

**YANKEE SPRINGS TOWNSHIP
BOARD OF TRUSTEES**
Special Board Meeting
GLASWA Articles of Incorporation

Tuesday, October 2, 2018
7:00 p.m.
Yankee Springs Township Hall
284 N. Briggs Rd., Middleville, Michigan 49333

MINUTES

Meeting called to order at 7:09 p.m. by Supervisor Mark Englerth.

PLEDGE OF ALLEGIANCE

Roll Call: All Present: A. Jansma, J. Lippert, Englerth, Boysen, VandenBerg.

Staff Present: Cathy Strickland

Visitors: 2 - L. Knowles & B. Medendorp

CHANGES TO AGENDA: Supervisor Englerth commented that other board items will be reviewed at the end of the meeting. **(Follow up of the September 27th, 2018 Water Line Repair)**

PUBLIC COMMENT: None.

PURPOSE OF MEETING:

Board will work on GLASWA's Articles of Incorporation as per Special Meeting of September 27th, 2018.

Clerk Lippert read YS Twp. minutes of 11/13/17 regarding motion to have L. Knowles fill vacancy of R. Rottschafer. (Pg. 2 of 3 attached). Discussion occurred at the Nov. 13th meeting that referred to an email to L. Knowles from Attorney Rob Thall, dated 11/13/17. (Attached). This email was distributed at the meeting.

Clerk Lippert noted that after going out for PC interviews, M. Boysen was then appointed.

Also: Clerk Lippert distributed (to board members) an email from Catherine Kaufman, which was Confidential/Attorney Client Privileged dated 7/13/18. This was not read to those in attendance.

Also distributed: An adopted amendment to the Articles of Incorporation of GLASWA, adopted by all four townships dated 1/3/17 by Orangeville Twp., 1/9/17 by Wayland Twp., 1/11/17 by Martin Township and 2/9/17 by Yankee Springs Township.

A copy of the full GLASWA Articles of Incorporation was distributed to Board members as well.

DRAFT MINUTES

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YST BOT
GLASWA Art. Of Incorp.
10/2/18
Draft Distribution
10-4-18 with
attachments

Printing 10/4/18
Beukema
VH Berg
Enwall
Web
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CHANGES TO AGENDA

PUBLIC COMMENT: None

PURPOSE OF MEETING

Attachment
Art.of Incorporation
GLASWA

Lippert also distributed the GLASWA Minutes of Sept. 6, 2018. “There is no mention of G. Leep contacting a second opinion from an attorney regarding the Articles of Incorporation,” commented Clerk Lippert.

Lippert commented that she understood that the attorney that was contacted was Roger Swets, (of Dickinson Wright), which is not C. Kaufman’s firm.

Boysen inquired if GLASWA would be paying for another opinion. L. Knowles confirmed that GLASWA was going to be paying for it and that GLASWA Board’s G. Leep is trying to contact an attorney for a second opinion. Knowles noted this attorney is not to have any other business with any of the four (4) townships. Knowles commented that R. Swets was contacted by G. Leep and Swets was to contact Yankee Springs Twp. to see if it approved (to give a second opinion).

Englerth asked L. Knowles if the GLASWA board knew about Rob Thall’s opinion. Knowles commented that he thinks the Board would have knowledge of it. Knowles commented that he thought that Englerth might have been the one (on the GLASWA Board) that asked for a third party opinion.

Englerth inquired again regarding the GLASWA board’s knowledge of R. Thall’s opinion (emailed in November 2017). Knowles commented that he (Knowles) asked R. Thall for the opinion and that he (Knowles) paid for it, and L. Knowles said he asked for the opinion, and doesn’t remember if the GLASWA board was informed or not. L. Knowles noted the opinion (R. Thall’s) did go to YS Township.

Englerth commented that the Board of Trustees was all in agreeance “that the Letter of Incorporation has to be amended in order for him (L. Knowles) to continue to be Administrator of the Sewer Authority.”

A. Jansma, Treasurer, inquired about the election results (L. Knowles was elected as the new Trustee for a two year term).

Englerth commented “We don’t affect elections. If he (L. Knowles) wins an election he sits on the township board. The question is, ‘Can he continue to be employed by the Sewer Authority?’ And we’ve got two attorneys from the same law firm agreeing that the only way he (L. Knowles) can do that is you can amend the Letter of Incorporation. But that is not enough. It needs to be done by all four (4) townships and then we have to ask, ‘Do we want to amend that Letter of Incorporation? Does it make sense? Is it right? Historically, what has been done?’”

Jansma asked, “Don’t we, all four townships, have to vote on the same language? Englerth answered, “If we amend it, yes. Right now we are deciding whether we are even interested in amending it, or should we (amend the Articles of Incorporation)? That’s what we are doing tonight.”

DRAFT MINUTES

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YST BOT

GLASWA Art. Of Incorp.

10/2/18

Clerk Lippert commented, “For the record, we did the first amendment, Feb. 9, 2017- “that amendment at GLASWA said (Lippert referred to when other board members could be made township representatives on the GLASWA Board besides township supervisors) ...so we changed it....” Clerk Lippert commented that now the township could do a second amendment.

Englerth distributed a letter dated 4/4/16 regarding an Airport Manager of Hastings, and the same person being a County Commissioner. Englerth commented that the individual could not be in both positions (at the same time).

Englerth commented that Pat Jansens was not able to hold a board position and do work for the township (such as in a \$12.00/\$14.00 per hour job).

Englerth commented that in order for L. Knowles to be a Trustee, for Yankee Springs, he (Knowles) must resign as Director from GLASWA, unless the Articles of Incorporation of GLASWA is amended.

Trustee Vandenberg commented that he’d like to reference that Mr. Hines had to resign from being Supervisor of Wayland to work at GLASWA. Vandenberg wonders why the Board is going to change the way it is operating and why it is changing it.

Vandenberg commented that if he (S. Vandenberg), Englerth and Knowles are at the GLASWA meetings, “Wouldn’t there be a little bit of a problem if three members go to a meeting? Isn’t that a problem?”

Englerth commented that a Special Meeting could be held.

S. Vandenberg continued, “So what if I went to every other meeting? So every other meeting we’d have to call a special meeting? What if all the other townships do the same thing?” Discussion took place.

Lippert read the public notice posted at the sign in table of the YS Township Hall enacted June 20, 2013: “...there may be a quorum of the YS Twp. Board of Trustees present in the audience,. (see attached).

Attach Public Notice

Date 6-20-2013

M. Boysen commented “Should we” is the key words that he heard Englerth say. Boysen asked “Is it ethically right to sit on both boards (Director of GLASWA and YS Twp. Board of Trustees)? Boysen commented from a layperson’s position that it didn’t seem right. Boysen commented that if you paid a certain amount of money to an attorney they will give you the answer you seek. Boysen commented if getting another opinion “is even ethical...” Boysen felt there was enough collusion going on, and that ethically it doesn’t seem right.

Englerth commented it was never an issue or needed for forty years until this situation came up. “To amend the Articles of Incorporation, for the sake of one individual, I believe, is not correct. I think the path that puts you down... Let’s say Tom Rook,. he retires in a year, (then) he’s the assistant manager (at GLASWA). It just doesn’t pass the taste test.”

Motion by Englerth with support from VandenBerg that the board has no intention in amending the GLASWA Articles of Incorporation to accommodate for a board member to serve both roles as an employee and as an elected official. Roll Call Vote: Jansma: No, VandenBerg: Yes, Englerth: Yes, Boysen: Yes, Lippert: No. Yes: 3, No: 2. MOTION CARRIED.

OTHER BOARD ITEM:

Referring to the Sept. 27, 2018 meeting with The Swarthouts, of 12860 Goldenrod, Wayland:

Englerth spoke with L. Knowles requesting GLASWA to replace the line to be done with PEX. Knowles was agreeable with the replacement. Knowles commented that he had no idea what occurred prior to 2015, and 2013 was when the last line was replaced or repaired. Knowles noted he will have a contractor do the work. Englerth requested a call on the day the contractor is there (at 12860 Goldenrod) to do the work. L. Knowles agreed to call Englerth.

Englerth made available documentation that Englerth referred to this evening regarding serving two governmental roles (at once) to Deb Mousseau, Recording Secretary. All of Englerth's documentation was copied and distributed to the other board members' mailboxes after tonight's meeting.

ADJOURNMENT:

Motion by VandenBerg with support from J. Lippert to adjourn at 7:47 p.m. Approved by all. Motion Carried.

Respectfully submitted: Date: _____

Deb Mousseau

Recording Secretary 10/2/18

Approved : _____

Janice C. Lippert, Township Clerk

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GLASWA Art. Of Incorp.
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MOTION regarding intention not to amend GLASWA Articles of Incorporation.

OTHER BOARD ITEM

ADJOURNMENT