



Mason County Promise Zone Authority Board Policy Committee
Policy Committee Meeting
Minutes
October 28, 2020 at 10:00 AM

Location: Online due to Michigan DHHS Statewide Emergency Declaration

PURPOSE: The purpose of the Mason County Promise Zone Policy Committee is to provide recommendations on policy related issues to the Board.

1. **Call to Order:** Schuyler called the meeting to order at 10:00 AM. Members participating remotely: Monica Schuyler, PM Twp., MI; Annette Quillan, Ludington, MI; Jim McLean, Hamlin Twp., MI; Fabian Knizacky, Ludington, MI; Members Absent: Ed Makowicki; Staff Present: Jody Maloney
2. **Limited Public Comment:** None
3. **Approval of the Agenda:** *Motion to approve by McLean, supported by Knizacky; Motion passed, 4-0-1.*
4. **Approval of the Minutes:** *Motion to approve by Quillan, supported by McLean; Motion passed, 4-0-1*
5. **New Business**
 - a. Set 2021 meeting dates (or remain ad-hoc?): Committee discussed remaining ad-hoc.
6. **Old Business**
 - a. Policy & Procedure Manual:
 - i. Updates to Existing Policies, Procedures, Laws & Guidance
 1. Update Bylaws to include Update to OMA: SB 1108
 - a. How changes affect policy & procedures:
 - i. Must post online agendas a minimum of 2 hours in advance
 - ii. Minutes must include announcement of physical location for members participating remotely (city/county/village/township and state)
 - iii. *Board must establish procedures: Motion by McLean to recommend adding a Section 6 to Article IV in By-Laws to address SB 1108; supported by Quillan; Discussion: Maloney will include proposed section in the minutes (Appendix 1), Knizacky will request a legal review, and the Committee will review the entire By-Laws again before bringing it before the Board; Motion passed, 4-0-1.*

ii. Tentative Policies

1. Conflict of Interest: Maloney will adapt the County's Conflict of Interest Policy (CIP) and add a signature page, then bring the revised CIP back to the Committee to review for a recommendation.
2. Memorandum of Understanding (MOU) reviewed in 12-2018: Maloney will update the 2019 MOU draft to reflect a recommendation from McLean to clarify WSCC's role in promoting successful Scholar outcomes by participation in the Student Success Committee and assigning a campus liaison to the Promise Zone, and a recommendation from Knizacky to add Mason County's role in maintaining the general ledger, sending a monthly trial balance, and receiving the SET capture dollars each year.
3. Bid Process/Contract Authorization
 - a. Mason County's Policy: Review for items to keep or simplify: Maloney will adapt the County's policy for Promise Zone use to eliminate non-applicable categories and reflect the Board's previous authorization of coordinator expenditures, including service agreements, up to \$1500 without exceeding a line item, or up to \$1500 with reallocation from another line item with the Treasurer's approval.
 - b. Contract authorization process? The committee suggested that any two board officers or one board officer and the coordinator could be authorized to sign contracts that were approved by the full Board. Maloney will include this for the Committee to review before it makes a recommendation to the full Board.
4. Existing Policies & Procedures
 - a. Policies from past meetings: McLean noted that "academic" should be added before the word appeal to the suggestion that "Scholars who receive an appeal should be recommended for success coaching"; Knizacky noted that if considering a formal bid process for the annual audit, December or January would be a more appropriate time frame to request bids; Schuyler added that allowing past practices of using Mason County's auditing firm or past approved bids or contract for annual or reoccurring services should be included in the procedures developed. Knizacky requested additional Board guidance to determine the source for financial expenditures now that the Promise Zone will have both SET and fundraised

dollars; Maloney will request that Andrea Large present information to the board for Community Foundation-based options for a flexible Endowment.

- b. Coordinator procedures: McLean stated that Coordinator procedures should be included in the Board member handbook.
- c. Handbook Sample Organization (REF #8)
 - i. Review for missing/extraneous items: Maloney will compile a provisional handbook to include only chapters for which there is current information to be reviewed upon completion by the Committee, and a working handbook with chapters for the Committee to develop, including Chapter 1. Maloney will assemble a Policy Committee meeting as soon as the drafts for the provisional handbook and any aforementioned policies are completed.

5. Recommendations: None further

- 7. **Any Other Business:** None
- 8. **Limited Public Comment:** None
- 9. **Adjourn:** *Schuyler moved the meeting for adjourn at 11:28 AM.*

Appendix 1: Mason County Promise Zone Board By-Laws, **Article IV, Section 6, proposed language changes in red as recommended on 10-28-2020:**

Article IV - Board Meetings

Section 1. Regular meetings of the Board shall be held at a time and location determined by the Chairperson.

(a) The Board designates the First meeting in January as its Annual Meeting.

(b) An annual schedule for all regular Board meetings and all meetings of standing committees be proposed no later than December, approved at the Annual Meeting, and subsequently posted in January for the entire year.

Section 2. Special meetings may be called by the Chairperson or any three Board members.

Section 3. The Authority Board must comply with the notice provisions of the Open Meeting Act. In addition, notice of any meetings shall be given to each board member stating the time and place of the meeting, delivered personally, mailed, sent by facsimile or electronic mail to the board member's business address. Any board member may waive notice of any meeting by written statement, facsimile or electronic mail sent by the board member, signed before or after the holding of the meeting. The attendance of a board member at a meeting constitutes a waiver of notice of such meeting, except for where a board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 4. In order to legally transact business, the Authority Board shall have a quorum physically present and others present by teleconference at a duly called meeting of the Authority Board. A "quorum" shall be defined as follows: Six (6) members of the Authority Board.

Section 5. All action taken by the Board shall be by vote of a majority of the members appointed & serving, unless otherwise provided for in these bylaws or required by law.

Section 6. Remote Participation from March 18, 2020 until December 31, 2021 can take place remotely by any board member or members for any reason. On and after January 1, 2021, members may participate remotely if they require accommodation due to military duty, a medical condition, or a statewide or local state of emergency or a state of disaster as described in section 3(2) of SB 1108, or as allowed in Section 4 of this Article. Compliance will include:

- a. Public notice will be posted by the coordinator, or secretary in the absence of a coordinator, on the Mason County Promise Website for all meetings a minimum of 18 hours in advance. If a meeting will be held virtually via internet, the notice will include: Why the Board or Committee is meeting electronically, how members of the public can participate in the meeting electronically, how members of the public can provide input or ask questions on any business that will come before the public body, and how persons with a disability may participate in the meeting.
- b. The coordinator, or secretary in absence of the coordinator, will post a meeting agenda for the public a minimum of two hours in advance of any meeting on the Mason County Promise website.
- c. Unless participating remotely due to military service, any member participating remotely (internet, phone or other electronic means) shall announce during the roll call their name, physical location including city/township/village and state, and confirm that they are attending the meeting remotely. Members who intend to participate remotely shall inform the coordinator or secretary at least 18 hours in advance. The coordinator, or secretary in the absence of the coordinator, will post the notice of the member's remote participation, and means of remote contact by the public on the Mason County Promise website at the same time as the meeting agenda is posted.
- d. When members participate remotely at a Board meeting, a roll-call vote will be taken to ensure vote by all members is heard by the public and recorded in the minutes, and remote members can vote orally.

Section 7. The order of business at Board meeting shall be as follows:

- (a) Roll Call
- (b) Public Comment
- (c) Approval of Minutes
- (d) Chairperson's Report
- (e) Treasurer's Report
- (f) New Business
- (g) Old Business
- (h) Public Comment
- (i) Adjournment

Section 8. The Board may meet in a closed session for a purpose permitted by the Open Meetings Act and in compliance with that Act. The Board secretary shall take one set of minutes recording the purposes for which the closed session is called and the vote on calling the closed session. The secretary shall take another set of minutes at the closed session.

Section 9. The Board shall have the power to enter into contracts; to authorize any individual employee or officer to enter into contracts on the Board's behalf; to acquire, own, lease, sell, or dispose of real and personal property; to retain accounting, legal, or other professional services; to purchase policies of insurance for employees, officers, or Board members; and to exercise all other powers conferred by the Michigan Promise Zone Authority Act.