

GENESEE COUNTY COMMUNICATIONS CONSORTIUM
General Membership Meeting
Genesee County 9-1-1
December 13, 2022
2:00 pm

Location: Grand Blanc Township Hall Meeting Room, 5371 S Saginaw St, Grand Blanc
Due to conflict of schedules in the GBPD Community room upon arriving for the meeting, we moved
next door to the Township Hall Meeting Room.

MINUTES

1. CALL MEETING TO ORDER

Meeting called to order by Chairman Emmendorfer at 2:02 pm

2. PLEDGE OF ALLEGIANCE

3. ATTENDANCE ROLL CALL

Members Present: Shirley Kautman-Jones, Atlas Township; Thomas Spillane, Clayton Township; Jim Slezak, Davison Township; Vince Lorraine, Fenton Township; Karyn Miller, Flint Township; Mary Ann Price, Forest Township; Paul Fortino, Gaines Township; Scott Bennett, Grand Blanc Township; Mark Emmendorfer, Montrose Township; Tonya Ketzler, Mundy Township; Joe Madore, Richfield Township; Greg Fenner, Burton City; Doug Vance, Clio City; Andrea Schroeder, Davison City; Clyde Edwards, Flint City; Joseph Karlichek, Flushing City; Wendy Jean-Buhrer, Grand Blanc City; Ellen Glass, Linden City; Vicki Corlew, Mt. Morris City; Sheri Wilkerson, Goodrich Village; John Ray, Otisville Village;
Arrived after initial roll call: Fred Thorsby, Flushing Township

Members Absent: Brian Saad, Argentine Township; Dan Eashoo, Genesee Township; Jolena Sanders-Sims, Mt Morris Township; Rachel Stanke, Thetford Township; Nancy Belill, Vienna Township; Thomas Bigelow, Montrose City; Adam Zettel, Swartz Creek City; Connie Greene, Gaines Village; Meredith Davis, Genesee County

Others Present: Alex Boros, Jeff Lewis, Steve Henson, Jeff Babcock, Tyrone Booth, Marc Lund, Bill Renye, Sheriff Swanson, Joe Hyrman, Rick Jones, Ryan Volz, Brian Flewelling, Steve Rynbrandt, Matt Bade, Steve Lund, Dave Plumb, Tim Jones, Anthony Chubb, Valerie Moore – recorder

4. AGENDA APPROVAL

Chairman
Emmendorfer

Action Taken: Motion by Miller support by Karlichek to approve the December meeting agenda as presented.

All Ayes, Motion Passed.

5. PUBLIC COMMENTS ON AGENDA ITEMS ONLY

Kautman-Jones stated that Atlas Township has still not been made whole on the taxes on the Goodrich tower, I would ask that you keep that in mind when it comes to a transfer of any lease agreement to a new owner.

Emmendorfer replied they still owe 911 money, so they will take that into consideration also.

6. APPROVAL OF MINUTES

- **September 13, 2022**

Action Taken: Motion by Schroeder support by Slezak to approve the minutes from the September 13, 2022 meeting as presented.

All Ayes, Motion Passed.

7. OLD BUSINESS

- A. Advisory Committee Report (No Meeting in Nov.)**

Chief Bade

Nothing to report.

- B. Tyler/RMS Update**

Jones

Jones reported that there has been no new forward motion with the project, Tyler has been notified that we are dropping the RMS side of the project, along with all associated aspects of the RMS system. Attorney Chubb is working with Tyler to ensure an amendment of the contract is completed and satisfactory considering the major components that are now being removed from the project. Jones will escalate the communications regarding the request for contract update and pricing adjustments to the appropriate parties to ensure our concerns are addressed.

Chubb noted we are continuing to escalate our concerns for the investment as well as loss related to the 6-month delay that has already occurred in the project.

Thorsby arrived at 2:08 pm.

- C. EMS Resolution**

Attorney Chubb

1. City of Flint

Chubb reported that according to our requirements in place for all Municipalities EMS agreements we require a resolution directing us to follow their EMS agreement, the City of Flint has provided an executive directive in a signed letter from the Mayor, also signed off by the City Attorney in place of a resolution. The next document required is the indemnity and hold harmless agreement, Mark Lund from STAT had provided this to us previously. The final document that was outstanding is the Certificate of Liability Insurance, naming 911 Consortium as an additional insured party in the amount of ten-million dollars. This Insurance is the final piece which was just received from STAT. The City of Flint has now met all of the requirements to enter into an EMS Agreement with STAT.

Action Taken: Motion by Miller, Support by Madore to approve the EMS Resolution with the City of Flint and to authorize Chairman Emmendorfer to sign the Indemnity and Hold Harmless agreement.

Karlichek asked about the factors that determined the amount on the Liability insurance we are asking to be in place with these EMS Agreements. If legal, financial analysis was done to determine the amount of the policy, shouldn't that be up to the municipality and the Insurance company to determine the amount sufficient for their own operation not up to 911 Consortium?

Chubb stated going back to his previous opinion on this and the potential liability, I couldn't recommend these agreements be adopted. It was determined if this was moving forward there is honestly no clear number as to what would be sufficient. Based on the full intent of the municipalities to go through with these agreements, I required the Indemnity agreement and the Insurance policy to be in place, which helps to mitigate the risk, although we know there is still a risk. This was intended to protect the Consortium from engaging their own Insurance policy in the event there is any sort of litigation.

Based on the experience we've had over the past several months with some of the municipalities and the exclusive providers we have had no litigations brought forward to date.

Miller noted she understands these agreements are the right and choice of any municipality to make, but I want to ask and clarify what is the risk to 911 in approving these, when we are charged with sending the closest most appropriate ambulance. Are we (911) held harmless? Chubb stated yes, in those circumstances the indemnity is specifically written to hold us harmless if there is a claim made that we are in violation of our statutory obligation under the 911 Enabling Act to dispatch the closest most appropriate unit.

Karlichek asked to clarify, if a municipality decided to procure their own transport business, they're not obligated to hold a ten-million-dollar policy between the municipality and the Insurance company they are working with to establish their operational guidelines for their system. The ten-million-dollar policy is not a set-in stone figure for an insurance policy, they could have a twenty-million-dollar policy if they wanted is that correct?

Chubb replied, yes that is correct, that is what we determined would be appropriate. A municipality would need to work with their council to determine what their levels of coverage should be to protect that municipality.

Roll Call Vote:

Kautman-Jones	Aye
Spillane	Aye
Slezak	Aye

Lorraine	Aye
Miller	Aye
Thorsby	Aye
Price	Aye
Fortino	Aye
Bennett	No
Emmendorfer	No
Ketzler	Aye
Madore	Aye
Fenner	No
Vance	No
Schroeder	Aye
Edwards	Aye
Karlichek	No
Jean-Buhrer	Aye
Glass	Aye
Corlew	No
Wilkerson	Aye
Ray	Aye

16 Ayes, 6 No's, Motion Passed

8. NEW BUSINESS

A. Executive Board Elections

**Chairman
Emmendorfer**

Jones stated, I just wanted to mention to Edwards regarding the City of Flint agreement that just passed, we will need time to make changes in our system to make this effective and it will not be immediate. We will be in touch with you once our IT staff has everything ready to go-live in the system.

Emmendorfer stated the ballots were prepared for today with the names of the Members that stated their interest by Dec 9, 2022, as requested. The ballot today includes a total of 9 Township representatives and 3 City representatives, however we had no Village representatives step forward. If anyone is here from one of the Villages and is willing to fill the position, feel free to add your name. Sheri Wilkerson with Village of Goodrich was present and stated she would be willing to add her name to the ballot for the Village representative position.

Ballots were passed out to each Member to be completed. Completed ballots were then collected by Director Jones and Madore to count and provide the results.

Results from voting was brought back to the Members, there is a tie between three members for the last two Township positions. Members will cast another vote between those three Representatives to break the tie.

Village representative voted by majority is Sheri Wilkerson, the City Representatives selected by majority are Vicki Corlew and Greg Fenner, the top four Township representatives are Mark Emmendorfer, Karyn Miller, Jim Slezak and Fred Thorsby. The two additional Township positions will be voted for again to break the tie. Results are Scott Bennett, Paul Fortino and Tom Spillane who all tied with 12 votes.

A run-off ballot was written, printed, and passed out to all Members listing Scott Bennett, Paul Fortino and Tom Spillane for the tie breaking vote.

Results from the tie breaking vote were counted and announced at 3:13 pm. The last two Township representatives will be Tom Spillane and Paul Fortino, both with 15 votes, Scott Bennett had 10 votes.

Action Taken: Motion by Madore, support by Corlew to recommend the Membership to appoint Mark Emmendorfer, Karyn Miller, Paul Fortino, Jim Slezak, Fred Thorsby and Tom Spillane as the Township representatives, Greg Fenner and Vicki Corlew as the City Representatives, and Sheri Wilkerson as the Village representative as the new Executive Board Members.

Slezak asked what is the procedure to seeing the ballots and to certify the ballots?

Emmendorfer replied, you can look at all of the ballots as soon as the meeting is done.

Chubb noted, the ballots are a public record, subject to FOIA and certainly open to the public.

Slezak asked why the attorney and Emmendorfer went to the room when the ballots were counted, why were there only two people sent to count? It should have all been done out in the open, I don't think the process was done well at all.

Jones stated he asked for the Attorney to clarify what the process would be with a tied vote.

Slezak noted there was confusion on who we could vote for. Was it just those who sent their names in or could we just write in any name we want to once we're here. I thought those listed on the ballot were the ones we were voting for and didn't know we could just write in anyone we wanted. I'm going to vote no because I don't agree with the way this was handled.

Miller noted, we were informed of the process prior to today. This was outlined by Chairman Emmendorfer in letter that was emailed by Moore on Dec 2, 2022. It was in the same letter that requested us to submit our names to be included on the ballot. I hear your complaint, and with your concern it could have been brought up prior to today to discuss and possibly consider a different process.

Slezak replied, why would I have a concern on the average process.

Roll Call Vote:

Kautman-Jones	Aye
Spillane	Aye
Slezak	No
Lorraine	Aye
Miller	Aye
Thorsby	Aye
Price	Aye
Fortino	Aye
Bennett	Aye
Emmendorfer	Aye
Ketzler	No
Madore	-
Fenner	Aye
Vance	Aye
Schroeder	Aye
Edwards	No
Karlichek	Aye
Jean-Buhrer	Aye
Glass	Aye
Corlew	Aye
Wilkerson	Aye
Ray	Aye

18 Ayes, 2 No's, Motion Passed

B. Goodrich Tower - Estoppel Certificate

Attorney Chubb

Resolution to Approve Estoppel Certificate Regarding Genesee County Road Commission Lease and Sublease and allow the Chair to execute the Certificate.

Chubb outlined some of the history regarding the Atlas Township Tower and the current owner. The update today is bringing you up to date, the current Atlas Township Tower owner is selling the tower, the new buyer is a large National Tower operator. We feel this is a good move and we think this company will provide better care for this tower to maintain operations. This tower is much larger than the others we own and operate with, so it does take more work. We feel this new company has that kind of experience.

This document is common with a transfer of real property, we are providing certain statements to the new operator as to the status of our relationship with the current owner. Chubb noted changes made to the draft includes the change of the equipment on the tower, the lease entitles us to a certain percentage of that revenue and at this time we do not know that full amount. Under section 2d, 'All payments due under the sublease are current', this

is not true. Chubb walked through all revisions he made to the document so the Members can approve it with the updates.

Changes noted, the location for the companies was completed, Goodrich Tower LLC, is a *Michigan* limited liability company, and EIP Holdings II is a *Delaware* limited liability company.

Section D.2(d) I struck out, 'and all payments due under the sublease are current'.

Section D.2(g). Insert relevant portion, will read "No defaults exist under the Sublease on part of the Subtenant, '*except certain monies owed to the Sublandlord by the Subtenant*', and to Sublandlords knowledge, no event or condition ~~has occurred or~~ exists which, with notice or the passage of time or both, would constitute a default by Subtenant under the Sublease".

I Struck out 'has occurred or', since we have previously provided notice of breach of contract, at least two times. This was at least one time for non-payment, and another related to the lights being out.

Final change, I added the date within the Termination of Consent, which reads 'If the sale of the Facilities is not completed by *June 30, 2023*, then this consent terminates.'

Action Taken: Motion by Thorsby, support by Bennet to approve the Estoppel Certificate with the referenced amendments.

Emmendorfer asked, based on Kautman-Jones question earlier, is there any way to tie in the outstanding personal property tax owed to Atlas Township?

Chubb replied, since it is a personal property tax, we may have no absolute legal right. However, the new owner will most likely not want to own this property with debt hanging out there and possibly encumbering the tower or the property. We are working with them cooperatively to ensure that when the closing happens on the tower, any outstanding amounts owed, both to 911 and the Township, will be withheld from the amount transferred to the current owner/seller.

Roll Call Vote:

Kautman-Jones	Aye
Spillane	Aye
Slezak	Aye
Loraine	Aye
Miller	Aye
Thorsby	Aye
Price	Aye
Fortino	Aye
Bennett	Aye
Emmendorfer	Aye
Ketzler	Aye
Madore	Out of the room

Fenner	Aye
Vance	Aye
Schroeder	Aye
Edwards	Aye
Karlichek	Aye
Jean-Buhrer	Aye
Glass	Aye
Corlew	Aye
Wilkerson	Aye
Ray	Aye

21 Ayes, Motion Passed

C. Personal Service Contract Renewal:

Chairman

1. Director Jones

Emmendorfer

2. Deputy Director Plumb

Emmendorfer presented the Personal Service Contract Renewals for Director Jones and Deputy Director Plumb. Emmendorfer had spoken with Jones to discuss, and he was in agreement with the extension. The committee had met and offered a one-year renewal as indicated in the original signed contract.

Action Taken: Motion by Schroeder, support by Karlichek to accept the resolution to extend Director Jones Personal Service Contract for one year.

Miller asked to clarify that there were no other changes to the contracts, it is just extending it by one year.

Emmendorfer confirmed there were no other changes made, it is only a one-year extension.

Roll Call Vote:

Kautman-Jones	Aye
Spillane	Aye
Slezak	Aye
Loraine	Aye
Miller	Aye
Thorsby	Aye
Price	Aye
Fortino	Aye
Bennett	Aye
Emmendorfer	Aye
Ketzler	Aye
Madore	Out of room
Fenner	Aye
Vance	Aye

Schroeder	Aye
Edwards	Aye
Karlichek	Aye
Jean-Buhrer	Aye
Glass	Aye
Corlew	Aye
Wilkerson	Aye
Ray	Aye

All Ayes, Motion Passed

Deputy Director Plumbs Personal Contract extension for one year.

Action Taken: Motion Schroeder, support by Fortino to accept the resolution to extend Deputy Director Plumbs Personal Service Contract for one year.

Roll Call Vote:

Kautman-Jones	Aye
Spillane	Aye
Slezak	Aye
Lorraine	Aye
Miller	Aye
Thorsby	Aye
Price	Aye
Fortino	Aye
Bennett	Aye
Emmendorfer	Aye
Ketzler	Aye
Madore	Out of room
Fenner	Aye
Vance	Aye
Schroeder	Aye
Edwards	Aye
Karlichek	Aye
Jean-Buhrer	Aye
Glass	Aye
Corlew	Aye
Wilkerson	Aye
Ray	Aye

21 Ayes, Motion Passed

D. 2023 Board Meeting Schedule

Jones

Emmendorfer presented the 2023 Board meeting schedule and noted the location is being moved back to the County Admin Building in the Harris Auditorium to make it a more central location.

Action Taken: Motion by Schroeder support by Karlichek to approve the 2023 Board meeting schedule.

Edwards noted a correction of the July 11 date, shows 2022 instead of 2023. Moore noted the correction.

All Ayes, Motion Passed.

Thorsby asked if there was any way of knowing what the long-term plan is for the tower by the new company, specifically regarding our long-term plan for the equipment and long-term operations.

Emmendorfer noted that based on the representative they met with they intend to have a long-term relationship with this tower, considering their investment of \$640,000 for this tower. They own many other towers like this all over the country, so as long as the maintenance is kept up on this going forward, I don't anticipate having to make a change anytime soon.

Kautman-Jones stated that there are code violation issues, involving the fence at the footprint of the tower, work being done without Township permits. Another issue is people being disclosed as operating on the tower, but we since learned they are not actually on the tower after contacting them to file certificates with the Township.

Emmendorfer asked Kautman-Jones if the work being done without permits, was all done by the Goodrich LLC owner Jason Miller?

Kautman-Jones confirmed yes, it was the owner.

Results from voting brought back to the Members, added details to section under 8.A. Executive Board Elections.

E. MDC Purchase/Replacement

Jones

Jones stated over the past month and a half we have had requests for new MDCs because Agencies are adding additional cars to their current fleet. This has nothing to do with transferring from an old car to new car, it is specifically adding a new truck or additional cars. The fact is, we have budgeted for 355 new MDC's, just over \$900,000 that we spent, and we are getting ready to deploy those. I reviewed past meeting minutes on the discussions from September and October 2019 and again in March 2021 when the Board clarified that if anyone was adding anything additional you would be required to pay 100% of the purchase cost.

Jones noted, we simply can't keep buying more MDC's, as they are not in our budget. If you are looking to add a new car and want a new MDC, you will need to purchase the MDC at your expense. The docking station is already up to you to purchase independently.

Member asked what the lead time is, and who is the supplier they can use. Jones suggested if you have an order to place, put it on letter head, we'll place the order to purchase the MDC at our cost in order pass that cost on to you. We will need you to put this into a letter of agreement that you'll reimburse the Consortium in full. This will allow us to try to get you the same pricing that Dell has given us on the most recent purchase of laptops.

Results from tie breaking vote brought back. See above Section 8.A. Executive Board Elections.

9. OTHER BUSINESS

None

10. ATTORNEY REPORT

Nothing to add.

Attorney Chubb

11. PUBLIC COMMENTS

Karlichek stated the City of Flushing has joined efforts with several other agencies to build a coalition focused on addressing the serious concern relative to the vape issues we are having in our local communities. Anyone interested in more information or joining with the coalition please reach out to him.

12. ADJOURNMENT

Action Taken: Motion by Thorsby, support by Corlew to adjourn the meeting.

All Ayes, Motion Passed.

Meeting Adjourned by Chairman Emmendorfer at 3:26 pm

**Next Meeting:
General Membership Board Meeting
March 14, 2023 @ 2:00 pm
Location: Harris Auditorium, Genesee County Admin Building**