



AGENDA
*CHARTER TOWNSHIP OF MERIDIAN
BROWNFIELD REDEVELOPMENT AUTHORITY*
August 16, 2017 8AM



1. Call meeting to order at approximately 8:00 a.m.
2. Approval of agenda
3. Approval of meeting minutes from July 11, 2017
4. Public Remarks
5. Presentation – Janet Michaluk, Michigan Department of Environmental Quality
Brownfields 101 – 201
6. New Business
 - A. Election of officers (Chair, Vice-Chair, Other if desired)
 - B. Bylaws
 - C. Establish future meeting schedule
6. Old Business
7. Public Remarks
8. Adjournment

CHARTER TOWNSHIP OF MERIDIAN
BROWNFIELD REDEVELOPMENT AUTHORITY
REGULAR MEETING MINUTES

DRAFT

July 11, 2017

5151 Marsh Road, Okemos, MI 48864-1198

517-853-4000, Town Hall Room, 8:00 A.M.

PRESENT: Frank Walsh, Chris Buck, Ned Jackson, John Scott-Craig, Jeffrey Theuer, John Matuszak

ABSENT: Joyce Van Coevering (connected via telephone)

STAFF: Senior Planner Peter Menser, Planning Intern Justin Quagliata

OTHER: Treasurer Brixie (arrived 8:35), Janet Michaluk

1. Call meeting to order

Senior Planner Menser called the regular meeting to order at 8:03 A.M.

2. Introductions

Directors of the Authority introduced themselves and stated their professional backgrounds.

3. Public Remarks - None

4. New Business

A. Overview of Responsibilities - Senior Planner Menser addressed the resolution of the Township Board forming the Brownfield Redevelopment Authority (BRA). He stated the BRA is an official Township Authority which exercises its powers through the Brownfield Redevelopment Financing Act.

B. Review of Brownfield Process

Janet Michaluk, Michigan Department of Environmental Quality (MDEQ) Brownfield Coordinator, introduced herself to the BRA and stated her role at the MDEQ. She commented she can make a Brownfield 101 type of presentation at a future meeting and will be available to answer questions.

The Board discussed the history and timeline of the BRA formation in Meridian Township. There was discussion about the Okemos Pointe Brownfield Plan and the process involved. The Request for Proposals sent to environmental groups for Brownfield consulting services was discussed, and what the role of the consultant(s) would be.

Ms. Michaluk answered questions regarding tax-increment financing (TIF) and local taxes versus state school taxes in relation to TIF and the Brownfield process.

Senior Planner Menser thanked Ms. Michaluk for attending the meeting and advising the BRA in the organizational process. He stated draft bylaws will be reviewed at the next meeting and reminded the Authority the bylaws are subject to approval by the Township Board. He also stated Board officers will be nominated and elected at the next meeting. He concluded by addressing the documents in the Board packet.

5. Other Business - None
6. Adjournment

Senior Planner Menser adjourned the regular meeting at 9:15 A.M.

Respectfully Submitted,

Peter Menser
Senior Planner



To: Brownfield Redevelopment Authority

From: 
Peter Menser
Senior Planner

Date: August 9, 2017

Re: Election of Officers

The Brownfield Redevelopment Financing Act (Act 381 of 1996) requires members of a Brownfield Redevelopment Authority to elect one from among their membership as chairperson and another as vice-chairperson. Although not legally mandated, the BRA Board may designate and elect other officers positions, such as a Secretary and/or Treasurer, if considered necessary. Per the draft bylaws, all terms of office are for one year and no member of the BRA can hold the same office for more than three successive terms. While not detailed in the State Act, the responsibilities of the chair and vice-chair are generally as follows:

Chair: The chairperson has the general powers and duties of supervision and management of the BRA. He or she runs the meetings of the BRA Board and represents the Board in most affairs both within and outside of the Township. He or she is an ex-officio member of all committees and may appoint members to committees and select the chairperson of any committees.

Vice-Chair: The vice-chair acts in the capacity of the chair in the chair's absence. In the event the office of the chair becomes vacant, the vice-chair shall succeed to this office for the unexpired term.

At the meeting on August 16, 2017 staff will request nominations for the officer positions listed above. Once nominations are made the BRA Board will vote on each office. The Board member receiving the most votes will serve in that position. The elected officer will begin serving immediately after being selected and will remain in office for one (1) year.



To: Brownfield Redevelopment Authority

From: 
Peter Menser
Senior Planner

Date: August 9, 2017

Re: BRA Board Bylaws

The Township Board adopted a resolution establishing the Brownfield Redevelopment Authority on April 18, 2017 and the BRA held its first organizational meeting on July 11, 2017. At the meeting staff distributed draft bylaws for Board member review and consideration. The bylaws were drafted using the Michigan Department of Environmental Quality (MDEQ) Act 381 Guidance Document, as well as the adopted bylaws of the City of East Lansing Brownfield Redevelopment Authority.

As stated in the Brownfield Redevelopment Financing Act (Act 381 of 1996) the BRA Board "shall elect officers and adopt bylaws and rules governing its procedures and the holding of its meetings all in accordance with Sections 5(3) and 5(5) of the Act, and shall immediately forward a copy of the bylaws and rules after adoption by the Board to the Township Board in care of the Clerk." The Authority's bylaws are subject to the approval of the Township Board, however, if the Township Board fails to either approve or disapprove the Authority's bylaws and rules at its next regular meeting after the Township Clerk receives a copy, the Authority's bylaws and rules are deemed to have been approved by the Township Board for all purposes.

Draft bylaws are attached for the Board's consideration. The Board may approve the bylaws or propose changes as considered necessary. If the BRA Board moves to adopt the draft bylaws, the bylaws will be transmitted to the Township Board for final approval. The following motion is provided to adopt the draft bylaws:

- **Move to adopt the Meridian Township Brownfield Redevelopment Authority draft bylaws and transmit the bylaws to the Township Board for final approval.**

Attachment

1. Draft bylaws dated August 11, 2017

BYLAWS OF THE MERIDIAN TOWNSHIP BROWNFIELD REDEVELOPMENT AUTHORITY

ARTICLE I: Name and Address

Name. The name of the Authority is the Meridian Township Brownfield Redevelopment Authority (hereinafter referred to as the "Authority"). The address of the Authority is 5151 Marsh Road, Okemos, Michigan, 48864.

ARTICLE II: Directors

Section 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.

Section 2. **Board of Directors.** The Board of Directors (hereinafter referred to as the "Board") of the Authority shall consist of seven (7) total members, as follows: the Township Manager, a member of each of the Planning Commission, Economic Development Corporation, and Environmental Commission, and three members having an interest or expertise in the fields of engineering, finance, or law.

Section 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 Township Board. A Director may be reappointed with the advice and consent of the Township Board 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 Township Board within thirty (30) days to hold office for the remainder of the term of office so vacated.

Section 4. **Removal.** A Director may be removed from office for inefficiency, neglect of duty, or misconduct or malfeasance, by a majority vote of the Township Board or the Board.

Section 5. **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 relating to the matter.

Section 6. **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. The Board shall hold an annual meeting in the second calendar quarter of each year at which time officers of the Board shall be elected as provided in Article III, Section 2.

- Section 7. **Notice.** Notice of any meetings shall be given in accordance with the Open Meetings Act (Act No. 267 of the Public Acts of 1976).
- Section 8. **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 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.
- Section 9. **Committees.** The Board may, by resolution passed by a majority of the whole Board, designate one or more committees, each committee to consist of one or more of the Directors of the Authority. The chairperson of the Board shall appoint the members and select the chairperson of committees. Committees may be evaluated, reappointed, or dissolved at any time. A majority of the committee will constitute a quorum. A majority of the members present at the meeting at which a quorum is present shall be the action of the committee.

ARTICLE III: Officers

- Section 1. **Officers.** The officers of the Authority shall be elected by the Board and shall consist of a Chairperson and Vice Chairperson. The Board may designate and elect other officers of the Board as they consider necessary. The Board may also appoint a Recording Secretary who need not be a member of the Board.
- Section 2. **Nomination, Election, and Term of Office.** The officers of the Authority shall be elected by the Board at an annual meeting held during the second calendar quarter of each year. Candidates shall be nominated by a nominating 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 person shall hold the same office for more than three successive terms.
- Section 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.
- Section 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.
- Section 5. **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.

Section 6. **Executive Committee.** The Chairperson and Vice Chairperson shall comprise the Executive Committee. The Executive Committee may fix the hours and place of meetings, make recommendations to the Board, and shall perform such other duties as specified in these Bylaws or as may be specified by the Board.

ARTICLE IV: Contracts, Loans, Checks, and Deposits

Section 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 the behalf of the Authority, and such authority may be general or confined to specific instances.

Section 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 Township Board. Such authority may be general or confined to specific instances. Meridian Township shall not be liable on bonds or notes issued by the Authority and the bonds and notes shall not be a debt of the Township unless specifically provided otherwise by a majority vote of the Township Board.

Section 3. **Checks, Drafts, etc.** All checks, drafts, or other orders for the payment of money, notes, or other evidences 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.

Section 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 V: Fiscal Year

The fiscal year of the Authority shall correspond at all times to the fiscal year of the Charter Township of Meridian.

ARTICLE VI: Amendments

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 provided the amendment has been submitted in writing at a previous meeting. All amendments shall be approved by the Township Board.