



**Kalamazoo County Land Bank Fast Track Authority
Board of Directors Special Meeting Minutes—March 8, 2023**

Members Present: Thomas Whitener, Qianna Decker, Carl Roberts, Rebekah Kik, Shawntel Lindsey

Members Absent: Elizabeth Schlott and Pat Clark

County Liaison Present: Tami Rey

Staff Present: Sidney Ellis

Community Members Present: Kevin Caitlin (County Administrator), Mary Balkema (County Housing Director), Zachary Bauer (Local Initiatives Support Corp), Brian Krol and Kate Jefferson (Seber Trans), John Taylor (Chair of County Commission), Rachel Foster and Kurt Brauer (Warner Norcross Judd).

The March 8, 2023 Special Meeting of the Kalamazoo County Land Bank Authority Board of Directors was called to order by Chair Thomas Whitener at 4:03pm.

Approval of February Minutes:

Director Kik asked that the February minutes be amended to include a correction to the Executive Director's report that the donated funds to purchase 57 properties were from the Stryker-Johnson Foundation not Greenleaf Trust.

Director Kik also asked that an addition to the statement "**Discussion ensued** regarding requesting further grant funding. Kik and Whitener suggested this being a discussion item at the upcoming executive committee meeting." Be amended to include discussing our policies and procedures for applying for and accepting grants be reviewed and possibly updated.

Motion to approve the minutes as amended by Decker; Roberts seconded
All in favor and the minutes were approved.

Additions: N/A

Roberts made the motion Kik seconded
All in favor and the agenda was approved

Citizen's Time: Mary Balkema, discussed a grant agreement that the County has with KCLBA for \$150,000 and stated that the funds should be drawn down before the performance period of the grant which is March 23, 2023. If KCLBA is unable to draw down on the funds, we should be prepared to request an extension.

Commission Liaison Comments: Tami Rey

Chair's Remarks: Thomas Whitener, remarked that he is excited about the Tustin Project and to work with the board to move toward a conclusion that will benefit the community. We have a lot more projects going on at the Land Bank because there is a lot more opportunity and we are more ambitious. Thank you to everyone here that has been working on these projects and everyone here that has been working to bring these opportunities forward. To fund, to set up, and to take advantage of the opportunities that we have.

Executive Director Report: Mr. Ellis did not prepare a report for the special meeting.

Regular Agenda:

Updated Binder Information Requested: Updated Binders for all Directors with the following included: Requested information in the agenda was provided in binders. We have updated binders for each Director, with updated conflict of interest forms, Whitener described the contents of the binders and how they would be updated in the future.

Director Decker commented: Correction to members terms, Qianna Decker should say "term expires"; corrected from expired. She appreciated having the most current information in front of us to be sure if we desired changes we could reference it easily.

Whitener remarked that: Staff will make updates to the binders as items are approved by the board and email after the board approves. It will be up to each Director to print and include in their binder.

Tustin Properties Information: Requested information in the agenda was provided in the board packet. Director Kik stated that she was one of the board members to request the Special Meeting. The opportunity is exciting, the reason the documents were requested was for the board to have a shared understanding of how we got here. From the October presentation to the purchase of the properties in February the board needs to know how that happened. To be able to use the meeting to discuss how to move forward and how to be sure that we don't repeat the communication gap between the board and leadership in the future. That we stay in critical lock step in the future.

ED Ellis: Responding to the agenda items requested, ED Ellis made remarks on each item: Communication letters that were drafted for the tenants are included in your packet, the draft MOU has not yet been developed and the MOU for clarification was not for the Tustin's but for LISC and other partners. The grant agreement for Tustin property purchase, there was no grant agreement for the purchase, we received funding as a donation, we worked with funders to have that donation and did not formally apply for a grant. Purchase Agreement is included in the packet along with billing documents.

Chair Whitener introduced the other team members to have a moderated conversation about the shared understanding of the work to be sure we have the transparency and intention that we desire. He introduced some people that were a part of the project including Executive Director Zach Bauer from the Local Initiatives Support Corporation and the legal team from Warner, Norcross and Judd of law partner Rachel Foster and her colleague Kurt Brauer.

Ms. Foster introduced herself and Mr. Brauer. She described her work which included reviewing policies and procedures for the KCLBA. She reiterated her perspective on the transaction that the KCLBA was aligned with the mission of revitalizing neighborhoods. She was asked to attend a meeting in November 2022 with many partners. She understood that the project was in process for about 20 months. That the partners were working to pull something together by mid-December 2022. Ms. Foster indicated a sense of urgency by the Tustin's to wrap up the purchase, but that funding was not yet in hand.

The partners discussed that the obstacles that were in their way might mean that the project was not moving forward at that time. Other partners were continuing to work on the funding. By mid-December it was clear that funding was

coming together. The first agreements however were put together by the Tustin's and needed significant work to finalize. Once that got started with legal counsel on both sides, the negotiations started. Mr. Brauer was involved heavily in the project at that time. The final purchase agreement was signed on January 9, 2023. At that point in time, the price, closing dates, were all finalized. The legal team only worked on due diligence like inspections, environmental, pest inspections, were taken care of. Ms. Balkema had Devon Title come to assist the title work across the line. January was the time that all the leases were reviewed. A team of people 5 in the legal team to be sure everything was reviewed. During this process, it was discovered that some of the tenants had housing vouchers that would need to be transferred over to the Land Bank to continue paying rent seamlessly. During this process it became clear that a management company would need to be hired. Intrepid Property Management was consulted to assist. The target closing date was always January 31, 2023.

The date was pushed on to extend, but the Tustin's were adamant that they would not extend, or they would penalize with a "bump up" in purchase price of - \$500,000. They wanted to be sure we met the deadline so that we weren't penalized. At that time, the legal team asked about board approval and what the board knew. Ms. Foster stated that she was not at the meeting, she reviewed the meeting minutes and heard that there was a very robust presentation by LISC. That there was a motion made to move forward, although the language made was "inartful" in referring to an MOU (Memorandum of Understanding) she took away that there was a collective board intent to move forward. If the language had said Purchase Agreement, instead of MOU, there would be no question. There was a blending of terminology that made it confusing. She wanted to make it crystal clear that there was no malicious intent of anyone not wanting to involve the board. That she felt that everyone was doing what the board wanted them to do. The language in the resolution regarding an MOU, was not the correct language, and if she had been at the board meeting, she would have asked for a clarification to the language. But she felt that this was not, just do this and ask for the board approval later. Ms. Foster then described her role as the board's attorney. That she is the board's attorney, not Sid's attorney, not the Chair's attorney, but the board's attorney. She offered to attend the board meetings, to take responsibility for drafting the board resolutions. She described how we need to be sure we create resolutions that identify multiple signatories for various reasons. She offered to review board packets and to be whatever kind of partner we needed her to be to be sure there isn't miscommunication in the future. She discussed her involvement with the board since 2017 and other land banks in Michigan.

Mr. Brauer added that he appreciated the efforts of Zac and Mary to work on the project. He talked about the initial roots of the land bank authority and how the alignment of the project was hitting all the high points of what the land bank was designed to do. He complemented the work of Fishbeck/Envirologic assisting the team with getting a report completed for the KCLBA. He then opened the floor for questions and to fill in gaps in the timeline.

John Taylor, Chair of Kalamazoo County Board of Commissioners introduced himself. He asked if Devon Title asked for the motion for the closing [of the property transaction]?

Ms. Foster answered, no. If the transaction is a cash transaction, they do not ask for a motion for approval.

Mr. Taylor said that communication needs to be better. \$25 million coming in as a community revitalization project and that most people don't know what's going on. It's our job as Commissioners to inform them. A \$6.7 million property transaction I highly doubt that someone was waiting to pay that price if we were to wait a little longer. That's over \$120,000 per property and most are on the blighted list. Has there been any independent assessments or SEV [state equalized value] or understanding what the value of the properties are?

Ms. Foster stated that there hasn't been any appraisals of the properties and they consulted with the assessor what the value of the property. That there are a handful on the blighted list, but to say a majority would be fair. As part of the due diligence, they met with the City of Kalamazoo to get a good handle on the rental registration process. They have an

understanding of when to get the properties registered. They also wanted to know with the blighted properties resolved and to address the properties that were occupied.

Mr. Taylor said it is a tremendous opportunity for the Edison Neighborhood. This should have been shouted from the rooftops. There should have been a communications strategy for this. In the future there needs to be more communication to the County Administrator. If he were more aware, he could communicate with the County Board. Chair Whitener then asked Zac Bauer and Mary Balkema to cover the valuation and negotiation of the purchase price.

Mr. Bauer discussed the process for negotiations. He did state that the board should have been involved. He did not have a communications strategy because of the nature of the transaction. He stated that their role was not to get into the partner organization operations but rather to allow the executive director to make those decisions. The project involves many partners that involve training programs for contractors and developers. Each home can be the opportunity to give these contractors their very first project. The work was grounded in providing projects and initial financing. The realization that the KCBLA is in transition, so is LISC, and the organization is an important partner in projects and putting properties back on the tax rolls. The intent was also to provide stabilization to KCLBA through rent rolls.

Commissioner Rey asked if the spreadsheet from Mary Balkema could be emailed and shared with the board. Ms. Balkema then described where the properties were located. She discussed that the strategy was to purchase landlord owned portfolio and turn it into homeownership. This is a common community development strategy and Kalamazoo Neighborhood Housing Services (KNHS) was also working on this in the Northside Neighborhood. The rental amount, year built, SEV, per square footage price [new construction \$200/square foot], average existing home \$90 per square foot, the reasonable proposal was delivered. The Tustin's worked with Ms. Balkema to start discussing how the project might come together. Mr. Bauer added that it was never the plan to have any existing KCLBA funds in the project purchase. No funds moving forward as well.

Ms. Kik thanked the speakers for providing the background. It has helped knit together many of the pieces. She expressed that what she wished she could have weighed in on and said is the boards due diligence to ask questions such as, when we could have been given information. We were not given any information in December. We were given information from Ms. Foster that negotiations and funding was secured. Why weren't we given an update at the December meeting? Why didn't we have a Real Estate Committee update? Mr. Whitener said we didn't have funding until after the board meeting. Mr. Ellis reiterated that we didn't have the funding until after the board meeting. That the inspections didn't take place until after the purchase agreement was signed on January 9, 2023.

Ms. Lindsay talked about why she joined the KCLBA, she wanted to join the board. It was brought up that KNHS purchased the houses on the Northside. She personally handled the outreach to those residents who had their rental homes purchased. Answering the questions, "what would happen to them?" They were told they would not be put into a homeless situation. Which is the norm now, DHHS has funding for individuals who have to move because someone has purchased their home. In putting in my application, she said she wanted to communicate to people what the KCLBA does, who they are, and is learning more and more about land bank. And it's growing is a good way, but sitting on the board now with this situation, I feel more set back than I was before. There are a lot of great things going on, this is a good opportunity and want to be a part of that progress. But being on the board and my purpose is to be a part of a process. It is like we as board members were an afterthought. If we are meant to be leaders in this community, we have to have the tools to lead. And we weren't a part of that leadership. We were told what happened. The purpose of being a part of the board is not to be the boss, but to be a part of what works. And we have to have information to do that.

Ms. Decker thanked Ms. Foster and Mr. Bowers. She agreed that the communication is not there. She asked if that was in part to the lack of staffing that we have? She stated that she didn't feel it was malicious, but she didn't really know what was happening. A concern for her was that the board didn't know what was going on. That we should have

approved the purchase that it should have come to us. That the board did not see the contract for Intrepid, which we now have a yearlong contract with.

Ms. Decker made the motion to accept that at the February meeting because we had to have someone in place. We all as a board, not speaking for everyone, but I take blame for and take responsibility for not paying attention to what has happened. Communication is critical. I thought we were not at the finish line; little did we know we had crossed the finish line. The motion was misconstrued, and these are documents that others will see. We need to protect the authority itself as we move forward.

Mr. Whitener stated that he agreed with the statements Director Decker and Director Lindsay made. That these were good perspectives and apologized that we weren't more communicative. They will be taking steps to increase the communication going forward. He called these growing pains transitioning the KCLBA from what it was to take on bigger more aggressive projects. Transparency and communication has to happen.

Commissioner Rey stated she still has questions. That the documents were provided because someone asked for them. There isn't an overcommunication, where are the leases? Where are the rental rates? Where are the inspection points? There are still things missing in this room and we aren't still in the place of here is everything. She didn't feel that this was being treated as if there was a mistake or if this is just we are going through the motions because it was requested. This just doesn't feel genuine or that you want to involve the board.

Director Kik stated that her biggest question would have been the financial analysis. That we now have properties in our portfolio that we are responsible for. With the MOU in draft we don't have \$25 million in the bank. Do we have the budget to withstand 6 months? How long with the MOU take to get the partnership together? What grant funds are being applied for? How much rent are we getting? What is the entire breakdown of the rental rolls? How much is going out because of the blighted homes? There's a huge checklist of information to be fiscally responsible members of the board. The board is to be the gatekeeper of properties, assets, and we are not getting to do our job.

Ms. Balkema asked if the properties committee was still in place. She stated that there is a capacity issue at KCLBA. That the county has allocated funds to the KCLBA for hiring staff and we will keep having this conversation if that isn't solved.

Ms. Foster remarked on a few of the questions posed within the conversation. The idea that when housing gets sold that people are displaced. That the intent of the project was to allow the tenants to purchase the home they are currently living in. That it is important that there be a standing agenda item for the Tustin project. There needs to be regular dialogue on the project. Ms. Foster said she would prepare a report for the board on monthly attorney activities so that there is no miscommunication on anything that the Executive Director requests. She also said that she would sign or stamp all contracts and documents that she has reviewed so that the board knows that it has been reviewed.

Mr. Bauer remarking on the financial viability of the project stated that he received information from the KCLBA staff that he received information that the project was financially viable. If there was something missing, he was not aware of it.

Director Kik stated that it would have been beneficial to have the MOU in place prior to the purchase of the properties so that it was better understood the project. Ms. Foster stated that these properties become homeownership. But that can take many years, who is doing lease purchase? Which financial literacy programs are we using? All of these things would assist with critical benchmarks to know how we are financially taking care of the people in those homes. It weighs heavily that we are responsible for 22 families without a full financial picture. We have a future state that sounds amazing, but we have not given Seber Tans our deposits so that we understand how all of these strategies are moving forward. She wanted to see the whole picture of the strategy and what the plan is.

ED Ellis said that he is starting to work with Seber Tans to get that strategy together. That there will be more communication in the future. He doesn't not take this lightly and there will be more opportunities to ask those questions. In terms of the inspections and other things to include in your packet, it would help him to know what the board needs to move forward. He wants to know how much information the board wants. What information does the board need or want to understand these projects?

Director Lindsay asked do we have a strategic plan for the people, to bring them some renter to home buyer information? Do we have a partnership?

Chair Whitener said there are several partners they are having that conversation with Mr. Bauer at LISC and the County Housing Director [Ms. Balkema] all of the partners at the initial meeting that Ms. Foster identified. We have partners and are building those partnerships. Currently, the focus is the maintenance and repair of those properties using the resources that are coming in once we have the financial plan that ED Ellis has been talking about.

Commissioner Rey asked how was this communicated to the residents? She referenced the letter that was in the packet addressed to the tenants talking about their landlord changing. So do they know what is happening? Or do they know they have a new landlord and who to contact?

ED Ellis said another letter has gone out to the tenants from Intrepid letting them know to contact them. We did not want to give any more information to the tenants until we knew who the partners were and when we are ready, we will let the tenants know that and the strategy is in place.

Mr. Bauer remarked on the strategic partnerships and said they've been talking with KNHS, as they are the best, and they need to have a conversation about capacity and Ms. McCann and Mr. Bauer have been discussing what their staffing and resource needs are to include this into their work. He also said that there are conversations that need to occur with all the people to be sure that we have a series of get to know you events in the Edison Neighborhood.

Director Decker made a motion to have the Tustin Properties Project as an item on the regular agenda going forward. Second by Director Kik.

Discussion on the motion. Because ED Ellis asked for specific direction on what kind of information to include, Director Kik asked for regular financial reports on the project. These are important documents to have to give the board members and understanding of the financial. A status on each of the homes, starting with the most blighted homes. A regular picture of the properties and their status.

Passed unanimously. Motion carried.

Director Decker made a motion to give authorization to the attorney WNJ to re-evaluate all the policies and procedures for the board and to advise the board what policies and procedures are missing or need to be updated. Second by Director Roberts.

Discussion on the motion. Director Kik asked that WNJ train the board on by laws, policies, and procedures. Would ask that she prepare a training to assist us with decisions. We have several new board members. Chair Whitener also remarked that would be a valuable training that he has not received. Discussion regarding attorney fees were discussed. Brian Krol from Seber Tans also discussed the financial analysis that he has completed so far available. Papers were passed out to the board members with some of the information that board members were asking for during the meeting. [attached to minutes] Director Decker asked Ms. Foster to make sure we have a policy on grant making and acceptance.

Passed unanimously. Motion carried.

Director Decker made a motion to have all contracts that have been signed in the last 6 month to be reviewed by WNJ to be sure they are in compliance with board policies.

Seconded by Kik.

Discussion on the motion. Director Kik remarked that the contracts for the Eastside Square project is one that she wants specific information on. Chair Whitener said that he had similar concerns about the project and that they are reviewing those contracts on the project proactively and considering a pause. Ms. Balkema remarked that \$850,000 in ARPA was granted to the project and it would need to be encumbered by 2024 and spent by 2026. If it cannot be, it should be given back to the County to reallocate elsewhere. Director Kik asked about accepting that as a board. Chair Whitener said he thought they did. Director Kik reviewed minutes back to 2020 and could not find the allocation for any of the funds to that project. Chair Whitener said that project RFP was run under ED Clark. Director Kik said that she could not recall anything coming to the board for approval to accept the funds into the budget, we just passed the 2023 budget that and we just received a budget sheet that doesn't have these.

Passed unanimously. Motion carried.

Director Decker made a motion to give direction to the ED to begin the hiring process and produce job descriptions for the KCLBA, Communications, Project Manager, and Administrative Assistant [all positions within budget] within 30 days to produce job descriptions for board to review and to begin the hiring process.

Discussion from Ms. Balkema about funding that needed to be drawn down in order to hire staff. Discussion ensued before the motion was complete. The board returned to point of order the following discussion ensued. ED Ellis remarked that as director of day to day operations he would like to determine how those positions would be set up. He wasn't sure if he would hire all 4 positions. He does have a description for a property and project coordinator, the other positions he'd like to consider part-time positions. He doesn't believe the timeline gives him enough time. The positions should be determined by the executive director. He would not be able to get started on the process right away as he is going on vacation. Director Decker responded to ED Ellis remark about being on vacation. She asked who would be in the office, ED Ellis stated that the office would be closed while he was away. Director Kik asked for more understanding on the roles of the staff and how they will be working on current projects. There is a lot of work to get to the projects that we have at KCLBA under control. Concerns about the number of properties under the purview of the KCLBA, staff need to be hired. ED Ellis said he wants to hire staff, just needs more time to consider all the other staff positions. The project coordinator position he agreed having that in the next 2 months was important. Director Roberts suggested that the board step up and can assist in filling in with hiring process. Commissioner Rey suggested that the motion be amended to include the board approval for posting.

Passed unanimously. Motion carried.

Ms. Foster presented a resolution to move forward on the Tustin Project. She presented the background why the resolution was necessary based on the conversation earlier in the meeting. Copies were made and handed out. A five minute recess was called.

Chair Whitener read the resolution into the record. [included in minutes as an attachment] The request from Ms. Foster was to approve the resolution. Chair Whitener asked for a motion. Director Decker said she would like to table the resolution until the meeting on March 16. She felt that there was not enough information about the Tustin properties to make a motion. Director Kik commented that the difficulty was the transaction and MOU being put together into one resolution was necessary. We just started to talk about the MOU today and there is more background needed to understand the partnership.

Chair Whitener continued to discuss the need to wrap up the transaction and the need for the resolution to move forward with the MOU. Commissioner Rey talked about line three and seven not fully representing what happened in the past meetings. Ms. Foster described the difference between what was intended versus what was motioned. Director Lindsay remarked that we are at this special meeting today because of the miscommunication. Ms. Foster described how we could use the resolution to move forward. Commissioner Rey asked why pass this resolution if there isn't anything that can be changed? Mr. Brauer remarked that this would ratify the work that was complete and in the future if anyone looked at the documents they would have a clear record of the final transaction. Chair Whitener asked for a motion to table, approve, or remove it. Mr. Bauer stated that from his presentation he would during the presentation [in October] there would be things to be figured out. He said that they would work closely to deliver what they presented. He asked that we come to a resolution on the MOU as it is becoming a reputational issue for LISC. Chair Whitener asked again that we put the resolution on the March 16 agenda to give the board time.

Director Roberts made the motion to put the resolution on the March 16, 2023 Special Meeting Agenda.
Seconded by Director Lindsay.

Passed unanimously. Motion carried.

Eastside Square Project Presentation: ED Ellis asked for clarification on what was being requested. Director Kik explained that there needed to be more explanation on the project phases and an understanding of the funding the KCLBA has, the funds that need to be raised. A recent conversation at the real estate committee, the desire to take a construction loan out to assist a project that is already under construction. We are now doing analysis on the real estate sales. The cart is way before the horse on this project as well. We don't have the funds in our account to fully execute what we need.

ED Ellis responded that with analysis with architects and construction company, they decided that Phase 3 was the best project to go first. The other buildings were tied together and need to go together. He knew that there was a gap for \$1 Million and went to LISC to assist with the gap. He worked with Mr. Krol [Seber Tans] on a proforma to understand how much they needed. He received a Letter of Intent from LISC to start working on a loan. After analyzing the sales of the condos we saw that we needed more funding. There are two other grants that he is currently working on. He is comfortable right now, but if we need to pause the project that can be part of the discussion.

Director Kik discussed the terms of the LISC loan, there are stipulations on the sales of the condos to meet specific area median incomes in the area. She recalled a discussion from the real estate committee where Rob Peterson of Dover Birch gave the committee comparable sales in the area that are well below the projected sales needed in order to cover the loan that is being discussed with LISC. Director Kik asked if it was possible to convert the units to rental? ED Ellis and Chair Whitener both expressed that rental was not part of the past fundraising, but shared concerns. The project was not billed as rental. Ms. Foster has not been involved in the project much, she is concerned how we create long term affordability in the project. Her thought was that we may want to record a regulatory agreement with LISC to monitor and be sure that they are sold at this affordability in perpetuity. Possibly using a Habitat for Humanity model that the sales come back to the Land Bank.

Mr. Bauer clarified that the loan is still in underwriting and what possible long-term conversion could be had. He stated that the loan could be flexible and that as a partner he would work in whatever way we need. Director Decker complimented LISC and that we have a great relationship that we want to preserve. She remarked that the board did not have the information that was being discussed. That communication needed to be improved. We need to see the financials and documentation on the project. Mr. Krol passed out paperwork on the Eastside Square project "Building C". Mr. Krol discussed the financial information on the project presented. The total development costs currently were \$3.3 Million. He cautioned that if we do not fundraise the additional needed gap, we could severely impact the operating capital of the KCLBA.

Administrator Caitlin wanted to be sure that the KCLBA understood that the County ARPA funding is on a reimbursement basis. Chair Whitener mentioned that our contract was in County legal review and should be finalized soon. Mr. Bauer discussed how LISC can assist with their funds to front resources. Director Decker asked for comparable real estate sales also sent by Twala Lockett Jones. ED Ellis mentioned that he has received 3 different realtor comps, 3 different methods. Director Kik appreciated the comps but asked about the terms for area median income targets that we are trying to hit. If we want to sell a unit for affordability and not for market rate. She encouraged the board to look at the incomes from MSHDA and analysis of the census that shows the difference between city and county income ranges, needing a greater understanding of the affordability. Ms. Foster also shared the same concern about the commercial space rental rate. She wondered what we could reasonably charge. Could selling the commercial space be another sale to assist with paying off the construction loan. Director Decker asked that all the comps were shared with the board. Chair Whitener asked that the real estate committee digest the information and dive into what needs to happen to move the project forward.

ED Ellis asked if the real estate committee to be moved. Chair Whitener entertained a sooner rather than later approach. ED Ellis suggested Monday, March 13 to move the meeting. Director Kik said she would provide the MSHDA income information for the committee's discussion. She also said that exploring multiple options for the commercial space were needed. Mr. Krol agreed and indicated that he would work up a budget for the commercial space and the condo units. Director Kik said we have financials that show how to get the project done, but not to meet our goals.

Director Decker made a motion to place Executive Director Ellis on a performance improvement plan for 60 to 90 days to follow through with the board direction.

Seconded by Director Kik

Discussion included Chair Whitener did not support the motion. He indicated that he felt that the direction we have given in previous motions were enough to impact the performance sufficiently. He indicated that we are in growing pains of the organization. Director Decker said she agrees that the motions are sufficient, but we've asked for items before and things aren't always followed through. We want to be sure we are holding individuals accountable and not put the KCLBA at risk. If there is another way to go about it, then we should discuss it. Director Roberts supported Chair Whitener. Director Kik reiterated the opening of the meeting that we needed a shared understanding of how we got here, how we move forward, and how we don't repeat this must be followed through and the motions will help ED Ellis we expect this to be followed through and have the board create a successful place for the KCLBA ED. Director Lindsay remarked that this was important for accountability especially now. It is not about ED Ellis as a person, it is about accountability for all of us. The board will also have responsibility to put things into place. Director Roberts agreed with Director Lindsay especially to have the board assist and to change our meetings from every other month to monthly. The board can assist with business happening. He doesn't want to support the motion and there are other ways to have things happen and that the board needs to take more responsibility.

3 Ayes

2 Nays

Motion carries.

Chair Whitener asked attorney Ms. Foster to please look up the policy to guide the performance improvement plan. She also remarked that she wanted clarity on the 60 or 90 days for the plan. Director Decker asked that she bring the policy and clarity on 60 or 90 days to the March 16 meeting.

Real Estate Update: ED Ellis and Director Kik are working on getting a meeting with the architect and contractor on 20 Mills. We've received a draft plan and will be reviewing it with them and making changes.

DEI Committee Update: (Diversity Equity and Inclusion)

N/A

Affirmative Marketing Campaign Update (Qianna Decker): N/A

Financial Statement: N/A

Board Member Comments: Round robin updates with board members.

Move to adjourn:

The meeting was adjourned at 7:42 pm.