



**Kalamazoo County Land Bank Fast Track Authority
Special Board of Directors Meeting Minutes—March 16th, 2023
Riverview Launch**

Members Present: Thomas Whitener, Carl Roberts, Qianna Decker, Rebekah Kik, Elizabeth Schlott, Pat Clark (via Zoom), Shawntel Lindsey

Members Absent: N/A

County Liaison Present: County Commissioner Tami Ray, County Commission Chair John Taylor

Staff Present: Director Sidney Ellis

Community Members Present: Rachel Foster (Warner, Norcross, Judd)

The March 16th Special Meeting of the Kalamazoo County Land Bank Authority Board of Directors was called to order by Whitener at 8:33 am.

Approval of March 8th Special Meeting Minutes:

Whitener presented a motion to approve the March 8th 2023 special meeting minutes

Roberts made the motion.

Discussion ensued. Requested that the reference to the Tustin transaction be changed from homes to properties.

Decker seconded the motion.

All were in favor and the March 8th minutes were approved as amended.

Additions to the Agenda:

- Ellis requested to add a Kalamazoo Community Foundation grant approval for \$25,000 to \$40,000 to the agenda. This grant request would be for operational funds.
- Decker requested to add discussion of the proposed meet and greet event for residents of the new Tustin properties.
- Roberts suggested an agenda item to adjust the board meetings to every month.

Whitener suggested a motion to approve the agenda.

Decker made the motion to approve the agenda. Kik seconded. All were in favor and the motion carried.

Citizen's Time: N/A

Commission Liaison Comments: N/A

Chair's Remarks:

Whitener expressed thanks and acknowledgement for the hard work everyone has been putting forward during this busy time at the Kalamazoo County Land Bank.

Executive Director Report:

Eastside Square is moving forward. The real estate committee is reviewing financing options. Preliminary drawings have been made for the 20 Mills rebuild. Meeting has been set with architect to discuss options as put forward by real estate committee. Intrepid Management has started renting the homes. Rents have been received for Tustin properties; some in the mail and in the drop box which are then given to Intrepid. Ellis has begun assessing the condition of the Tustin homes. Access is being pursued in some cases. Intrepid has been asked to prioritize pest control issues. No property sales since the last meeting. No property maintenance updates currently. State Land Bank requested additional information to support the blight elimination grant application. They requested the City of Kalamazoo deed and complete draft of the MOU. Employee description for the Property and Project Coordinator position has been included in the board packet. It will be posted next week to seek an employee for that position.

Discussion ensued. Decker asked Rachel Foster if our contract with Intrepid needs to be bid out to be compliant since we did not put out an RFP. Foster responds that she's not sure if anything can be done at this point but she does believe there is a provision that we can terminate the contract. Foster will look into this and report back to the board. Decker asked again that Foster confirm that by our bylaws we don't need to go back into have a request for proposal bidding process for property maintenance. Foster says that a policy might require it and that she will check into it. Her concern is that our ability to put that out to bid for the work would depend on our ability to award that contract. Decker suggested that monthly updates from Intrepid would be requested. Foster suggested that this be a part of the monthly Tustin updates. Ellis says that this can be provided to all of the members and in the next board packet. Decker mentioned that we will need to be aware of when leases are coming up to make to keep properties occupied if tenants don't want to renew. Foster confirms that some of the leases are month to month and some are unoccupied that were discussed at the real estate committee meeting and may be ready to sell. Discussion ensued around the intentions and plans of the program. Foster suggested that there is groundwork being done to gauge tenant interest in purchasing the homes.

Chair Whitener confirms that some homes may currently be close to market ready to sell in the shorter term. There were tenants interested in purchase prior to the sale. Question raised by Commissioner John Taylor asked about press rollout of this program. Commissioner Taylor would like to see this program target low income population. Kik suggests that the MOU with LISC and other partners would be an important piece of communication to clearly message the program. Discussion ensued.

Director Decker made the motion to distribute the Request for Proposals for Realtors. Seconded by Director Kik.

Director Ellis asked whether this contract extended only to the Tustin properties or if it also covered other real estate activities of the Land Bank (such as the Eastside project condos) and suggested potentially a three year contract. Decker and Kik suggested and a year to year contract would probably better suit the Land Bank's needs. Discussion ensued. Whitener asked for clarification on whether this was for all Land Bank sales or just Tustin properties.

Whitner restated the motion as clarified, is to initiate the RFP process to hire a realtor for Land Bank property sales for the duration of one year.

Decker stated the importance of marketing this beyond our website. Foster suggest that GKAR (Greater Kalamazoo Association of Realtors) may be a good avenue for sharing the opportunity with local realtors.

All were in favor and the motion was carried.

Legal Counsel Report

Attorney Rachel Foster provided updates on the to do items from the previous meeting. Rachel Foster suggested that she spend some time at the next meeting discussing the governing documents and also discuss the open meetings act. Foster reviewed all contracts within the past six months and also attended a real estate meeting. There are Vibrant dollars available. \$1,350,000 grant being held for Eastside Square project. These funds need to be transferred to the Land Bank since the project is moving forward. Foster put together a resolution for consent. As a nonprofit corporation they can take action outside of a meeting if they give their consent in writing. So this is being pursued. At our last meeting Mary Balkema mentioned the grant was going to be expiring in Mid-March. She sent over an amendment extending this funding to December 2023. Foster has been working on the Tustin resolution has been revised and updated. Getting this resolution approved will be essential to moving forward with getting the MOU put together with LISC.

Decker asked Foster a question regarding policy review. Foster said there is no policy or procedure on performance. All HR policies are being reviewed and updated. Foster would like to present to the Executive Committee to get input.

Regular Agenda

Election of Officers

Whitener proposed that the Vice Chair and Treasurer positions were going to be voted on. Kik added that the Secretary position also needed to be voted on.

Whitener suggested that they begin with Vice Chair position, in which Carl Roberts has been serving. Whitener opened the floor for nominations for Vice Chair position. Kik nominated Qianna Decker for vice chair position. Seconded by Schlott. Hearing no other nominations, the vote was put out for Qianna Decker for vice chair. All were in favor and Decker was welcomed as the new Vice Chair. Decker expressed her thanks and appreciation to Roberts for his service.

Next was the Treasurer position which has been filled by Director Kik. Whitener opened the floor for Treasurer nominations. Decker nominated Kik to maintain the position. Roberts seconded the motion. All in favor and Kik was welcomed as the Treasurer.

Secretary is the final position to be appointed. Whitener opened the floor for nominations. Kik nominated Director Lindsey if she would accept. Lindsey agrees that she would accept. Seconded by Decker.

All were in favor of Director Lindsey being appointed as Secretary and she was welcomed to the position.

Committee Assignments:

Whitener gave update on current status of committees which include four standing committee. Diversity, Equity and Inclusion, Real Estate, Executive Committee, and the Affirmative Marketing Committee.

DEI- Roberts chair, Whitener, Anna Roeder, Sid Ellis, Adrian Vasquez and Shawntel Lindsey. Unsure if Vasquez intends to be on, waiting for confirmation. Whitener asked if anyone else was interested in joining the committee. Lindsey and Roberts intend to continue committee participation.

Schlott moved to continue membership of Carl Roberts, Thomas Whitener and Shawntel Lindsey on the DEI Committee. Seconded by Rebekah Kik. All were in favor and the DEI Committee stands.

Real Estate Committee: Currently serving on the real estate committee are Chair Thomas Whitener, Carl Roberts and Rebekah. Chair Whitener opened it up to see if anyone else is interested in joining the committee. Pat Clark expressed an interest in joining the committee. Discussion ensued around the necessity for Open Meetings Act compliance if there were more than three board members in attendance. Decker also expressed an interest in joining the committee. Roberts offered to step back from the Real Estate Committee. Commissioner Taylor suggests that all committees must comply with the open meetings act regardless of members present if there is advice or direction being given. Discussion ensued.

Schlott made a motion to have Thomas Whitener, Carl Roberts, Rebekah Kik, Pat Clark and Qianna Decker sit on the real estate committee moving forward. Seconded by Kik. Discussion ensued confirming that these meetings will need to follow the Open Meetings Act. All were in favor and the Real Estate Committee was confirmed. Ellis brought up the next upcoming meeting at 1:30 on Tuesday, March 21st. Discussion ensued.

Affirmative Marketing Committee: Decker was former chair of the Affirmative Marketing committee. Discussion ensued. Decker expressed her interest in stepping down. Decker made a motion to nominate Director Lindsey to the affirmative marketing committee. Seconded by Director Schlott.

Kik brought up Pat Clark as a possible committee member. Roberts also expressed interest. Discussion ensued. Clark asked for an explanation of what the committee is, and Decker provided an overview of the activities of the Affirmative Marketing Committee. Clark expressed her interest in joining.

Decker amended her motion to appoint Director Lindsey, Director Roberts and Director Clark to the Affirmative Marketing Committee. Seconded by Schlott.

Discussion ensued regarding this being an open meeting as well. Attorney Rachel Foster provided background on meetings Open Meetings Act.

All were in favor and the motion was carried.

Roberts made a motion that reporting will be moved to committees with something such as Gantt Charts for tracking progress on proposed and ongoing projects. This would give updates for committee and board members at a glance on major projects. Discussion ensued about exploring software for this. Kik brings up that Office 365 has a Gantt template. This is something that could begin being used in the short term. Seconded by Kik.

Decker suggested that this be a starting point for creating Standard Operating Procedures. Kik brought up that it would be helpful for everyone to have access to the same central document. Director Kik suggested that Anna set up the templates and send a link.

All were in favor and the motion carried.

Conflict of Interest Forms

Chair Whitener requested that all board members fill out updated conflict of interest forms, which are required annually. Attorney Foster mentioned that though they are required annually, board members are expected to report changes at any point in the year if they arise. Clark requested a digital copy.

MOU with City of Kalamazoo for Demolition Funds

Ellis provided background on the MOU which has been reviewed by legal counsel. The City is planning to vote on this agreement at an upcoming City Council meeting. Attorney Foster provided further background on the agreement. Ellis confirmed that a grant application has been submitted with the State for up to \$200,000; it has not been approved yet. Whitener provided more background about that grant and explained that this money was intended to be distributed to all Land Banks in the state. The Land Bank would not be responsible for the demolition if the grant doesn't come through for some reason. Whitener suggested a change in the agreement. Attorney Foster suggested that the motion would be to be given permission to sign the MOU with the City of Kalamazoo once the grant was awarded.

Schlott made a motion for Thomas or Sid to sign the MOU conditional on grant receipt from the State prior to execution and acceptance of the City on the MOU. Seconded by Roberts.

All were in favor and the motion carried.

Decker abstained.

Director Schlott left the meeting at 10:05.

WSP Access Agreement for River Remediation

Whitener provided updates on this agreement which now includes in the restoration them adding a boat launch. Ellis shared that they would like to use a portion of the property and will restore it completely. The Nature Center will be hired by WSP to do the restoration.

Decker brought up if there would be any compensation for using the property. Ellis confirmed that compensation has not been discussed. Foster suggested that it be reviewed by Attorney Kurt Brauer. Kik expressed agreement that it is critical that this agreement is reviewed by legal counsel prior to signature. Decker brought up the importance of communicating about this with residents. Director Ellis can forward the agreement to Attorney Rachel Foster for review. Ellis confirms that language is not yet included in the agreement for them including the new boat launch as a part of the restoration. Foster suggested that the motion be for the board to approve Kurt Brauer work with WSP to get a revised access agreement in place that we are comfortable with and includes the boat launch component to be approved at a later date. Whitener suggests that the Real Estate Committee also be empowered to vote on the agreement at their meeting next week. Foster requested that this be on the next Real Estate Committee meeting agenda.

Director Decker made a motion to direct WNJ (Warner, Norcross & Judd) to work with WSP in creating an updated property access agreement that includes the boat launch aspect included and give the authority to the Real Estate Committee to approve the revised agreement and give Sid or Thomas authority to sign the fully approved property access agreement between the Kalamazoo County Land Bank and WSP. Seconded by Director Kik. Discussion ensued. Roberts asked about them containing it to the other side. Whitener confirmed that they didn't have enough space. All were in favor and the motion carried.

Tustin Properties Resolution

Attorney Rachel Foster provided background on the changes to the original resolution. She provided an overview of the motion from the October 2022 meeting in which the board voted to enable an MOU with the Tustin's. The partnership MOU would be brought back to the board for approval.

Kik expressed that for full transparency, she thought it should reflect things as they happened.

Schlott made a motion to approve the Tustin Properties Resolution. Roberts seconded. Discussion ensued. Decker wanted clarification that this would help to enable the partnership MOU with LISC.

All were in favor and the motion carried.

Grants for Submission and Acceptance Approval

Whitener suggested that this be a standing item on our agendas moving forward. Ellis provided updates on current grants. Consumers Energy Foundation Grant and City of Kalamazoo Gap Funding would be going towards closing the funding gap on Eastside Square. Also on the table is a Kalamazoo Community Foundation grant for \$25,000-\$40,000 for Operational funding. Decker requested clarification of what operational meant. Ellis responded that it would be for office maintenance and employees. The deadline is approaching and we need to apply for the grant. Discussion ensued regarding grant policies. Clarification is needed from financial management. Kik suggested that there be a policy in place that anything over \$100,000 require board approval. Discussion ensued.

Whitener suggested that the grants would need to be approved by the board when they were awarded.

Kik made a motion to have Director Ellis submit for the Consumers Energy grant for \$100,000 and the Kalamazoo Community Foundation grant for operations for \$25,000 to \$40,000 for the general fund. Seconded by Carl Roberts. All were in favor and the motion carried. The City of Kalamazoo Gap Funding will be tabled until a quorum is present.

Setting Meeting Schedule

Whitener gave background that we would like to meet monthly moving forward to be in more frequent communication. Discussion ensued. Roberts expressed his support for moving monthly.

Director Roberts made a motion to change the board meeting schedule to monthly meetings. Seconded by Director Decker. Confirmation that the meeting will stay on the same day and time. All were in favor and the motion passed.

Revised Housing Grant Agreement

Discussion ensued regarding country funds. Ellis and Whitener provided clarification around this funding.

The \$850,000 ARPA grant has been extended through the end of December 2023. Attorney Rachel Foster provided confirmation that the document had been reviewed by legal counsel.

Decker made a motion to accept the extension of the \$850,000 ARPA grant agreement from Kalamazoo County and to authorize Chair Whitener and or Director Ellis to sign that extension.

All were in favor and the motion carried.

Tustin Project Update

Whitener introduced the Tustin Project update. Director Ellis provided updates that we are including finances that Intrepid reports and list of tenants. Attorney Rachel Foster provided updates that, as requested by the real estate committee, there is ongoing communication with LISC to determine the status of the partnership MOU draft. The unoccupied houses that are ready to sell are being assessed to be put on the market. Discussion ensued. Lindsey relayed resident concerns and misunderstandings about the program. Discussion ensued about the importance of communication with the tenants about the details and logistics of the program.

Decker gave updates on the importance of the meet and greet to meet residents. Decker proposed drafting and releasing a statement to clarify basic outline of the program. Discussion ensued. Lindsey and Decker expressed the importance of also having partners solidified and present for the event. Chair Whitener proposed that we need a communication agreement and MOU with community partners. Lindsey brought up that it is also important to determine asking prices for the homes to communicate clearly with tenants/ potential interested buyers. Ellis suggested that we wait to schedule the meet and greet until we have a signed partnership MOU. Board members felt that this contact needs to happen as soon as possible. Decker shared that April 13th from 5-7 was a current proposed date and time for the event. Discussion of hosting it at Walnut and Park Diner. Ellis brought up that the Edison Neighborhood Association would be another possible venue. Discussions ensued. Attorney Rachel Foster suggested that Land Bank and LISC jointly attend a City Commission meeting and provide updates on the Tustin project during the open comment.

Decker made a motion to make the Real Estate committee meetings publicly noticed to comply with the Open Meetings Act. Discussion ensued. Director Kik brought up the need for hiring a full time administrative assistant. Seconded by Kik.

All were in favor and the motion carried.

Next Meeting:

April 13th, 2023 at 8:30 am.