

# **MANISTEE CITY BROWNFIELD REDEVELOPMENT AUTHORITY**

Meeting of June 4, 2013

2:00 pm - Council Chambers, City Hall, 70 Maple Street,  
Manistee, Michigan

## **AGENDA**

### **I CALL TO ORDER**

### **II ROLL CALL**

### **III APPROVAL OF AGENDA**

At this time the Brownfield Redevelopment Authority can take action to approve the June 4, 2013 Agenda.

### **IV APPROVAL OF MINUTES**

At this time Brownfield Redevelopment Authority can take action to approve the March 5, 2013 meeting Minutes.

### **V PUBLIC HEARING**

None

### **VI FINANCIAL REPORTS**

#### **NTH Rate Increase Request**

On March 22, 2013 a request was received from NTH Consultants, LTD to increase the billing rate for Staff Professional services from \$62 to \$70.

At this time the Brownfield Redevelopment Authority can take action on the request from NTH Consultants, LTD to increase the billing rate for Staff Professional services from \$62 to \$70.

#### **Approval of Invoices**

At this time the Brownfield Redevelopment Authority can take action to approve invoices for payment

### **VII NEW BUSINESS**

#### **US EPA Grant Status**

Staff will update the Brownfield Redevelopment Authority on the status of current projects.

## **Membership**

Staff will discuss with the members the option of reducing the number of members from nine to seven.

## **Appointment of a Recording Secretary 2013**

At this time the Brownfield Redevelopment Authority may appoint a Recording Secretary for 2013.

## **By Law Review**

Staff is recommending that the Brownfield Redevelopment Authority amend Section 2.7 Meetings and Section 3.2.

At this time the Brownfield Redevelopment Authority could take action to make changes to their By-Laws as recommended by staff.

## **VIII OLD BUSINESS**

### **IX PUBLIC COMMENTS AND COMMUNICATIONS**

At this time the Chair will ask if there are any public comments.

### **X CORRESPONDENCE**

At this time the Chair will ask if any correspondence has been received to be read into the record.

### **XI STAFF REPORTS**

At this time the Chair will ask Staff for their report.

### **XII MEMBERS DISCUSSION**

At this time the Chair will ask members of the Brownfield Redevelopment Authority if they have any items they want to discuss.

### **XIII ADJOURNMENT**

# CITY OF MANISTEE BROWNFIELD REDEVELOPMENT AUTHORITY

70 Maple Street  
Manistee, MI 49660

## MEETING MINUTES

March 5, 2013

A regularly scheduled meeting of the Manistee City Brownfield Redevelopment Authority was held on Tuesday, March 5, 2013 at 2pm in the Council Chambers, City Hall, 70 Maple Street, Manistee, Michigan.

Meeting was called to order at 2:03 pm by Chair McKinven-Copus

Roll Call:

Members Present: Steve Brower, Don Kuk, Marlene McBride, Michael Mackin, Clinton McKinven-Copus, Jeffrey Stege,

Members Absent: Dave Carlson, Lynn Reinhardt (excused), Vacancy

Others: T. Eftaxiadis (Environmental & Brownfield Consulting), Jon R. Rose (BRA Administrator), and Denise Blakeslee (Temporary Recording Secretary)

### APPROVAL OF AGENDA

Motion by Jeff Stege, seconded by Steve Brower that the agenda be approved as prepared. With a voice vote this motion passed unanimously.

### PUBLIC HEARING

None

### APPROVAL OF MINUTES

Motion by Don Kuk, seconded by Jeff Stege that the minutes of the August 7, 2012 Brownfield Redevelopment Authority Meeting be approved as prepared.

With a voice vote this motion passed unanimously.

### FINANCIAL REPORTS

**Invoices for payment** - Members reviewed the Summary of Invoices Submitted for Payment.

MOTION by Don Kuk, seconded by Jeff Stege to approve payment of invoices as follows:

VENDOR NAME	INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	SERVICE DESCRIPTION
Fibertec Environmental Services	14-Sep-12	11136	\$16.00	Polarized light microscopy-334 River Street project, floor and mastic samples
Fibertec Environmental Services	19-Sep-12	92415	\$10.00	334 River Street project; flaking paint sample
Environmental Data Resources	11-Sep-12	3402665	\$325.00	Research service, Veterans Memorial Park, Maple Street/Memorial Drive.
Environmental Data Resources	11-Sep-12	3403230	\$325.00	Research service, River Parc Place, 86 Washington St.
Environmental Data Resources	10-Sep-12	3402660	\$325.00	Research service, City of Manistee Industrial Park area, Duffy Park Drive, Duffy Park/S. Glocheski Drive.
Environmental Data Resources	11-Dec-12	3470615	\$375.00	EPA Hazardous Grant Task H2B-CH1 - Hotel Chippewa; Phase I ESA
Geotech	11-Oct-12	383785	\$312.47	Environmental equipment (handle, cross; extension; auger)
NTH Consultants	10-Aug-12	584657	\$6,642.91	Phase II Bookmark \$1,510.22; Phase II Hotel Northern \$2,098.54.
NTH Consultants	10-Aug-12	584658	\$3,700.00	Bookmark Phase 1; 23 Ashland Site Phase I; US-31 Sand Pit Phase I; Rodeway Inn Phase I; Hotel Northern Phase I,
NTH Consultants	26-Oct-12	586144	\$2,150.95	River Parc Place II Phase BEA Update and BEA 86 Washington.
NTH Consultants	26-Dec-12	587311	\$8,238.65	Engineering & Consulting Services Phase II Environmental Services
NTH Consultants	7-Jan-13	587548	\$4,464.16	Engineering & Consulting Services, Phase II Environmental Services
Abonmarche	31-Oct-12	105545	\$400.00	Professional Services, Century Terrace Monitor Wells
Eftaxiadis Consulting Inc.	17-Oct-12	CMBRA-1209H	\$2,132.00	Consulting Services - USEPA 2007 Grant - Hazardous
Eftaxiadis Consulting Inc.	17-Oct-12	cmbra-1209p	\$2,214.00	Consulting - USEPA Grant - Petroleum
Eftaxiadis Consulting Inc.	15-Nov-12	CMBRA-1209D	\$328.00	Technical Service - MDEQ Grant, 334 River Street, Sept 12 misc. technical services
Eftaxiadis Consulting Inc.	14-Dec-12	CMBRA-1211H	\$3,280.00	Consulting Services - USEPA 1007 Grant - Hazardous
Eftaxiadis Consulting Inc.	14-Dec-12	CMBRA-1211P	\$1,414.50	Consulting Services - USEPA 1007 Grant - Hazardous
Eftaxiadis Consulting Inc.	29-Jan-13	CMBRA1212-P	\$287.00	USEPA 2007 Grant - Petroleum
Eftaxiadis Consulting Inc.	14-Jan-13	CMBRA-1212-H	\$1,619.50	Environmental Consulting and Consulting - USEPA 2007 Grant - Hazardous
Eftaxiadis Consulting Inc.	30-Jan-13	CMBRA-1212D	\$233.75	Technical Services _ MDEQ Grant (334 River St.)233.75

Eftaxiadis Consulting Inc.	3-Dec-12	CMBRA-1211D	\$471.50	Technical Service - MDEQ Grant, 3334 River Street. Oct and Nov 2012 misc technical services
<b>TOTAL:</b>			<b>\$39,265.39</b>	

With a voice vote motion passed unanimously.

**NEW BUSINESS:**

**US EPA Grants Status**

Mr. Eftaxiadis gave the members an update on the following projects:

- Harbor View – Phase II Environmental Site Assessment (ESA) was completed. Low levels of heavy metals were detected in few soil and groundwater samples at concentrations exceeding cleanup criteria; the site is a “facility”. The metals are associated with fill materials, typical throughout City.
- Century Terrace - Phase II Environmental Site Assessment (ESA) was completed. Low levels of heavy metals and PNAs were detected in soils at several locations; the site is a “facility”. No contamination was detected in the groundwater.
- Seng’s Marina – A Phase II ESA was requested by owner, due to future expansion considered for portions of the property. The ESA has been completed and we have just received the draft report for review. We will discuss it at next meeting.
- River Park Place II – Mr. Eftaxiadis stated that he represents the developer; has cleared potential conflict of interest with attorney. As part of the property transfer, the new owners requested a Baseline Environmental Assessment (BEA) through the EPA grant. The BEA, including an updated Phase I ESA was performed by NTH as required before submitting the BEA to the State. The developer has had discussions with City on collaborating on Brownfield Plan to include Public Infrastructure Improvements in the vicinity of the site. The BRA Plan approved in 2005 through the County BRA was never “activated”, as the former developer completed “eligible” activities but did not request reimbursement of eligible costs, therefore the old BRA Plan can be terminated; a new one may be developed for the new and expanded project . This issue will be addressed at a future meeting.
- Former Hotel Chippewa – The prospective buyer and its financial institution have requested Phase I & Phase II ESAs and a BEA, if needed. The property had a greenhouse on it and has potential environmental issues associated with pesticides and other chemicals used. We will begin a Phase II ESA when the weather permits, subject to receiving a better redevelopment plan from the developer, in order to justify funding from the EPA grant.
- Veterans Memorial Park – A Phase I ESA is being performed at this site, to assist the DDA with assessing the suitability of site conditions for placing buildings or other structures on the site at a future. There are past Leaking UST issues associated with nearby properties that may impact

the park site. We just received the draft ESA report from NTH for review. We will report on the findings at the next meeting.

- MAPS Vocational Training Building – A redeveloper who has a purchase agreement on the property, has requested the BRA’s assistance with performing ESAs at the site due to the past uses of the building (auto dealership and garage). The proposed future use is for an eating and drinking establishment. There are hoists with hydraulic oils, used motor oil, stained floors with floor drains, and asbestos on site. The preliminary findings of the ESAs will be available in the next two weeks. A BRA Plan will be probably required to deal with site environmental conditions, removal of hoists, asbestos, cleaning floors, etc. An application for BRA’s financial assistance and a development plan will be required prior to processing a BRA Plan.
  
- Tuscan Grill – We are working with the City, the buyers and the DDA in dealing with the environmental due diligence issues related to the acquisition of the property. We are currently conducting the Phase I & Phase II ESAs; NTH completed the sampling last week. We anticipate the need for a BEA. We are operating under an extremely tight schedule, due to the anticipated purchase of the property in May, wanting to open the restaurant in June. Previous sampling in 2008 (Phase I & II) was done by bank; however we have to have new samples and a Phase I ESA to move forward with the BEA.

**Prospective River Parc Place II BRA Plan** – as discussed earlier a request may be received for a BRA Plan.

**Prospective MAPS Vocational Training BRA Plan** - as discussed earlier a request may be received for a BRA Plan

#### **UNFINISHED BUSINESS**

None

#### **OTHER COMMUNICATIONS**

None

#### **STAFF COMMUNICATIONS**

##### **Scanner/Plotter**

Mr. Rose spoke to the members about purchasing a large document sized scanner/plotter with grant funds. Mr. Eftaxiadis said that there is money from both grants that could be used for the purchase, and that the scanner is needed to deal with many large size documents generated under the grant work.

Mr. Rose asked if the members would authorize up to \$10,000 of grant funds for the purchase of the equipment.

MOTION by Don Kuk, seconded by Marlene McBride that the BRA authorizes the spending up to \$10,000 to purchase a large document sized scanner/plotter with grant funds. Motion unanimously approved.

### **Brownfield Act Amendments**

T. Eftaxiadis discussed with the members recent amendments to the Brownfield Redevelopment Financing Act (P.A. 381 of 1996), and the implications of the amendments to the business of the BRA.

### **Training**

New members on the Authority asked about training. Mr. Eftaxiadis spoke to the members about providing a training that would last approximately two hours. Discussion followed and will confirm with members a training session following the April 2, 2013 meeting starting around 4pm.

### **CITIZEN QUESTIONS, CONCERNS AND CONSIDERATION:**

None

### **WORK/STUDY SESSION**

None

The next regular meeting of the Brownfield Redevelopment Authority will be held on Tuesday, April 2, 2013 at 2pm in the Council Chambers.

### **ADJOURNMENT**

Motion by Don Kuk, seconded by Marlene McBride that the meeting be adjourned.

MOTION PASSED UNANIMOUSLY.

Meeting adjourned at 3:25 pm

BROWNFIELD REDEVELOPMENT AUTHORITY

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Denise J. Blakeslee  
Temporary Recording Secretary



**BROWNFIELD REDEVELOPMENT AUTHORITY**  
P.O. Box 358, Manistee, Michigan 49660-0358 [www.mansiteemi.gov](http://www.mansiteemi.gov)  
City Hall, 70 Maple Street \* 231.398.2805 Phone\* 231.723.1546 FAX

TO: Brownfield Redevelopment Authority Members  
FROM: Jon R. Rose  
Community Development Director  
DATE: May 3, 2013  
RE: NTH – Rate Increase Request

Good Morning!

We have received a request from NTH Consultants, LTD requesting a rate increase for their services. Our contract with NTH allows them a maximum 4% annual rate increase for each labor classification. They are only requesting a rate increase for Staff Professional from \$62 to \$70.

I have reviewed the request and feel that the increase is reasonable and recommends the BRA to authorize the rate increase effective April 1, 2013.

:djb

**Invoice Summary for BRA Meeting 6/4/13**

<b>VENDOR NAME</b>	<b>INVOICE DATE</b>	<b>INVOICE NUMBER</b>	<b>INVOICE AMOUNT</b>	<b>SERVICE DESCRIPTION</b>
Environmental Data Resources Inc	02/27/13	3527753	\$325.00	EPA Grant - PETROLEUM; Phase I ESA Database; Tuscan Grill
Environmental Data Resources Inc	02/27/13	3527752	\$325.00	EPA Grant - PETROLEUM; Phase I ESA Database; MAPS Voc Center
Eftaxiadis Consulting Inc.	03/12/13	CMBRA-1302-H	\$2,465.00	EPA Grant - HAZARDOUS; technical project coordination and Brownfield redevelopment assistance; Hotel Chippewa, North Channel Outlet, 401 River St, Kennedy School; services for Jan-Feb '13
Eftaxiadis Consulting Inc.	03/12/13	CMBRA-1302-P	\$7,458.75	EPA Grant - PETROLEUM; technical project coordination and Brownfield redevelopment assistance; 166 Cleveland, Hokanson, MAPS Voc Center, Tuscan Grill, Veterans Memorial Park, Century Terrace; services for Jan-Feb '13
Fibertec Industrial Hygiene Services Inc.	03/04/13	13149	\$20.00	EPA Grant - PETROLEUM; Asbestos samples analysis; MAPS Voc Center
NTH Consultants Ltd	03/20/13	588520	\$2,178.73	EPA Grants HAZARDOUS & PETROLEUM; Phase II ESAs; Century Terrace and Seng's Marina
NTH Consultants Ltd	03/15/13	588424	\$3,700.00	EPA Grants HAZARDOUS & PETROLEUM; Phase I ESAs; Former Hotel Chippewa and Veterans Memorial Park
Eftaxiadis Consulting Inc.	03/26/13	CMBRA-1303-D	\$1,851.94	MDEQ Grant - 334 RIVER; technical project coordination and support; 334 River Street Project (close-out); services for Jan-Mar '13
Environmental Data Resources Inc	04/03/13	3561674	\$325.00	EPA Grant - PETROLEUM; Phase I ESA Database; 166 Cleveland
NTH Consultants Ltd	04/12/13	588828	\$1,850.00	EPA Grant - PETROLEUM; Phase I ESA; MAPS Voc Center
NTH Consultants Ltd	04/12/13	588829	\$5,980.38	EPA Grant - PETROLEUM; Phase II ESA (partial); MAPS Voc Center
NTH Consultants Ltd	04/12/13	588830	\$1,850.00	EPA Grant - PETROLEUM; Phase I ESA; Tuscan Grill site
NTH Consultants Ltd	04/12/13	588831	\$5,326.42	EPA Grant - PETROLEUM; Phase II ESA (partial); Tuscan Grill site
Eftaxiadis Consulting Inc.	04/03/13	CMBRA-1303	\$580.00	BRA Admin and Technical Support Services
Eftaxiadis Consulting Inc.	04/03/13	CMBRA-1303-H	\$637.50	EPA Grant - HAZARDOUS; technical program mgmt; services for Mar '13
Eftaxiadis Consulting Inc.	04/03/13	CMBRA-1303-P	\$3,102.50	EPA Grant - PETROLEUM; technical project coordination and Brownfield redevelopment assistance; 166 Cleveland, MAPS Voc Center, Tuscan Grill, Veterans Memorial Park, General Chemical, Rodway Inn; technical program mgmt; services for Mar '13
Environmental Data Resources Inc	05/01/13	3589111	\$325.00	EPA Grant - HAZARDOUS; Phase I ESA Database; 133 16th Street
<b>TOTAL:</b>			<b>\$38,301.22</b>	

# Memo

**To:** Jon Rose, City of Manistee Brownfield Redevelopment Authority

**From:** T. Eftaxiadis, Eftaxiadis Consulting Inc.

**Date:** June 4, 2013

**Re:** Projects and Grants Status

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1. USEPA Grants.

- a. Our request to amend the grant budgets has been approved by USEPA. Unused funds in the Personnel, Supplies, Travel and Other budgeted categories were shifted to the Contractual budget category. The original and amended budget categories are shown below.

BUDGET TASK	ORIGINAL BUDGET	NEW BUDGET
PERSONNEL	\$36,000.00	\$10,000.00
FRINGE BENEFITS	\$0.00	\$0.00
TRAVEL	\$7,000.00	\$3,000.00
EQUIPMENT	\$4,000.00	\$0.00
SUPPLIES	\$12,000.00	\$10,000.00
CONTRACTUAL	\$130,000.00	\$174,000.00
CONSTRUCTION	\$0.00	\$0.00
OTHER	\$8,000.00	\$0.00
<b>TOTAL DIRECT CHARGES</b>	<b>\$197,000.00</b>	<b>\$197,000.00</b>

- b. We have completed or we are working on Phase I and II Environmental Site Assessments (ESA) and Baseline Environmental Assessments (BEA), at the following properties:
- i. Veterans Memorial Park. The Phase I ESA is complete. We do not anticipate conducting a Phase II ESA at this property.
  - ii. Former Hotel Chippewa. The Phase I ESA is complete. The prospective property buyer has not provided a redevelopment plan, therefore, we do not plan to conduct a Phase II ESA or a BEA at this property.
  - iii. North Channel Outlet. We are still waiting for formal access to the property from the property owner.
  - iv. Seng's Marina. The Phase I ESA has been completed. The property is a "facility" per MDEQ rules. No BEA is needed since no change in ownership is pending.

- v. MAPS Vocational Training Facility. At the request of the buyer and prospective redeveloper of this property, we have completed a Phase I ESA, a Phase II ESA, and an Asbestos & Lead Survey. The property is a “facility” per MDEQ rules, therefore we also prepared a BEA.
  - vi. Former Tuscan Grill. At the request of the DDA-Main Street and the new owners and prospective redevelopers of this property, we have completed a Phase I ESA and a Phase II ESA. The property is a “facility” per MDEQ rules, therefore, we also prepared a BEA.
  - vii. 166 Cleveland Street Property (former Auto Value store). At the request of the new owners and their financial institution, we are currently working on Phase I and Phase II ESAs. The property is a “facility” per MDEQ rules, therefore, we are currently finalizing a BEA. An Asbestos & Lead Survey has been completed.
  - viii. 133 16<sup>th</sup> Street Property (former DRK Cabinetry). At the request of the new owners and their financial institution, we are currently working on Phase I. Based on the preliminary findings of the Phase I ESA, we anticipate that a Phase II ESA and a BEA will be needed.
2. OTHER. At this time, we have not received any formal requests for future ESAs or BEAs. However, based on preliminary inquiries and discussions, we anticipate working on few more ESAs and BEAs before the Grants expire at the end of September.



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City Hall, 70 Maple Street \* 231.398.2805 Phone\* 231.723.1546 FAX**

TO: Brownfield Redevelopment Authority Board Members  
FROM: Jon R. Rose, Administrator  
DATE: May 6, 2013  
RE: City of Manistee Brownfield Redevelopment Authority Board of Directors Membership

Good Morning!

The City of Manistee Brownfield Redevelopment Authority (BRA) Board of Directors currently is a nine member board (eight members/one vacancy). Under the Brownfield Redevelopment Financing Act, the membership in a BRA can be not less than five nor more than nine persons. Article II Directors, Section 2 - Board of Directors, of the City of Manistee BRA By-Laws reads the same.

Council recently reduced the number of members on the Planning Commission from nine to seven to make it easier to maintain full membership and reduce training costs. Due to ongoing difficulties in getting applicants for the BRA Board of Directors and to ensure quorum for our meetings, I propose that the BRA recommends that City Council reduce the number of the Board of Directors members from nine to seven. This may be accomplished by a motion at the BRA's next meeting.

We can discuss this further at our next meeting. Please free to contact me if you have questions concerning this proposal.

:djb



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TO: Brownfield Redevelopment Authority Board Members  
FROM: Jon R. Rose, Administrator  
DATE: May 6, 2013  
RE: Recording Secretary/By Law Changes

Good Morning!

With Sarah's retirement Denise Blakeslee will provide clerical support to the BRA. Ms. Blakeslee currently is the Recording Secretary for the Planning Commission, Historic District Commission and Zoning Board of Appeals. We have discussed how to include the duties of the BRA into her schedule. In an effort to avoid items falling through the cracks, I have concurred with Denise that the Annual Meeting (Election of Officers and By Law Review) should be moved from the third calendar quarter to January. Denise has been in the process of organizing all of the BRA files and reports, she has reformatted the agenda and memos will be attached to most agenda items.

In an effort to eliminate quorum problems and meeting cancellations, we discussed scheduling quarterly meetings. It will make it easier for the members to know what **dates meetings will be held**. If a special meeting is necessary we will then work around members schedules to obtain a quorum. Please bring your calendars with you so that we can schedule meetings for the remainder of 2013 and discuss options for 2014.

Denise will be mailing out meeting packets the week before the meeting so that it reminds members that a meeting is scheduled and gives you time to review materials before the meeting. If members are unable to attend a meeting they need to contact Denise to be excused.

In order to make these changes, the By Laws will need to be amended. Staff review of the By Laws resulted in changes to Sections 2.7 and 3.2 to read as follows:

**2.7 Meetings.** Meetings of the Board may be called by or at the request of the Chairperson of the Board or any two Directors. The meetings of the Board shall be public, and the appropriate notice of such meetings shall be provided to the public. **Regular meetings of the Brownfield Redevelopment Authority shall be held in each calendar quarter of each year. In no event shall there be less than four (4) meetings per year. The Board shall hold an Annual Meeting in January** ~~in the third calendar quarter~~ of each year at which time officers of the Board shall be elected as provided in Article 3, Section 2.

AND

**3.2 Nomination, Election and Term of Office.** The officers of the Authority shall be elected by the Board at an Annual Meeting **held in January** ~~during the third calendar quarter~~ of each year. Candidates shall be nominated by any Brownfield Redevelopment Authority Board member present at the meeting.

JRR:djb

# BYLAWS OF THE CITY OF MANISTEE

## BROWNFIELD REDEVELOPMENT AUTHORITY

### ARTICLE 1: NAME AND ADDRESS

**Name:** The name of the Authority is the City of Manistee Brownfield Redevelopment Authority (hereinafter referred to as the Authority).

**Address:** The address of the Authority is: 70 Maple Street, P.O Box 358, Manistee, Michigan 49660.

### ARTICLE 2: DIRECTORS

- 2.1 **General Powers.** The business and affairs of the Authority shall be managed by its Board, except as otherwise provided by statute or by these Bylaws.
- 2.2 **Board of Directors.** The Board of Directors (hereinafter referred to as the Board) of the Authority shall consist of not less than five (5) persons and not more than nine (9) persons. BRA Board members are to be city residents or persons with an interest in property in the City of Manistee.
- 2.3 **Terms, Replacement and Vacancies.** Of the initial members appointed, an equal number, or as near as practicable, shall be appointed for one year, two years and three years. Thereafter, each member shall serve for a term of three years. Subsequent Directors shall be appointed in the same manner as original appointments at the expiration of each Director's term of office. A Director whose term of office has expired shall continue to hold office until his/her successor has been appointed with the advice and consent of the City Council. A Director may be reappointed with the advice and consent of the City Council to serve additional terms. If a vacancy is created by death or resignation, a successor shall be appointed with the advice and consent of the City Council within thirty (30) days to hold office for the remainder of the term of office so vacated.
- 2.4 **Board Absences.** In order to maintain the maximum participation of all appointed Brownfield Redevelopment Authority members at all scheduled meetings, the following is the attendance guide and Board member replacement policy for "excused" or "unexcused" absences.
1. When appointed, each Board Member should state his/her willingness and intention to attend each scheduled meeting of the Brownfield Redevelopment Authority.
  2. In the event of unplanned personal matters, business trips, family vacation trips, changed job requirements, sickness, or other physical disabilities that prohibit the Board Member from attending the scheduled meeting; the Commission Chair or Staff Liaison to the Brownfield Redevelopment Authority should be notified as soon as possible prior to the time of the scheduled meeting of their inability to attend. The Board Member upon this notification will receive an "excused absence" for the involved scheduled meeting.
  3. If any Board Member is absent from three (3) consecutive scheduled meetings without an "excused absence" for any of the three (3) meetings, the Board Member shall be reported in writing to the City Manager. The City Manager will contact the Board Member in writing and question his/her continued ability or interest in being on the Commission, giving the member a chance to rectify the attendance issue or submit a resignation.

4. There will be no limit on the number of consecutive “excused absences” for any Board Member. However, if the Board Member is repeatedly absent for at least 50% of the yearly scheduled meetings, that member will also be reported in writing to the City Manager. The City Manager will contact the Board Member in writing and question the member’s continued ability or interest to be on the Commission. The Board Member will be considered for an appointment nullification when the absences total six in the calendar year.
  5. The appointment nullification action would be initiated by the City Manager and forwarded on to the City Council for official action.
- 2.5 **Removal.** A Director may be removed from office for inefficiency, neglect of duty, or misconduct or malfeasance, by a majority vote of the City Council.
- 2.6 **Conflict of Interest.** A Director who has a direct interest in any matter before the Authority shall disclose his/her interest prior to any discussion of that matter by the Authority, which disclosure shall become a part of the record of the Authority’s official proceedings. The interested Director shall further refrain from participation in the Authority’s action to the matter. Each Director, upon taking office and annually thereafter, shall acknowledge in writing that they have read and agree to abide by this section.
- 2.7 **Meetings.** Meetings of the Board may be called by or at the request of the Chairperson of the Board or any two Directors. The meetings of the Board shall be public, and the appropriate notice of such meetings shall be provided to the public. **Regular meetings of the Brownfield Redevelopment Authority shall be held in each calendar quarter of each year. In no event shall there be less than four (4) meetings per year. The Board shall hold an Annual Meeting in January in the third calendar quarter** of each year at which time officers of the Board shall be elected as provided in Article 3, Section 2.
- 2.8 **Notice.** Notice of any meetings shall be given in accordance with the Open Meetings Act (Act No. 267 of the Public Acts of 1976).
- 2.9 **Quorum.** A majority of the members of the Directors then in office constitutes a quorum for the transaction of business at any meeting of the Board, provided, that a majority of the Board present may adjourn the meeting from time to time without any further notice. The vote of the majority of the Directors present at a meeting at which a quorum is present constitutes the action of the Board, unless the vote of a larger number is required by statute or by these Bylaws. Amendment of the Bylaws by the Board requires the vote of not less than a majority of the members of the Board then in office.
- 2.10 **Participation by Communication Equipment.** A member of the Board or of a committee designated by the Board may participate in a meeting by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this provision constitutes presence at the meeting.
- 2.11 **Committees.** The Board may, by resolution passed by a majority of the whole board, designate one or more committees, each committee to consist of two or more of the Directors of the Authority. The Board may designate one or more Directors as alternate members of a committee, who may replace an absent or disqualified member at a meeting of the committee. In the absence or

disqualification of a member of a committee, the members thereof present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Board to act at the meeting in place of such an absent or disqualified member. A committee, and each member thereof, shall serve at the pleasure of the Board. A committee so designated by the Board, to the extent provided in the resolution by the Board, may exercise all powers and authority of the Board in the management of the business and affairs of the Authority, except that such committee so may exercise all powers and authority to: (a) recommend to members a dissolution of the Authority, or revocation of dissolution, (b) amend the Bylaws of the Authority, or (c) fill vacancies in the Board.

### ARTICLE 3: OFFICERS

- 3.1 **Officers.** The officers of the Authority shall be elected by the Board and shall consist of a Chairperson, Vice Chairperson, and Secretary/Treasurer. The Board may also appoint a Recording Secretary who need not be a member of the Board. Two or more offices may be held by the same person, but an officer shall not execute, acknowledge, or verify an instrument in more than one capacity if the instrument is required by law or Bylaws to be excluded, acknowledged, or verified by two or more officers.
- 3.2 **Nomination, Election and Term of Office.** The officers of the Authority shall be elected by the Board at an Annual Meeting **held in January** ~~during the third calendar quarter~~ of each year. Candidates shall be nominated by any Brownfield Redevelopment Authority Board member present at the meeting.
- 3.3 **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled at any meeting of the Board for the unexpired portion of the terms of such office.
- 3.4 **Chairperson and Vice Chairperson.** The Chairperson shall be the chief executive officer of the Authority, but he or she may from time to time delegate all or any part of his/her duties to the Vice Chairperson. He or she, or in his/her absence, the Vice Chairperson, shall preside at all meetings of the Board, he or she shall have general and active management of the business of the Authority and shall perform all the duties of the office as provided by law or these Bylaws. He or she shall be ex-officio a member of all standing committees, and shall have the general powers and duties of supervision and management of the Authority.
- 3.5 **Secretary/Treasurer and Recording Secretary.** The Secretary/Treasurer shall attend all meetings of the Board and record all votes and the minutes of all proceedings in a book to be kept for that purpose, and shall perform like duties for the standing committees when required. They shall further perform all duties of the office of Secretary/Treasurer as provided by law or these Bylaws. They shall be sworn to the faithful discharge of these duties. For the purposes of recording minutes the Secretary/Treasurer may appoint a Recording Secretary.
- 3.6 **Delegation of Duties of Offices.** In the absence of any officer of the Authority, or for any other reason that the Board may deem sufficient, the Board may delegate, from time to time and for such time as it may deem appropriate, the powers or duties, or any of them, of such officer to any other officer, or to any Director, provided a majority of the Board then in office concurs therein.

- 3.7 **Executive Committee.** The Chairperson, Vice Chairperson and Secretary/Treasurer shall comprise the Executive Committee. The Executive Committee, may upon a majority vote, authorize the expenditure of up to \$500.00 for any expense listed as an eligible item for expenditure under the approved Authority funding guidelines. The Executive Committee must report any such expenditures to the Board at the next regularly scheduled Board meeting.

#### **ARTICLE 4: CONTRACTS, LOANS, CHECKS AND DEPOSITS**

- 4.1 **Contracts.** The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Authority, and such authority may be general or confined to specific instances.
- 4.2 **Loans/Grants.** No grant or loan shall be contracted on behalf of the Authority and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board and approved by the City Council. Such authority may be general or confined to specific instances.
- 4.3 **Checks, Drafts, etc.** All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Authority, shall be signed by such officer or officers, agent or agents of the Authority and in such manner as shall from time to time be determined by resolution of the Board.
- 4.4 **Deposits.** All funds of the Authority not otherwise employed shall be deposited from time to time to the credit of the Authority in such banks, trust companies or other depositories as the Board may select.

#### **ARTICLE 5: FISCAL YEAR**

The fiscal year of the Authority shall correspond at all times to the fiscal year of the City of Manistee.

#### **ARTICLE 6: Miscellaneous**

- 6.1 **Seal.** The Board shall provide a corporate seal which shall be the official seal of the Authority.
- 6.2 **Waiver of Notice.** When the Board or any committee thereof may take action after notice to any person or after lapse of a prescribed period of time, the action may be taken without notice and without lapse of the period of time, if at any time before or after the action is completed the person entitled to notice or to participation in the action to be taken submits a signed waiver of such requirements.

#### **ARTICLE 7: REVIEW AND AMENDMENTS**

These Bylaws will be reviewed annually at the Annual Meeting. These Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the Board then in office at any regular or special meeting called for that purpose. Any proposed changes are subject to review and approval of the City Council.

I HEREBY CERTIFY that the above Bylaws were adopted the 4th day of June, 2013.

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Jon Rose, BRA Administrator

[Annotation: Article III Officers, Section 7 Executive Committee amended to be authorized to spend up to \$5,000.00. Approved by BRA 7/27/06]

[Annotation: As approved by the City Council at their June 2, 2009 Meeting – Council authorized the bylaw amendments for all Boards and Commissions to include the new Board Absences language; directed all boards or commissions to implement and follow these changes as Council has requested; and authorized the Mayor to sign the amended bylaws. Approved by BRA 7/7/09]

[Annotation: Article II Directors, Section 2, Board of Directors was amended to add “BRA Board members are to be city residents or persons with an interest in property in the City of Manistee.” Article III Officers, Section 2. Nomination, Election and Term of Office was amended by adding “any Brownfield Redevelopment Authority Board member present at the meeting” DELETING “a nomination committee composed of three members appointed by the Chairperson. The term of each office shall be for one (1) year. Each officer shall hold office until his/her successor is appointed. No persons shall hold the same office for more than three successive terms.” Approved by BRA 9/7/10]

[Annotation: Article II, Directors, Section 2, Board of Directors was amended to delete “unless an EDC, DDA, TIFA, or LDFA board was appointed.” Section 7, Meetings, was amended to delete “second calendar quarter of each year” and add “third calendar quarter of each year.” Article VII, Review and Amendments, was amended to change “Organizational Meeting” to “Annual Meeting.” Article III, Officers, Section 2, Nomination, Election and Term of Office was amended to delete “during the second calendar quarter of each year” and add “during the third calendar quarter of each year.” Approved by BRA 6/7/11]

Approved by the City of Manistee Council

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Date

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Colleen Kenny, Mayor