mr. Martlew – Ok.

Mr. King – You can put in that it was a three to two vote and who voted in favor and voted opposed.

Mr. Cochran – Yeah.

Ms. Nieuwenhuis – The question, then, becomes if the three of us go to be able to work on the letter, does it have to be at a posted meeting or whatever, because I don't want to be able to be in violation of an open meetings act.

Mr. King – I think maybe one of you, one of you drafts, takes charge of drafting the letter and it gets sent to the other two for...

Ms. Nieuwenhuis – Ok.

Mr. King – For approval [inaudible].

Mr. Martlew – I will...

Mr. King - And the Board could auth-, the, the, the, I think the Board probably could authorize that today.

Ms. Nieuwenhuis – Well, then I would ask that the Board would authorize, um, to have the at large member, um, if you're willing to, um...

Mr. Martlew – I'm willing.

Ms. Nieuwenhuis – Draft the letter, that, then, um, the other two would be able to add what they needed to it.

Mr. Cochran – And, and confer.

Mr. King – Ok.

Mr. Martlew – And, I, I will draft and present it to the Board for review and comment and revision prior to sending.

Mr. Krueger – You, you may want to add to the motion that the, the parties that, the voting stats of the parties so that that will be included in the letter. That was discussed, but that's not part of the motion.

Mr. Martlew – Ok. Yes.

Ms. Nieuwenhuis – I would add that, then. To make that part of the motion, that, that we're asking for the at large member to, um, take and create the draft and in it, include what the vote is of the Board and who.

Mr. Cochran – And, and, and have permission, permission to consult with the other members of the Board.

Ms. Nieuwenhuis – Yes.

Mr. King - Yes.

Ms. Nieuwenhuis – Thank you.

Ms. Everett – That’s a motion from Ann, I believe we had a second on that.

Mr. King – Is there a second?

Mr. Martlew – I second.

Mr. Cochran – Second.

Ms. Everett – Um, all in favor say “aye”.

Multiple voices - Aye

Ms. Everett – Any opposed? Motion carries. Next item is status report from the May 25th, 2016 Supervisor’s Meeting.

Ms. Nieuwenhuis – I do want to thank, um, Libby and Jeff, um, I think we’ve had some good discussions in being able to, ah, come up with a number of things. There are minutes, back and forth, that we’ve been sharing. Um, Libby took the, um, and, and did the first one and then I think we added just a couple things on there. We made some progress, in particular, um, that all the grant items, one because of the type that it was and the depreciation and everything, that we wouldn’t be worrying about that being as part of the assets. Um, and I had offered to be able to get a list of what all that would be. There are a number of other items that we went through, but I think the conversations are good, we have another meeting, I don’t have the date in front of me, but it’s soon. It’s next week sometime. The Supervisor’s Meeting. Um, and so we’ll continue to be working. I think we’re making progress trying to be able to figure out how KABA can continue and I think most importantly, um, we do ask how KABA is doing, um, and we’ve asked the Building Official to join us at the next meeting and subsequent meetings there, because some of the nitty gritty that we’re getting down to, like dividing out the database and some of those things, um, would be better if we have somebody there who actually deals with it on a day to day basis. I would just ask if either one of the Supervisors had anything else, if I missed something, to please feel free to add.

Mr. Sorenson – You’re well covered.

Ms. Everett – Ok. Any other questions on that? Next item is operational decisions. First one is present, presentation of information regarding KABA relocation options and related expenses.

Mr. Alwine – Ok, we’ve got some information here. Ah, Jannette and I have looked at several properties. Um, the one that seems to fit KABA’s needs best is on Nazareth and we’ve included the available lease options for each one for comparison. Um, and with Nazareth, we, we did offer...you gotta bear with me because I’m, I’m filling in for Jannette. Um, we did send an original letter of intent, which is, is in the packet. Um, which they, they did turn down and they did, ah, provide us with a counter offer and that we’d like for the Board to consider. Um, Jannette does believe that we could possibly get a thirty day free rent with this counter offer. Um, it’s a three year lease with a purchase option, um, any time after 24 months. And we would have to notify them at the 24 month period if we

intend on purchasing or not, and if we do not, then the, the lease would still continue for the remaining year. So we would still have 12 months to relocate.

Ms. Everett – What did this note say? I couldn't understand what this word was? Their counter was \$2215 per month, but I don't know what that says.

Mr. King – The second addition was, ah, was about exercising the option.

Ms. Nieuwenhuis – No.

Ms. Everett – No, it's under rental rate...

Ms. Nieuwenhuis – Yeah. They crossed it out. I can't read it either, well I, I don't know if it's the copy or what...

Mr. Alwine – Something's commission. This is, this is actually the realtor's...

Ms. DeHaan – Oh, it's towards commission?

Mr. Alwine – Towards commission.

Ms. DeHaan – Towards commission.

Mr. Alwine – Yeah, it, oh yeah. Yeah. Towards commission.

Ms. Everett - \$2215 towards commission. What does that mean?

Mr. Cochran – Question.

Mr. Alwine – I don't know.

Mr. Cochran – I have a question.

Ms. Nieuwenhuis – No, I think they were changing it and saying that they were going from \$1600, they countered at \$2215. The two, the first two months of the lease terms of rent to be free I think has something to do with commission.

Mr. Cochran – Ah...

Mr. King – Yeah, I, I think that was a note between Callander Commercial and the owners of the building...

Ms. Nieuwenhuis – Yeah. Yeah.

Mr. King - About, if, if you gave two months free, we weren't waiving our commission of the two free rent months, rents.

Ms. Everett – Oh.

Mr. King – I, I think that's what that means.

Mr. Cochran – That, that was gonna be, that was gonna my question. They have a, a, a rental management company handling...

Mr. King – Yeah.

Mr. Cochran – Or a version of their own, Callander, ah, ah, a division of their own...

Mr. King – Right.

Mr. Cochran – Handling it which charges a...

Mr. King – A commission.

Mr. Cochran – A fee, monthly fee. And I, I, considered that was probably part of that, ah, [inaudible] hat's still \$615 a month, which is...

Ms. Nieuwenhuis – Do, would it be help-, do the Board members want just a quick review of the other sites that we were looking at, or, or is that not necessary?

Mr. Alwine – Well, the other sites...

Ms. Nieuwenhuis – No, I, I mean, yeah, I was just gonna say, if we don't have to do it, we can, but if not, it was in there.

Mr. Alwine – Um, yeah, I can if you'd like, but, the, ah, every, every other site re-, would have required extensive upfront cost and reconstruction to even be able to occupy it. Um, Nazareth, Nazareth was the only one that is really move-in ready.

Ms. Nieuwenhuis – Mmmmm-hmmm.

Mr. Alwine - Um, and just given either location or costs or, ah, property maintenance, the others weren't suitable, um, or too large. It's...

Mr. Martlew – Do I recall there were some furnishings...?

Mr. Alwine – There are some furnishings that are there, that are, that have been left there. That, I believe they did say that we could...

Mr. Martlew – Those could become...

Mr. Alwine – That we could use them. Yeah. And they're, they're usable.

Mr. Martlew – And if we exercise the purchase option, they are part of the purchase?

Mr. Alwine – Yes, that's my understanding.

Mr. Martlew – Ok.

Ms. Nieuwenhuis – And I think, um, that goes back to, ah, Supervisor Sorenson wanting to make sure that we tried to find something economical, in particular the furniture and everything and that certainly...Um, it, it has almost all the furniture that they would need, so...

Mr. Alwine – And the next thing that I have that Jannette has put together is operational costs and, ah, KABA's move to independence. Um, and the first line is the, the office space at \$2215 a month, ah, which is \$26,134 annually. Um, the next is getting our internet and email, ah...

Mr. Cochran – I don't seem to have that sheet.

Ms. Nieuwenhuis – It's right in front of the, the Callander, or right in front of the stuff that was about where to move.

Mr. Cochran – This?

Mr. Alwine – No.

Ms. Nieuwenhuis – No. It looks like this.

Mr. Cochran – Ah, wait a minute. I think there's one there...got it. Thank you.

Ms. Nieuwenhuis – Mmmmm-hmmm.

Mr. Alwine – Um, the next line is the internet / email exchange services, which would be \$1201.50 annually. Um, it would be several thousand dollars to, ah, have our own server. And this is through a host server, ah, which is quite a bit, it's quite a bit less than, like I say, if we have our own server. Um, the telephone services would be a part of and included with the server, so there would be no cost for telephone services, where right now our monthly phone rate is \$464 a month. Ah, the furnishings is to be determined. Ah, moving was to be determined, but we did just get a, an estimate back from Mulder for \$1200 for the move. And then for our, ah, Quickbooks accounting and payroll services, they would provide everything for \$139 monthly, which currently what we are paying is we are paying ADP \$160 monthly, plus we end up paying \$1500 at the end of the year for, for the same service that Quickbooks provides, and it's for the 1099 corrections that we are, that we currently have to go through, ah, through ADP. So, that's a savings of about \$1800 a year.

Ms. Nieuwenhuis – So one of the things that I had asked was that we be able to talk about this so we can start making some decisions. Um, I think as the Supervisors are working forward as to when and how we are able to be able to dismantle what needs to be done so that the two organizations can separate, um, it seems important that we move and this space is ready to be able to get in. It's centrally located for where we need it, at least for the two entities that are staying together, um, and I, I would ask that the Board would, um, take a motion and, and if approved, that we can, um, give authorization to the Building Official to move forward and execute a, a lease agreement.

Mr. King – Can I ask one question? The arrangement that you have with Oshtemo, I understand, is based on an unwritten, um, arrangement that you have?

Ms. Nieuwenhuis – Yes.

Mr. King – Was there a specific lease?

Ms. Nieuwenhuis – No. Well, I thought there was a lease, but there is not a lease.

Mr. King – Ok.

Ms. Nieuwenhuis - But, um, the, Oshtemo Supervisor has, ah, done some, I gave it to, ah, to Jannette, stating exactly what we had, and, and there was a, actually a dimension, er, a diagram with it.

Mr. King – Ok.

Ms. Nieuwenhuis – And then we've already paid our full \$12,000 for the year, but my understanding...

Mr. King – Oh, for the whole year.

Ms. Nieuwenhuis – But my understanding was that whatever portion of that needed to be reimbursed, that Oshtemo would do that.

Mr. King – Is the [inaudible].

Ms. Nieuwenhuis – Is that correct, Libby? Libby, is that correct?

Ms. Heiny-Cogswell – I think we're, I'm, I mean, we're working on the whole separation thing, but that's most likely, yeah.

Ms. Nieuwenhuis – Most likely? Or you would?

Mr. Cochran – It's, well, it's a...

Ms. Heiny-Cogswell – Well, I mean it, we need a bottom line of all the numbers, I think, you know, that's why we had requested everything, so, I mean, I don't, I don't have it all in front of me, I, I don't know...

Mr. Martlew – This is an Oshtemo-specific item and...

Ms. Nieuwenhuis – Yes.

Mr. Martlew - I would ask what else...?

Mr. Cochran – I don't think she'll, I don't think she'll...

Ms. Heiny-Cogswell – You know, the Supervisors meeting is next week. Let's take it up then [inaudible].

Mr. Martlew – It, that's, that's a good way to avoid a question.

Mr. Krueger – Maybe this will clear things up.

Ms. Nieuwenhuis – Yes.

Mr. Krueger – If you give a thirty day notice...

Ms. Nieuwenhuis – Ok.

Mr. Krueger - And you've paid rent...

Ms. Nieuwenhuis – Yes.

Mr. Krueger – There's no lease, at the end of the thirty days, they have to give you back the money.

Ms. Nieuwenhuis – Ok. Well, then we don't...

Mr. King – It, it, it's a monthly rental rate, correct?

Ms. Nieuwenhuis – Ok. Yes. Yes.

Mr. Krueger – But, but you do have to give them written, well, you don't have to give 'em, you could give 'em verbal notice, I guess, it's smarter to give written notice...

Ms. Nieuwenhuis – No, but...

Mr. Krueger – If we're intending to move, and you probably also want to make sure that you're ready to move in that time period, to be fair both to them and to the...

Ms. Nieuwenhuis – Right.

Mr. Krueger – Whoever you're moving in with. So, once you have a place, and, and then decide...

Mr. King – The rule, the rule in the State of Michigan is if you do not have a written lease agreement...

Mr. Cochran – Yeah.

Mr. King - You are a month to month or a term to term tenant.

Ms. Nieuwenhuis – Ok.

Mr. King – Ok? So if your, if your lease payment is a monthly lease payment, ok, you rent by the month, you need to give thirty days' notice to your current landlord.

Ms. Nieuwenhuis – Ok.

Mr. King – And you may move then.

Ms. Nieuwenhuis – Ok. Good to know.

Mr. King – Ok? Um...I, I, I, I don't know what your arrangement was.

Mr. Cochran – Ah, basically, I believe, it was based on the year. It was a, the price was set at \$12,000 a year. Um, and, and if there had been, at the point, at the time of discussion, there was, there was discussion about their rehabbing a portion of the building over here, in which case it would be \$18,000 a year. That, the, the, the conversation about rent...

Mr. King – So it was quoted as an annual rent.

Mr. Cochran – The conversation about rent has been mostly based on a, a yearly basis, a, a year at a time basis.

Mr. King – I would, I, I guess, you caught me a little off guard, most leases are month to month. Um, I would have to look at whether or not you would be able to get your, if, if Oshtemo did not agree, let's put it that way, if Oshtemo did not agree, you'd be able to get your money back for the remainder of the, of the year, based on what Michigan law says about those kinds of leases. Typically when you, when you...

Mr. Cochran – I know.

Mr. King - When you lease something, you pay a month at a time, and it's a month to month lease and then the rule is...

Mr. Cochran – And we wrote a check in January.

Mr. King – In one term, one term, one thirty day term...

Mr. Cochran – We wrote a check at the first of the year.

Mr. King – Right, so...

Mr. Krueger – There's other, there's other factors to it. I mean, you got the factor that Oshtemo is a beneficiary of the lease, there's all sorts of things we could discuss, but, perhaps the Supervisor has it right. Maybe talk about it in the meeting, still provide the notice that you're, you're moving out...

Ms. Nieuwenhuis – Yeah.

Mr. Krueger – And then let the chips fall where they may...

Mr. King – It's, it's...

Ms. Nieuwenhuis – Ok.

Mr. Krueger – is probably the best way to handle it.

Mr. King – You can still do a motion authorizing to go forward, but...

Ms. Nieuwenhuis – With the...

Mr. King - Wait for the answer to that question. And, and, and...

Mr. Cochran – I, I...

Mr. King – So you, yeah, I mean, you obviously don't want to pay two rental places.

Ms. Nieuwenhuis – Right. Right.

Ms. Everett – Libby? You have a question?

Ms. Heiny-Cogswell - Thanks, I appreciate [inaudible] the attorneys comments, and, um, we'll have to confer, too. I, it may have to go to our Board just for the final, you know, execution, so that's...We just need to iron out the details. We can do it, I'm sure.

Mr. Cochran – I, it, it...

Ms. Everett – George?

Mr. Cochran – Just, just a comment on the situation. Because of the fact that our host, our, our leasor, um, would, or leasee, whatever, our host, would like us, have us out of here as soon as possible, um, I, I would think, I would think...

Mr. King – Which you, you could consent to anything you want...

Mr. Cochran – I would think, hopefully we, hopefully we would get at least at least a portion of our...

Mr. King – That's right.

Mr. Cochran – Of our prepaid rent back.

Mr. King – If, if, if you, if you, if you paid for the year, you get the year, whether or not your stuff's here or not. So, it's, it's certainly an incentive for your landlord...

Mr. Cochran – Can I put, can I put...

Mr. King – If your landlord wants the space...

Mr. Cochran – Can I police tape up?

Mr. King – So, so, it, it kinda cuts both ways, and, ah, so I'm sure that both parties will feel to talk about an agreement, but, but I think what was the, the, the desire was to get the ball rolling.

Ms. Nieuwenhuis - Right.

Mr. King – I would...

Mr. Cochran – Yes.

Mr. King – Not sign anything until you've got a little more comfortable than you are right now. Let's put it that way. But you can authorize going forward pending...

Ms. Nieuwenhuis – You mean as far as signing this lease?

Mr. King – Yes.

Ms. Nieuwenhuis – A lease agreement.

Mr. King – Yeah.

Ms. Nieuwenhuis – Well, and I think the thing is we would want, I, I, I was asking for authorization for the Building Official to move forward so that we can get one that we would bring back that we'd certainly wanna have the KABA attorney look at and then bring before the Board, but I just wanted...I don't wanna waste...

Mr. Cochran – With all due...

Ms. Nieuwenhuis - Mike's time doing it...

Mr. Cochran – With all due...

Ms. Nieuwenhuis - And then find out the Board wasn't ready, that's all.

Mr. Krueger – Just, just out of curiosity, the insurance on the current KABA office, I'm assuming that's through Oshtemo, right, that's not, so that's another issue you need to look at...

Mr. Cochran – Just...

Mr. Krueger - Before you sign a lease is, will you get it insured and what the cost of insurance is and all that other stuff. So, there's things you have to do anyway, but, once you know that you're going, you give a thirty day notice, whether that's applicable based on what George said or not is...

Ms. Nieuwenhuis – Ok.

Mr. Krueger - Something to hash out later but is probably not worth fighting about, so...

Ms. Nieuwenhuis – Right.

Ms. Everett – What is the time frame for the availability of that space you're looking at?

Mr. Cochran – It's empty.

Mr. Alwine – I, I'm not aware it. I don't know what it is.

Ms. Everett – Ok. Ok.

Mr. Alwine – It's been, it's been available for the last three years.

Ms. DeHaan – George said it's empty.

Mr. Alwine – So, I think they're...

Ms. Nieuwenhuis – It's empty.

Mr. Alwine – I think they're pretty open.

Ms. Nieuwenhuis – It's empty.

Ms. Everett – Oh.

Ms. Nieuwenhuis – The furniture and everything is, literally you could walk in, put our stuff in...

Mr. Alwine – Yeah.

Ms. Nieuwenhuis – And you could open up the doors. I mean, it's set up as an office.

Mr. Alwine – There's desks, yeah, file cabinets, tables, there's...

Mr. Krueger – It, it would be helpful...

Ms. Nieuwenhuis – A break room...

Mr. Krueger – It would be helpful to have someone from our office contact them on the lease terms before you...

Mr. King – Yeah. It would.

Mr. Alwine – Yeah...

Mr. Krueger – 'Cause you could start discussing, you couldn't even think of things that may...

Mr. Alwine – Well and, yeah, I should...

Mr. Krueger – Add-ons to the lease later on.

Mr. Alwine – Yeah. I should add that's what Jannette did say is, you know, we'd like the permission to draft a lease agreement that, and then...

Ms. Nieuwenhuis – Yeah.

Mr. Alwine - Have our attorneys review it.

Ms. Nieuwenhuis – Right.

Mr. King – Typically...yeah. Typically the, they'll have a standard lease agreement that they already use...

Mr. Cochran – Mmmmm-hmmm.

Mr. King – And they would just send it to us and we would take a look at it and if it...

Mr. Krueger – Do you know who the owner of the building is?

Mr. Alwine – No.

Ms. Nieuwenhuis – Ah...

Ms. DeHaan – It's Murphy. The last name is Murphy. I think I read it.

Mr. King – Yeah. So, so they would provide us with a lease and we would review it to determine whether the terms are, ah, commercially reasonable, um, and acquaint you with any of the issues that might develop under the lease that we see and, and, um, either, either you would say no, that's not acceptable or, or, you know, we would negotiate back and forth with them actually beforehand, see if we could get the lease, if there were terms we didn't agree with that were appro-, that were appropriate for you.

Ms. Nieuwenhuis – It says right here, landlord will pay for property taxes and insurance.

Mr. King – Ok. That's the insurance on the, on the building, though. You, You're gonna need content stuff.

Mr. Kruger – And liability insurance.

Mr. King – And liability.

Ms. Nieuwenhuis – Well, I know we have liability...

Mr. King – Ok.

Ms. Nieuwenhuis – But we'll need content.

Mr. King – Content you're gonna need. 'Cause the, the, the landlord does not insure...

Ms. Nieuwenhuis – Right, right, right.

Mr. Krueger – Well, the liability is based upon where you are now. The insurer may say, well, we weren't gonna insure you because in that building you have other liability issues that we weren't aware of...

Mr. King – Yeah, you...

Ms. Nieuwenhuis – Yeah. Yeah.

Mr. King - You just need to transfer the location.

Mr. Cochran – We, we have a certain amount of insurance on our, on our contents now. On our, on our [inaudible]. So, it's gonna be an expansion...

Mr. King – You can just transfer them over.

Mr. Cochran – It'll be an expansion of that and whatever, wherever, if the landlord owns all that furniture, it's gonna be his cover. I, at least it would seem to me...

Mr. King – Yes. Yeah.

Mr. Cochran – It would be his cover as well as the building, but...

Mr. King – You would only cover what you own.

Mr. Cochran – Yeah, We're gonna have to have renter's, we're gonna have to have renter's insurance of some sort, yes.

Ms. Everett – So, I think I heard Ann make a motion...

Ms. Nieuwenhuis – Yeah.

Ms. Everett – To, um, direct the Building Official to move forward on acquiring a lease for the property as mentioned.

Mr. Cochran – With, with a negotiation for a lease...

Ms. Everett - With the negotiation and conference of the KABA Attorney.

Mr. Cochran - To the property as mentioned on, at, at, ah, whatever that address is...

Mr. King – Yeah, yeah, the, the lease would be brought you here...

Mr. King – 2322 Nazareth Road.

Mr. King – For approval.

Ms. Everett – Right.

Mr. Cochran – I'll make that motion.

Ms. Everett – I think Ann already did.

Mr. Cochran – She already did? Then I'm gonna support it.

Ms. Everett – Ok.

Mr. Cochran – I don't care. Let's get it done.

Ms. Everett – We have a motion. All in favor?

Multiple voices – Aye.

Ms. Everett – Any opposed? Thank you. Motion carries. The next thing under operational decisions is discussion of the permit fee reduction or alteration.

Mr. Alwine – I would, excuse me, I would like to continue that discussion at the next Board meeting. We are, we're putting together all the information to justify the, the change in the permit fee schedule. Um, and we hope to have it all together by the next Board meeting.

Ms. Everett – Ok. Um, now we'll take up the additional items that were added to the agenda. First, a motion to remove myself as KABA Chair.

Mr. King - Um, may I speak to that? Um, before we get too far into this? You put your attorneys through their paces when you add things to the agenda that we don't know about, but, luckily, we, we have the documentation. We brought your bylaws with me and that's always the first place that I look to see what, how you can remove or not remove somebody because it has provisions in there regarding that. Um, the first one is Board members, there is a provision that says that Board members can be removed as a Board member. It doesn't provide a process or procedure. It doesn't really tell, tell me anything about how that happens. But, when it gets to officers, there is no such provision in your bylaws that says that once appointed, an officer may be removed before their term expires. They can resign, but it doesn't say they can be removed. And, if you are going to do that, it should be a provision in the bylaws, and the bylaw amendments section says you can amend the bylaws, but there has to be forty eight hours written notice to the Board members of the terms of the proposal to amend. So, the problem is, is not necessarily that you can't remove, ultimately, it's that I don't think it can be accomplished today.

Mr. Martlew – Can it be done at a special session?

Mr. King – As long as it's posted appropriately as a special meeting with the reasons for the special meeting so that it complies with the Open Meeting Act.

Mr. Martlew – Ok.

Mr. King - Um, however, you would have to first amend the bylaws.

Mr. Martlew – Ok.

Mr. Cochran – Ok.

Mr. Martlew - Then I would like to modify my, um, amendment, or, yeah, amendment to the agenda, by requesting a special meeting of the KABA Board, ah, for the purpose of amending the bylaws to adopt, ah, the process by which, ah, officers of the Board are removed from their position.

Mr. King – Ok, and is there a...go ahead.

Mr. Cochran – No, there isn't. There's a comment, before.

Mr. King – Ok.

Mr. Cochran – Our next meeting is August 12th.

Ms. Nieuwenhuis – Well, he said a special meeting.

Mr. Martlew – Special meeting.

Mr. Cochran – I understand that, but my point is, that our regular, next regular scheduled meeting is August 12th. And I'm reasonable certain that none of us want to go two more months before we have a...

Ms. Nieuwenhuis – Right.

Mr. Cochran – What would be considered a regular meeting, or a meeting of this Board. So, I, I, I, I think that as, as part of, of this, ah, motion or whatever, that we establish at least, if maybe not two meetings between now and our next regularly scheduled August 12th meeting. Ah, because we need to get things done, there's, there's stuff that's coming down, there stuff, stuff coming from the Supervisors group, we, we, we've got the, the, ah, the, the fee schedule, permit schedule, ah, fees, that, that we've got to take into consideration. Ah, there's a lot to do and, ah, so, I, I, I would, I would think we need to all get our phones out and figure out where we, where, where we can put, ah, at least maybe two meeting between now and the August 12th regular scheduled meeting. Ah, but that's...

Mr. King – Yeah, I would recommend that you, that you not do the removal at the same meeting that you're amending the Board. I know that's kind of awkward a little bit, 'cause it requires a second meeting, but I want some clarity that the, that the bylaws have, in fact, been amended before your, your, your meeting, um, and, um, there may be a requirement that you send in the amended bylaws to the, to the State, too. Ah, I have to check that out, though, I, I'd have to look at that.

Ms. Nieuwenhuis – Well, if, if we looked at, um, Madam Chairman, can I just give dates? I, I, I do agree with what, um, um, George is saying. If, if we looked at every two weeks on a Thursday, 'cause that pretty much has worked before, is that, um, would be, the 23rd would be the next one. So June 23rd, then it would be July 7th, which gets us past the holiday. And the next one would be July 21st, um, and then what did you say the next, the August one is?

Mr. Cochran – 12th.

Ms. Nieuwenhuis – Well, that's a Friday.

Mr. Cochran – Well, the, whatever that, ah, hang on a second, it's August 11th.

Ms. Nieuwenhuis – Ok. That would mean on that one we would go three weeks.

Mr. Cochran – That [inaudible]. My calendar...

Ms. DeHaan – June, June 23rd...

Mr. Krueger – Be-, before you go through the process of scheduling this, can I...

Ms. Nieuwenhuis – Yeah.

Mr. Krueger – Is, is the purpose of removing the Chairperson so that the, someone who's going to be on a continuing basis is going to be running the meetings?

Mr. Martlew – Well, that would be nice to be able to say it that politely, but that's not my purpose. My purpose is that I feel there's a conflict of interest and it's improper for, um, Deb, and this is not an indictment against ability or character, it's simply an issue of impropriety.

Mr. Krueger – Well, the only thing I was going to add is that, that if the Chairperson knows that she's going to not be part of the organization in the future, she may not want to be...there's, there's a different issue here than what I've heard in other meetings, and I, I, I think the conflict of interest is a fair appraisal, but she may not want to be responsible for decisions that might affect the organization going forward, so, you know, we can go through the process of amending the bylaws, but I would just invite you that's something you might want to consider.

Mr. Cochran – Madam Chair, I want clarification on what you said about this Board being able to remove any of these members?

Mr. King – It, it, it says that they may be removed, it doesn't say by who. It doesn't say...

Mr. Cochran – Now. It does, though, in the Agreement.

Mr. King – Ahhh...

Mr. Cochran – It says that the, each individual unit of government will appoint...

Ms. Nieuwenhuis – Yes.

Mr. Cochran - A designate...

Mr. King – Ok. Ok.

Mr. Cochran – To this Board. And, and they, and that unit of government may remove at any time they feel it necessary.

Mr. King – And, and so the removal discussion...

Mr. Cochran – Comes from...

Mr. King – In the bylaws...

Mr. Cochran – Their own government....

Mr. King – Yeah. And so...

Mr. Cochran – It doesn't come from this Board.

Mr. King – Ok.

Mr. Cochran – And, and, and that's, that's the point I wanted to make.

Mr. King – Yeah.

Mr. Cochran – Even if Deb steps down, she's still representative from Oshtemo until Oshtemo Board changes that, that fact.

Mr. King – I, I have a bigger question for all of you, and I understand that you may not want somebody serving as Chair that is part of a group that is seeking to leave the organization. But if you take a look at the bylaws, and you take a look at Robert's Rules of Order, and you take, take a look at your, what really great powers have you given your Chair? You've given her the opportunity to read the agenda and call things on the agenda and, and, and, and, but she doesn't have more vote than any of the rest of you have, and, I, I'm not sure other than some peace of mind, I suppose, that you are accomplishing a lot by that.

Ms. Everett – Mmmmm-hmmm.

Mr. King – You, you may be. And you, and you may feel that it's a must, but, all you're doing is having a different person read the agenda, and, and, and, and, and for two months, I...

Ms. Nieuwenhuis – I, I think there's one other thing, and it goes back to the KABA staff. If KABA staff try to go to a KABA Board member to be able to ask for direction or assistance...

Mr. King – Mmmmm-hmmm.

Ms. Nieuwenhuis - Then that can be viewed as, you know, going around the Board. It's pretty hard to ask KABA staff to have to go to the current Chair when that organization is no longer wanting to move forward. One, I would think that's a waste of, of Deb's time and with Presidential elections, she's got enough going on. But second, it just doesn't, it's not comfortable. On the other hand, we've got organizations that want to move forward and we don't feel like we can, because we don't have that level of authority. Now, the bylaws, I'll say, are poorly written, but they were written before I got in. And I'd asked to be able to have them taken care of. So, we're kinda stuck with it. But, I would say that more, what I would like to know before we move farther, is whether or not the Chair got Ed's resignation letter. Because that's something that we've been asking for and that was something specifically asked the Chair to do. And I just need to know that, as a Board member, I can ask the Chair to do something and it's gonna be followed through.

Ms. Everett – I did. I...

Mr. Cochran – Deb?

Ms. Everett – Yes?

Mr. Cochran – A, a, a, a point that needs to be maybe talked about right here, on the April 28th, there was a vote taken, whether you should be removed as Chair by this Board...

Ms. Everett – Right.

Mr. Cochran – And I believe the vote was no, you should not be, at three to two.

Ms. Everett – Correct. That's correct.

Mr. Cochran – At that meeting.

Ms. Everett – That's correct.

Ms. DeHaan – That's correct.

Mr. Cochran – Ok. Go ahead with the rest of the conversation.

Ms. Everett – Um, well, I have thought about this, you know. Would it my, would it make my life easier, if, if to, to just resign as Chair? Not really, because as the attorney pointed out, basically all I do is come and read the agenda, because, I certainly haven't been consulted about any of the items, or what's gonna be on the agenda or in the packet, so in that regard, I'm not, certainly not standing in anybody's way, because nobody's asking me anything, so...um, the other thing is, I did, I sent a, ah, template, or a letter of resignation to Mr. Hellwege, asked him to sign it, return it. I have been advised that he has, he has been advised by his legal counsel to not sign anything.

Ms. Nieuwenhuis – Ok.

Ms. Everett – So, so I do not have that for you.

Mr. Cochran – And we sent the check.

Ms. Everett – Um, and, and...

Mr. King – You know, if...

Ms. Everett – Let, let me, just one more thing...

Mr. King – Ok. Sure.

Ms. Everett – You know, just because Oshtemo wants to leave KABA, does not mean that I am sitting in my office wrapping my hands around, oh what else can I, you know, what can I do? You know, that's not what's going on. I mean, anything that's been asked of me I have done. Kerrie has asked me to sign the weekly payable for, I have done that, so, I don't think I have overstepped or neglected the things I should be doing. And I have some other comments later, but that's all I'll say about that.

Mr. King – So, the bottom line is if you wanna amend the bylaws then, and you wanna do it properly, you need to do a special meeting and the special meeting notice needs to say it's for that purpose, has to be posted for 18 hours. You, you guys know the special meeting drill, I'm pretty sure I'm not telling you anything you don't know. You're all seasoned governmental people. Um, and that the one for the, the motion to remove the, um, the, um, Chair of the Board, um, needs to say that that's the purpose for it, too. You need to specifically on those meeting say what the purpose is for. Ah, special meetings, ah,

are for the purposes posted, and so you should, you should undertake them for those purposes. Um, a, other questions? Happy to...

Ms. Nieuwenhuis – Well, based on the information that the attorney is giving, I guess, um...there's a motion on the table? Was there a motion on the table?

Mr. Martlew – There is.

Mr. Cochran – It's never been seconded.

Ms. Nieuwenhuis – Right. Ok.

Ms. Everett – Barney's motion is to request a special meeting to amend the bylaws.

Mr. Cochran - It, it never got seconded.

Mr. Krueger – Is there a way that the Board can think of, maybe, to deal with the issues that, that Ann brought up about, maybe, staff dealing directly...because it does make sense there could be issues that they may ask you about, that you don't want to be responsible for your answer six months from now when you're not part of the organization. Is there a way to do that part of it without going and amending the bylaws so you can remove someone, who as Tom has indicated, doesn't have the power to enact or do things on their own, anyways?

Ms. DeHaan – Just, just one comment. I don't believe that anyone is coming to Cooper or Oshtemo about any plans for the future currently, are they? I mean, it appears that we're out of the, I feel like I'm out of the loop. Do you feel like you're out of the loop?

Ms. Everett – Yeah, I mean, yeah, I mean I...

Ms. DeHaan – So...

Ms. Everett – The first thing I knew that they'd even found someplace to move to was when I got the packet on Tuesday.

Ms. DeHaan – Right. So, I think that they've resolved that, the two units have resolved that within the current Board makeup.

Ms. Nieuwenhuis – I, I think the KABA staff are very uncomfortable. Trying to figure out who they can go to when they're trying to be able to, one, keep the organization running, and second, figure out how, on top of all this, 'cause every unit and all four Supervisors agreed, the most important thing is for the continuity and the customer base and the needs that need to be there for businesses and residents through this building system. We've continually said that, they're trying to do that. But then who do they go to? And the concern is if they go to one of us, and then, are they violating anything or whatever. I'm just trying to say, it's, it's cumbersome for them. And you already said when you came in here that nobody came to you and, and talked to you putting the packet...so they're putting the packets together all by themselves. The packets should be put together with the Chair. I, I'm just making you aware. I think you're in a difficult position and I'm just hoping you understand they're in a difficult position.

Ms. Everett – Well, I...yeah, I understand that, but, they didn't approach me. I, how did they know that I wouldn't have been willing to help?

Mr. Martlew – I think you got a pretty good tongue lashing from Jannette a month or so ago and so that, ah, that does a pretty good...

Ms. Everett – Some of it unfairly.

Mr. Martlew – Well, and I, and I can't comment on that.

Ms. Everett – I can.

Mr. Martlew – But it does express the, the relationship that exists and the bottom line is, for the benefit of the organization, which we are all obligated to, um, act upon, it is best for the continuance of, of KABA, if, if someone other than, my feeling, Deb, you, be Board Chair because, like the attorneys have said, certain number of months, you are not going to be a part of the organization. The organization has to continue and the staff has to be able to operate to the best of their ability in this interim process and for the benefit of the organization, it's the reason for asking that you step down from the Board Chair position.

Ms. Nieuwenhuis – I do think that, that the attorney has provided one other option, um, should, since there isn't a provision and, is that the KABA Board would pick one of the other Board members who, ah, organizations are moving ahead to be the contact person for the KABA staff. I thought that's what I heard you suggesting.

Mr. Krueger – Well, I was implying that if you can accomplish what you're trying to do without making some official declaration that someone's removed...

Ms. Nieuwenhuis – Yeah, I...

Mr. Krueger – That's the practical effect of what you're trying to get done...

Mr. King – It, and it may be that simply the Board passed a motion indicating that KABA staff could contact, regarding matters of concern, any Board member. And now, now if they have a concern with what one of the people that are continuing on is doing, they could contact one of the people that are not continuing on, or vice versa. And just leave it to them to contact who they, they deem a, appropriate. I, I don't, I don't know, I, I, you know, I, you say I'm the attorney, and I'm, I'm not the decision maker here.

Ms. Everett – Well, I, I, I agree with you, that they should have the leeway to contact any Board member. I'm fine with that. Because, um, that has already happened. That's, I mean, that's what's been happening, anyway.

Mr. King – Well, and, and, you know, I...

Ms. Everett – Let me ask...

Mr. King - I think everybody needs to pull for whatever the best interest of KABA is right now.

Ms. Everett – Let me, let me ask a question of the rest of the Board, if you don't mind. If I, if I step down, who's gonna be the Chair?

Mr. Martlew – I would nominate Ann to be the Chair, since she's one of the remaining, um, ah, representatives of the township, one of the representatives of the township that will remain in KABA.

Ms. Nieuwenhuis – It's a lot of responsibility to be able to take on. I just, I, I don't know. Mike, where, where is the KABA staff in trying to be able to deal with this?

Mr. Alwine – We, I, the KABA staff would be comfortable as you being the Chair. The KABA staff would be comfortable as George being the Chair. It's just, it's counterproductive. What the staff knows is, the Executive Director resigns, and then Oshtemo and Cooper come in with both guns blazing, they're gonna come in, they're gonna dissolve KABA. So, why would we be able to come to the Cooper and the Oshtemo representative?

Ms. DeHaan – I'll just say, dissolve KABA. That's not...

Mr. Alwine – That was, that is in the meeting minutes in the April 14th.

Ms. DeHaan – We just said we were, we wished to leave. There's no intent, negative intent against...

Mr. Alwine – There's no...we don't need to waste time arguing about it. It doesn't matter.

Ms. DeHaan – I, I just, I feel that, ah, Deb has operated totally professionally. I would think that a motion to allow anybody to go to any Board member that they need to would suffice.

Mr. Alwine – And on the staff's standpoint, if the Board, if the Board settles on that, we would be fine with that. That's fine with us.

Mr. Cochran – Is that a motion, Carol?

Ms. DeHaan – It is a motion.

Mr. Cochran – I'll support it.

Ms. Everett – Alright, we have a motion that the KABA Board, um, authorize or approve or support any KABA staff member contacting any Board member, should they have a need.

Mr. Cochran – Yeah, absolutely.

Ms. Everett – Is that...?

Ms. DeHaan – Yeah.

Ms. Everett – Is that enough?

Mr. Cochran – That's cool.

Ms. Everett – All in favor, say “aye”.

Multiple voices – Aye.

Ms. Everett – Any opposed?

Ms. Nieuwenhuis – I guess I would ask the Chair that, um, if we could set, um, meetings, um, that, if we do that, they would become regular meetings, they wouldn't be special Board meetings...

Mr. King – You're, you're moving to amend the regular meeting notice?

Ms. Nieuwenhuis – That, thank you. Amend the...

Mr. King – To add a number of additional meetings?

Ms. Nieuwenhuis – You're as good as Catherine is, you know?

Mr. King – To be held as regular meetings and not as special meetings?

Ms. Nieuwenhuis – Yes.

Mr. King – And then you're going to repost it the way you normally would do that, right, at the beginning of the year?

Ms. Nieuwenhuis – Yeah. You getting all that, Kerrie?

Ms. LeClercq – I'm getting it.

Mr. Cochran – It would, it would have to be done that way.

Mr. King – It would have to be.

Ms. Nieuwenhuis – Ok.

Mr. King – Otherwise, you have to, you need to say what the purpose of the meeting is in the notice...

Ms. Nieuwenhuis – Right. Right.

Mr. King – For each meeting.

Ms. Nieuwenhuis – And if we...

Mr. Cochran – And it's no general discussion.

Ms. Nieuwenhuis- Yeah. And amending it, um, through to our August 11th would be, the first one would be June 23rd at 2:00, July 7th at 2:00, July 21st at 2:00, and then our regularly scheduled August 11th at 2:00. And also to amend the place that we would be, um, holding the meetings to the Oshtemo Township Hall.

Mr. Cochran – Madam Chair? I need to correct myself. Its August 25th was the next scheduled meeting.

Ms. Everett – Ok.

Mr. Cochran – I don't know why it was the 25th, there was some...at least my calendar has August 25th on it.

Ms. Nieuwenhuis - Ok, well then, then, let me go back, 'cause the 4th would be two weeks.

Mr. Martlew – Mmmmm-hmmm.

Ms. Nieuwenhuis – Um, it, I'm on vacation [inaudible].

Mr. Martlew – So we still add August 11th as a...

Ms. DeHaan – I have a conflict here [inaudible].

Mr. Martlew – additional meeting and then two weeks after that is...

Ms. Nieuwenhuis – Ok.

Ms. DeHaan – But Jeff can probably [inaudible]...

Ms. Nieuwenhuis – Ok. I can probably send somebody. Alright, so if we, if we did August 4th, what did you say, or well, we can still stay with the 11th because the, you said the 25th?

Mr. Cochran – Well, and, and, ah, Ms., Kerrie has just corrected me. She thinks that was, a, a, a called-for budget meeting.

Ms. LeClercq – I think that the odd date on that, the 25th...

Mr. Cochran – Was, was a budget...

Ms. LeClercq - Was a, was to discuss a, a budgetary...

Ms. Nieuwenhuis – No, I got KABA Board of Directors, Comstock Township.

Mr. Cochran – For the 25th?

Ms. Nieuwenhuis – Mmmmm-hmmm.

Mr. Cochran – That's, ok, and that was what was on my calendar. I just...

Ms. LeClercq – It, it was put on the schedule just as a normal...um, but I believe, I believe that was the purpose. That's how it ended up being kind of an off date.

Ms. Nieuwenhuis – Ok.

Ms. Everett – That makes sense.

Ms. Nieuwenhuis – But, but if we did that, I mean, so it's almost every two weeks is what I'm, I'm trying to be able to do. So as we move it'll, so again, June 23rd, July 7th, July 21st, August 11th, and August 25th. We can always call a special meeting if we have to. And you said one of them you had a conflict with?

Ms. DeHaan – June 23rd. I'm out of town that day.

Ms. Nieuwenhuis – Ok.

Mr. Cochran – I, I have a problem with the August the 11th, just the same way as I've got a problem right now. In seven minutes, I've got a Board meeting that starts.

Ms. Nieuwenhuis – Ok.

Mr. Cochran – Um, and, and it's more than seven minutes from here. Could, could we move that 11th one either earlier, get us started earlier or something just to give a little more leeway? Please?

Ms. Nieuwenhuis – Oh, for the 11th?

Mr. Cochran – For the 11th.

Ms. Nieuwenhuis – If we started at 1:00, would that work?

Mr. Cochran – 1:30 would even help.

Ms. Nieuwenhuis – Well, let's say 1:00. Is that ok, Madam Chair?

Ms. Everett – Mmmmm-hmmm.

Ms. Nieuwenhuis – Um, and then, which one did you say, June twenty...?

Ms. DeHaan – June 23rd.

Mr. Martlew – Is it just that day, Carol, that you've got a...?

Ms. DeHaan – Yeah, I'm in Ann Arbor that day.

Mr. Martlew – Ok.

Mr. Cochran – Yeah [inaudible].

Mr. Sorenson – Aren't I the alternate?

Ms. DeHaan – Yeah, you are.

Ms. Everett – Yeah.

Ms. Nieuwenhuis – Yeah. So...

Mr. Sorenson – The other point I wanted to make as you were fixing your schedule, is you might want to add “to be determined” because if KABA truly does move out by then and there’s meeting space there, maybe they would wanna have it there rather than to be locked in...

Ms. Nieuwenhuis – True.

Mr. Cochran – Yeah.

Ms. Nieuwenhuis – Yeah. Good point.

Mr. King – Wait, wait, wait a minute. If you’re gonna publish some of this as regular meetings and you’re gonna rely on that, the place of the meeting has to be, you know, you can’t...

Mr. Sorenson – [inaudible].

Mr. Martlew – Can we move future meetings [inaudible]?

Mr. Sorenson – Well, the reason I say, we used to alternate. I just didn’t want to make it awkward to come [inaudible]...

Mr. King – You can always amend it, you can always amend the meeting notice later.

Ms. Nieuwenhuis – Ok. Ok. Um, so the 23rd when...

Ms. DeHaan – It’s ok, Jeff can come.

Ms. Nieuwenhuis – Ok. Ok.

Ms. LeClercq – Ok, can I, um, confirm those, those dates? Um, so it was June 23rd, July 7th, July 21st, August 11th at 1:00 PM, and then August 25th. Is that...?

Ms. Everett – Mmmmm-hmmm. That’s what I got.

Ms. LeClercq – Ok. And the, the, the motion was to amend the regular meeting schedule and repost as we would with the normal yearly notice.

Ms. Everett – Mmmmm-hmmm.

Ms. LeClercq – And am I, am I putting, what am, what am I putting in the motion for meeting location?

Ms. Everett – I think we said here, unless...

Mr. King – Here, unless you amend it further.

Ms. LeClercq – Ok.

Mr. King – You can't say, we're gonna be...

Ms. LeClercq – Right.

Mr. King – Somewhere, go find us.

Ms. LeClercq – Right, right.

Mr. King – The Open Meetings Act I'm not sure allows that.

Mr. Cochran – Well, at least through July, if we post them through July, and post them for here if we're gonna stay here, then, ah...

Mr. King – I would recommend you just do the whole...

Ms. Nieuwenhuis – Yeah.

Mr. King – The whole group now.

Ms. Nieuwenhuis – Yeah. Yeah.

Mr. King – And if you need to change the location, you can always change the location.

Mr. Cochran – We can always change the location.

Mr. King – Yeah, you can change the location.

Mr. Cochran – With what? 48 hours' notice or 72 hours?

Mr. King – Well, you need, you need to, you need to do it a little more in advance then, if it's for a regular meeting, ok?

Mr. Cochran – Yeah.

Mr. King – Um, and you need to further amend your meeting to change locations, I mean, entities move all the time.

Mr. Cochran – We can get it fixed.

Ms. Everett – Alright. We have a motion and support, I think. Did someone support that?

Mr. Cochran – Yeah. I think I did.

Ms. Everett – You did. Ok. To add the meeting dates as listed to the, ah, schedule. Any other comments or questions? All those in favor?

Multiple voices – Aye.

Ms. Everett – Any opposed? Motion carries. Next item is, um, Barney’s requested addition to the agenda of a motion to file a FOIA Request with Cooper and Oshtemo Townships.

Mr. Martlew – Ah, this is a request file, FOIA, with Oshtemo and Cooper, for all correspondence starting with the date of June 1st, 2015 through today with one exception noted, emanating from and/or between any of the following persons: James Porter, with the exception being, ah, the limited, ah, when he resigned as KABA Board, that would limit correspondence from him. Um, ah, so, James Porter is one individual, ah, Deb Everett is a second, Carol DeHaan, Jeff Sorenson, Elizabeth Heiny-Cogswell, any associated or unnamed person who either initiated or received correspondence that pertains to KABA, and any other persons as recommended by KABA’s current legal counsel. Ah, the purpose behind this motion is because KABA must have complete information as it considers filing a complaint against James Porter with the Attorney Grievance Commission and, um, I believe KABA has a fiduciary responsibility, the KABA Board has a fiduciary responsibility to protect the financial integrity of the organization. I’m sad to say I simply do not buy the statements that have been made about Oshtemo and Cooper losing confidence in KABA because of the resignation of Ed Hellwege. It doesn’t fit. And so I would like to know what other information is out there, and, um, this is where, as I’ve said in the past, you sometimes have to ask hard questions, but I am not opposed to asking hard questions because I take seriously the obligation that I have chosen or taken on as being the At-Large member of the KABA Board, to make sure that KABA operates in an appropriate manner. So, for those reasons, I present that motion for consideration before the Board.

Ms. Nieuwenhuis – I would support it and I would also indicate that, um, the At Large member be allowed to work with the KABA attorney in helping to draft that FOIA Request.

Mr. King – Are you willing to amend your motion to say that?

Mr. Martlew – Yes, I am.

Mr. King – Ok.

Mr. Martlew – As stated.

Ms. Everett – Ok. We have a motion and support. Is there any other discussion? All those in favor, say “aye”.

Multiple voices – Aye.

Ms. Everett – Those opposed?

Ms. Everett – Aye.

Ms. DeHaan - I’m opposed, I, there’s not a, I, there’s definitely nothing, but...

Mr. Sorenson – [inaudible] to do that. I’ll be happy to give you whatever you want.

Ms. DeHaan – Yeah.

Ms. Everett – Yeah.

Ms. DeHaan – You bet, so...

Mr. King – Ok, it passes three to two, I think, right?

Ms. Everett – Mmmmm-hmmm.

Mr. King – You've got the motion?

Ms. LeClercq – Um, I'm sorry. What was the beginning date of the, of June...?

Mr. Martlew – June 1st, 2015.

Ms. LeClercq – June...ok. Thank you.

Mr. King – And, and if you're gonna work with us, we'll need the...I know you were reading, maybe you could give us, ah, the written version of the motion or the, or the secretary, so that...

Mr. Martlew – The hen scratch version of...?

Mr. King – Yeah, so that, so that we know what you voted to ask for. And we'll be happy to assist with preparation.

Ms. Nieuwenhuis – Thank you.

Ms. Everett – Um, I know we've already addressed the status update of the resignation letter. So, I believe we are down to...

Ms. Nieuwenhuis – So, can we...what I would ask for is that could you, um, put that in the form of a memo of, with the information so that we have it, um, in case we have any...based on what you're saying that, you know, Mr. Hellwege's attorney is indicating that he shouldn't sign anything, I think then we need to be able to start collecting, ah, documentation for that. And I would ask that that would be sent to the KABA attorneys within the next 48 hours. So we have that.

Ms. Everett – We're next down to, ah, Board member comments, but I think I'm going to take the prerogative to...I'd like to have the staff comments first before the Board members. Are there any staff comments?

Mr. Alwine – I have no comments.

Ms. Everett – No? Alright. George, will you start, please?

Mr. Cochran – No. There's no sense talking about it.

Ms. Everett – None? Barney?

Mr. Martlew – I have no comments. Thank you.

Ms. Everett – Carol?

Ms. DeHaan – No.

Ms. Everett – Ann?

Ms. Nieuwenhuis – I guess, again, would ask Cooper and Oshtemo to really rethink this, if this is really what you want to do. Um, I am starting to hear from Cooper residents and Oshtemo residents who say that this is not out there, they do not know that this is what's being done. They question why you would take such a drastic, um, step to be able to do this. Um, and I'm just saying, if indeed it is because of the decision of the Executive Director to be able to resign, I think that more and more we keep putting, ah, information here that indicates, just as the At Large Board member has said, we were happy with Mr. Hellwege work as the Executive Director in setting this up. There's been a question for the last two years repeatedly over location, fees, other kinds of things that have been done that have caused the loss of confidence that Board members had. And indeed, when we've tried to be able to talk, in particular the Oshtemo Supervisor, in asking what we could do about it, we were told that there was irreparable harm, and yet we have not seen anything in writing that would prove that. And I do believe in all the information we gave from FOIA, in the request, if you went back and saw, which I believe at least two of the Board members thought that there had been collusion in everything, there wasn't. It was an unfortunate set of events in that people were looking at how to be able to move this organization forward. And, again, I really think that the detrimental part will be, is to Cooper and to Oshtemo, and to our residents and the businesses who no longer see this entity together. It, it's just really disheartening, and, um, I still think there's a way to be able to fix it, and I just ask that you take a look at it. Um, ah, I, I, I think that it's really a sad state of affairs that that's where we are. Thank you.

Ms. Everett – I have a couple of things. Um, I was asked by now former Building Inspector Jerry Reitenour...he submitted a letter of resignation yesterday and he specifically requested that I read this, his letter at this meeting.

Mr. King – I would caution you. It sounds like this is going to be an employment matter and as KABA's attorney I would recommend that you not read the letter at this thing because, at this meeting, because we've already heard that there's at least a potential for some employment litigation.

Ms. Everett – Ok. So, this is not a public document?

Mr. King – It's a personnel matter.

Ms. Everett – Ok. I'll, I'll refrain for now, then.

Mr. King – Thank you.

Ms. Everett – I think all the Board members received a copy.

Mr. King – That, that's fine that the Board members received a copy.

Mr. Martlew – Yeah. Um, Madam Chair, I would like to comment. I did receive, um, the same email that you received from Mike, ah, with Jerry's, um, Jerry's, ah, ah, ah, letter.

Ms. Everett – Mmmmm-hmmm.

Mr. Martlew – Um, I purposely did not read it. Ah, because, um, I believe that, um, there's an adage that says you praise in writing and you address conflict in person. I was under the impression that Jerry would be here today, and I was hopeful that he would be, um, because I, I, I haven't read the letter so I don't know what it says. But I think Jerry did an exceptional job as a plan review person. He, I'm told he knows the plan, or the code very well. And having been a building inspector/plan reviewer myself, I know what a difficult task that is. So I was sad to hear that Jerry resigned. I wish he had been here so that we could have had a, an open conversation with him. In the absence of that, um, I am sad that he is gone. I wish him well. I hope he's operating under his own decision and not being influenced by others. And so, um, and I have no knowledge whether he is or not. So I would just like that, I would like us all to know that. That's my, that's my feeling.

Ms. Everett – Ok. And I just have one more thing. Yesterday when we learned information about the victims of the horrific tragedy Tuesday evening, it gave me pause as I think it should all of us to put many things into their proper perspective. You never know when a tragedy is, will hit close to home. One of our staff and her family know well the Smith family; the father and son who died in the February shootings. A recent car accident in Mattawan involved a young man that her daughter lost another classmate and a close friend. One of the survivors of Tuesday's tragic event is the daughter of Bonnie Sytsma, the Cooper Township Clerk. She faces a long, long recovery. The two gentlemen killed were Oshtemo residents and members of Libby's church. What we are going through with the recent upheaval of KABA and the fallout has weighed on my mind and taken in context and compared to these events I just mentioned, I think some would view us as petty, and self-absorbed. The reality of this situation is we are at an impasse to continue KABA in its current form, we are not going to embrace and sing Kumbaya; that ship has sailed. That being said I would ask all of us to strive to move forward with an equitable and as amicable as possible, separation so KABA can continue its work and Oshtemo and Cooper can chart a new course. In the interim, I do have every confidence that KABA staff and inspectors will continue to deliver the excellent customer service KABA has strived to provide since its inception. And I believe we have exhausted our agenda and we are adjourned.

The KABA Board Meeting was adjourned at 3:36 PM.

Minutes approved on: June 23, 2016