

**SPECIAL MEETING OF THE CHELSEA AREA CONSTRUCTION AGENCY BOARD**

**Wednesday February 28, 2024, 10:00 a.m.**

**LOCATION: 12172 Jackson Rd. Dexter, MI 48130**

**Board Members Present:** Maris Metz (Dexter Township), Duane Luick (Lima Township), Pam Byrnes (Lyndon Township), Amanda Nimke (Sylvan Township), Jason Freeman (City of Chelsea)

**Board Members Absent:** None

**Staff Present:** Matt Forster,

**Others Present:** Attorney Victor Lillich, Gary Nayh, Alex Tyburski, Devin Morgan, Ben Morgan, Penny Wisner, John Douglass, Michelle Stambouellis

**Call to Order:** Nimke called the meeting to order at 10:02 a.m.

**Call to the public:** None.

**Approval of the Agenda:** Motion by Metz, seconded by Byrnes to approve the February 28, 2024 agenda as presented. All ayes. Motion carried.

**Approval of the February 8, 2024:** Motion by Luick to approve the February 6, 2024 minutes as presented. Supported by Freeman. All ayes. Motion carried.

**Discussion of Attorney Client Memo:** Motion by Nimke that the Board convene in closed session under section 8(l)(h) of the Open Meetings Act, to consider material exempt from disclosure by state statute, section 13(l)(g) of the Freedom of Information Act, being a letter from its attorney dated February 27, 2024, for the reason the letter is exempt from disclosure under State law due to the attorney-client privilege. Supported by Freeman. Luick said he did not agree with the closed-session and would not vote for it. Lillich said there would need to be a motion to invite Gary Nayh and his assistant, Alex into the closed-session meeting. Nimke amended her motion to include, inviting Gary Nayh and his assistant, Alex in to the closed-session meeting. Supported by Freeman. 4 ayes. 1 nay. Motion carried.

Board moved into closed-session at 10:15 a.m.

Board moved into open-session at 12:03 p.m.

Motion by Freeman to follow the recommendations of the Agency's attorney in the closed-session meeting. Supported by Metz. Luick said he could not support the attorney's recommendation. 4 ayes. 1 nay. Motion carried.

**Discussion and Review of Annual Budget:** Byrnes said she and Freeman drafted the proposed budget, and collaborated with Forster. Motion by Nimke to approve the 2024-2025 budget as presented. Supported by Luick. All ayes. Motion carried.

**Discussion and Approval of Request for Proposal (RFP) for Benchmarking of Employee Compensation Packages:** Nimke said she and Scott Pacheco drafted the benchmarking RFP as presented. Motion by Byrnes to approve the RFP as presented. Supported by Luick. The Board designated the RFP deadline as April 1, 2024, the contact person as Amanda Nimke, Board Chair, and the initial review of the of the RFP's be reviewed at the next board meeting after the April 1, 2024 deadline. All ayes. Motion carried.

**Discussion of Accountant Engagement Letter:** Motion by Byrnes to sign the engagement letter with MSK and Associates LLC , to provide accounting and bookkeeping services as defined in the letter dated February 3, 2024, with the inclusion they will provide financial documents at least four days prior to CACA Board meetings. Supported by Metz. All ayes. Motion carried.

**Resolution to Approve a Recording Secretary:** Nimke said the By-Laws stated a recording secretary must be passed by Resolution. Metz said she wanted to approve Michelle Stamboulellis as the recording secretary. Nimke suggested setting the rate of pay at \$25.00 per hour. Motion by Nimke to approve Resolution 24-01 as presented, designating Michelle Stamboulellis as the recording secretary at a rate of pay of \$25.00 per hour. Byrnes requested adding the verbiage of "Michelle Stamboulellis or an alternate". Nimke added Byrnes requested verbiage to the resolution language. Roll call vote: Nimke, yes; Byrnes, yes; Metz, yes; Luick, yes; Freeman, yes. Motion carried by roll call vote. Nimke declared Resolution 24-01 adopted.

**Discussion of Setting Monthly Meeting Dates:** The Board designated setting monthly meetings on the fourth Thursday of the month, starting in April, 2024. Motion by Nimke to set monthly meetings, starting April 25, 2024 and every fourth Thursday thereafter through August 2024, at 10:00 a.m., canceling the June 13<sup>th</sup>, 2024 Quarterly meeting., and changing the meeting time on March 14, 2024 to 10:00 a.m. Supported by Byrnes. All ayes. Motion carried.

**Discussion of Wellness Program:** Motion by Byrnes to table Discussion of Wellness Program until March 14, 2024 board meeting. Supported by Freeman. All ayes. Motion carried.

**Discussion of Two Signers on Checks:** Motion by Nimke to authorize the Board Chair to direct the accountant to order new check stock for the Agency accounts to accommodate two signatures on the checks, and authorize Treasurer, Duane Luick and Board Chair, Amanda Nimke as signers on the checks. Supported by Luick. Luick asked what would happen if a payroll check needed to be signed right away. Byrnes said there should be advance notice for checks to allow scheduling a time for signatures. All ayes. Motion carried.

**Other Business:** None

**Call to the Public:** D. Morgan said she had sent out an email about the January 18, 2024 minutes. Morgan stated she had made comments at the meeting regarding her perceptions of the situation in the office, and said she thought it would be discussed at the next meeting.

M. Stamboulellis said hiring a recording secretary was a good way to provide accuracy of the board meetings, and asked where the meeting minutes were posted. Stamboulellis said there should be a minimum of two years of minutes posted. Forster said there had been an issue with the website, but that it should be corrected in the near future with a new website.

**Adjournment:** Motion by Luick to adjourn at 12:36 p.m. Supported by Byrnes. All ayes.  
Meeting adjourned.



Maris Metz  
CACCA Board Secretary