

**CASS COUNTY BOARD OF COMMISSIONERS
REGULAR MEETING**

September 15, 2022

The Cass County Board of Commissioners met in regular session on Thursday, September 15, 2022, in Commission Chambers.

Chair Dyes called the meeting to order at 5:00 p.m. Commissioner Jones provided the Invocation. Commissioner Laylin led the Pledge of Allegiance to the Flag of the United States of America.

Clerk/Register Monica McMichael called roll:

COMMISSIONERS PRESENT: Ryan Laylin, Annie File, Skip Dyes, Roseann Marchetti, Robert Benjamin, Mike Grice and Jeremiah Jones.

COMMISSIONERS ABSENT: None.

STAFF PRESENT: Administrator Matthew Newton, Finance Director Jennifer Rentfrow and Clerk/Register Monica McMichael.

INTRODUCTION OF VISITORS

Visitors present introduced themselves.

PUBLIC COMMENT

None.

APPROVAL OF THE AGENDA

Commissioner Marchetti moved, seconded by Commissioner Laylin, to approve the September 15, 2022, Cass County Board of Commissioner's Agenda. Motion to approve the agenda carried by voice vote. Commissioner Laylin announced that he would abstain from voting on motion M-179-22 due to a conflict of interest.

RECOGNITIONS

None.

PRESENTATIONS

None.

CONSENT AGENDA

Vice-Chair Grice moved, seconded by Commissioner File, that the following items be voted on at one time by roll call vote and be considered as a consent agenda by the Board of Commissioners:

(M-170-22) A motion to approve Claims dated September 2, 2022

(M-171-22) Motion to approve the September 1, 2022 2022 Board of Commissioners Regular Meeting Minutes

The Chair instructed the Clerk to call roll:

Yes (7): Commissioners Laylin, File, Dyes, Marchetti, Benjamin, Grice and Jones.

No (0): None.

The Consent Agenda carried by roll call vote.

COMMITTEE REPORTS

Commissioners Laylin, Marchetti, Benjamin and Jones shared Committee Reports.

APPOINTMENTS COMMITTEE REPORT

Commissioner Marchetti stated the committee was working to fill a number of openings.

ADMINISTRATOR'S REPORT

Administrator Newton informed commissioners the report was included in the packet. He added that the Administrator's Office was working on the non-union employee transition. The Administrator's Office also welcomed a new Human Resources Assistant to the Office and is looking to purchase agenda management software for board packets and minutes.

FINANCE REPORT

The Finance Report was included in the packet.

PUBLIC SAFETY UPDATE

There was no update.

COUNTY PARTNERS

None.

ELECTED OFFICIALS UPDATE

None.

UNFINISHED BUSINESS

None.

NEW BUSINESS

M-172-22

Commissioner Jones moved, seconded by Commissioner Laylin, to approve the 2023 County Veteran Service Fund Grant. Discussion followed. Motion carried by voice vote.

M-173-22

Commissioner Laylin moved, seconded by Commissioner Marchetti, to approve a Deputy Director of Geographic Information Systems position at a Grade 10. Discussion followed. Motion carried by voice vote.

M-174-22

Commissioner Marchetti moved, seconded by Commissioner Jones, to approve a Memorandum of Understanding between Cass County and the City of Dowagiac for GIS Services. Motion carried by voice vote.

M-175-22

Commissioner File moved, seconded by Commissioner Jones, to approve the Amended Public Defender Contract. Discussion followed. Motion carried by voice vote.

M-176-22

Vice-Chair Grice moved, seconded by Commissioner Laylin, to approve the 2023 MIDC Grant. Motion carried by voice vote.

M-177-22

Commissioner Jones moved, seconded by Commissioner Marchetti, to approve FY 22 Budget Amendments. Motion carried by voice vote.

R-178-22

Commissioner Marchetti moved, seconded by Commissioner Laylin, to approve the following resolution:

A RESOLUTION REJECTING PRIVATE MONEY FOR FUNDING ELECTIONS

WHEREAS, Cass County, through the Board of Commissioners, has the authority to accept or reject proposed donations or grants to the County in the form of cash, personal property, and real property;

WHEREAS, funding and managing elections has always been a government function; and

WHEREAS, private organizations are not subject to the same laws as public institutions, they are not required to hold public hearings, cannot be monitored via freedom of information requests and other mechanisms of administrative and financial transparency, are not subject to the normal checks and balances of the governmental process, and are not accountable to citizens if the public disapproves of their actions.

NOW, THEREFORE, BE IT RESOLVED, that the Cass County Board of Commissioners:

1. Affirms that funding and managing elections is a government function, not a private function;
2. Shall not approve or accept donations or grants of private money or personal or real property to the County for use or purposes of funding and managing elections; and

BE IT FURTHER RESOLVED that a copy of this resolution be sent to Governor Gretchen Whitmer, the Speaker of the Michigan House of Representatives, Senate Majority Leader Mike Shirkey, Representative Steve Carra, Representative Brad Paquette, the Michigan Association of Counties, and the Michigan Association of County Treasurers.

The Chair instructed the Clerk to call roll:

Yes (7): Commissioners Marchetti, Dyes, Benjamin, Grice, Jones, Laylin and File.

No (0): None.

Resolution R-178-22 carried by roll call vote.

M-179-22

Commissioner File moved, seconded by Commissioner Jones, to approve a Cleaning Contract with the Cleanest Co LLC from July 7, 2022 until July 30, 2027 at a cost of \$16,650.00 per month. Discussion followed.

Statement read by Commissioner Benjamin, who requested it be added to the minutes:

I am opposed to this motion. I recommend that this motion be voted down. Administration can work with the current vendor with the current agreement in place and if the vendor wishes to terminate the current agreement, they can do that per the terms. Upon approval by the board of commissioners, then a new RFP may be issued that has clarity around terms and is not such a length in time that is out of line with cleaning contracts previously executed with the county.

On June 17th, 2021, the Cass County Board of Commissioners approved M-109-21 with a all commissioners voting yes except for Commissioner Laylin who declared a conflict of interest. This contract award was for cleaning services to the county by “The Cleanest Co. LLC”. This contract spelled out contract time frame of June 21st, 2021, through June 17th, 2023 (Sec F1) at a price of \$10,095.00 per month (Sec B1). The county entered into this contract in good faith for execution. “The Cleanest Co. LLC” began cleaning services for the county per the contract terms approved by the Cass County Board of Commissioners and Cass County paid for those services as agreed per the approved contract.

The approved contract can be terminated by at least two options. First, on a yearly basis “by mutual written agreement” of both parties (Sec F3). No agreement was made between the Cass County Board of Commissioners and “The Cleanest Co. LLC” to terminate the agreement. The second would be due to a material breach of the contract which would allow a 30-day termination unless cured (Sec F2). No breach was reported to the board nor notice for action to cure breach.

According to the administration’s report provided for this motion, at the 1-year anniversary of this “The Cleanest Co. LLC” requested to meet to discuss pricing of the contract. Furthermore, additional details arose regarding discrepancies about scope, and it was raised that a contract may not have been signed by both parties, but it was acknowledged that both parties were working and receiving payment per the agreement details. It was determined that considering these items as well as economic conditions that were present, “The Cleanest Co. LLC” wanted a price adjustment to the contract.

The agreement that the board approved does not permit adjustment to price unless there is a change of duties. No new duties were assigned that the Board of Commissioners were made aware of and if there were going to be, this would have needed to have been sent to the Board of Commissioners for approval and adjustment for the approved contract.

If there were discrepancies about scope and agreement could not be reached without change to contract terms, then the vendor could have executed Sec F2 and terminated the contract within 30 days. The vendor did not choose to do this.

There is no basis that administration can decide unilaterally without the Board of Commissioners' approval to terminate this contract and submit a new RFP. In fact, it could be considered a breach of the county since only the Board of Commissioners could make this decision and in conjunction with either the terms set form in Section F2 or F3.

With regards to not having a written agreement in place, both parties have been executing the agreement per the terms of the contract for over a year.

As for the market price changes, this is the risk of submitting bids. Other companies may have factored this into their bids and by reopening this contract for what appears to be the sole purpose of providing an increase in payment seems counter to what the entire bid process is for. I also believe it opens the county to challenges to our open and fair bidding processes.

So, without prior Board of Commissioner approval, the administration office issued a Request for Proposal on June 13, 2021. This request has about a 2-week deadline for responses and was directly sent to approximately 4 vendors and posted on the county website according to administration and Part II A of the request. In just over 30 days from the time the RFP was distributed the Board of Commissioners was expected to approve the new contract. Why was there such a rush? This is highly unusual especially in light that we have an existing agreement in place.

Upon review of the new RFP, there are several concerns to me.

Why are we having a 5-year contract? We have received complaints via email and public comment this year. Awarding a 5-year contract is not typically something that we would do with a vendor that has worked with the county for just over a year. I do not believe many other organizations would do that. The only reason I can think of was to prevent the next Board of Commissioners from considering vendors in the near future. Also, the RFP does not specify a contract time period. This leads to confusion on bidding whereas vendors may be bidding with different contract periods in mind when evaluating risk.

The vendor says that invoicing will be paid on the 1st Friday of each month whereas our original Request for Proposal and tonight's proposed contract states payment will be paid on 30th day of the month immediately following the month in which services have been completed (Sec C4). This is in conflict of each other.

I do not believe it was legal for the administration office to move forward with an RFP without the board of commissioner's approval in light of prior board action being in place. I do not believe the RFP process was fair to vendors so that each vendor could be properly compared against each other. I do not believe the RFP was widely distributed in order to create a competitive bidding process for the county. I strongly am opposed to the length of this cleaning contract. I do not believe there is a valid reason why this contract process was reopened, and it makes the county's motives suspect at best.

I recommend voting no on this motion.

End of statement by Commissioner Benjamin.

Chair Dyes called for a voice vote on the original motion. Motion failed by voice vote.

Commissioner Marchetti moved, seconded by Commissioner Benjamin, to approve Administrator Newton to meet with the Cleanest Company LLC to negotiate a new time-frame and a new cost. Also, to add the duty of wiping down public counters each day.

The Chair instructed the Clerk to call roll:

Yes (6): Commissioners Benjamin, Grice, Jones, File, Dyes and Marchetti.

No (0): None.

Abstain (1): Commissioner Laylin.

Motion carried by roll call vote.

M-180-22

Commissioner Laylin moved, seconded by Commissioner Marchetti, to hold a Special Meeting on September 29, 2022, at 3:00 p.m. for final design presentation of Historic Courthouse and Renovation Proposal. Discussion followed. Commissioner Benjamin moved, seconded by Commissioner Grice, to amend the motion to hold a Special Meeting on October 7, 2022, at 11:00 a.m., for final design presentation of Historic Courthouse and Renovation Proposal. Motion to amend carried by voice vote. The Chair called for a vote on the motion as amended. The amended motion carried by voice vote.

M-181-22

Commissioner Marchetti moved, seconded by Commissioner File, to appoint Richard Palmisano to the Woodlands Behavioral Healthcare Network Board to an unexpired term ending March 31, 2023. Motion carried by voice vote.

M-182-22

Commissioner File moved, seconded by Commissioner Laylin, to appoint Jayne Bailey to the Cass County Planning Commission to an unexpired term ending July 31, 2023. Discussion followed. Motion carried by voice vote.

CLOSED SESSION

None.

BOARD MEMBER COMMENTS/ANNOUNCEMENTS

Commissioner Marchetti announced an Art Fair taking place Saturday from 10:00 a.m. until 3:00 p.m. and a Fall Fest from 10:00 a.m. until 2:00 p.m., both in Edwardsburg.

Chair Dyes stated his trip to northern Michigan went well. He, along with more than 1,200 others, drove tractors over the Mackinaw Bridge.

ADJOURNMENT

Commissioner Laylin moved, seconded by Commissioner Grice, to adjourn. Motion carried by voice vote.

The meeting adjourned at 5:48 p.m.

Approved: _____
Date

Chair Skip Dyes

Monica McMichael, Clerk/Register