

SLIDE 1: **2024 GLSWA Board of Commissioners Training**

Presenter: Aaron Grogg, Field Superintendent

SLIDE 2: Table of Contents

- History of the Authority
- Legal
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SLIDE 3: History of the Authority

SLIDE 4: History of GLSWA – 1980's to 2020

- From 1975-1980 Planning with the townships of Barry, Ross, Richland, and Prairieville.
- 1981-1983 Construction occurred with \$10M in investment through gifts, grants and \$5M in 20-year bonds.
- Sewer system went online in 1983 with 3 staff people which included the Director.
- In 2000 Charleston Twp signed a 30-year franchise agreement.
- In 2001 we had 7 employees plus a contracted Director.
- In 2002 Cooper Twp. Signed a 20-year Operations & Management agreement.
- In 2018 John Crumb become the 2<sup>nd</sup> Executive Director of the Authority.

SLIDE 5: History of GLSWA – 2020 to Present

- Current Inter-governmental Agreements are held with Galesburg & South County Sewer & Water Authority.
- In 2022 the Articles of Incorporation changed to add Cooper Twp.
- In 2022 a Voluntary Special Assessment District was utilized to assist with the mandatory sewer connection on Sherman Lake.
- In 2024 our staff included 11 Full-time employees and a contracted Director including 3 licensed water operators.
- In 2024 The Bluffs signed an agreement for operations and maintenance of their Public Water System.
- In 2024, the About Us, Mission Statement and Strategic Plan were developed.

SLIDE 6: Customer Base & Map

- Sewer flows towards the City of Kalamazoo for treatment.

SLIDE 7: Role of the City of Kalamazoo

- The City of Kalamazoo is the Wastewater Treatment Plant owner permitted for wastewater collection, treatment, and discharge through the National Pollutant Discharge Elimination System.

SLIDE 8: What is a Sewer & Water Authority?

Act 233 of 1955 says, “Any 2 or more municipalities may incorporate an authority for the purpose of acquiring, owning, improving, enlarging, extending, and operating a sewage disposal system, a water supply system, a solid waste management system, or a combination of systems by the adoption of articles of incorporation by the legislative body of each of the municipalities.

- A public authority is a separate governmental entity.
- Gull Lake Sewer & Water Authority is the public authority that provides sewer and water services to a regional area under this statute.

SLIDE 9: Legal Information  
Presenter: David Klevorn, Attorney

SLIDE 10: Your Legal Team: David Klevorn & Lindsay Dangl with Murphy & Spagnuolo PC.

SLIDE 11: Communication:  
Information presented at an open meeting is not subject to the attorney-client privilege.

The goal is to provide an overview of the law, not address specific questions.  
Commissioners are encouraged to contact the legal team for a privileged conversation.

SLIDE 12: Articles of Incorporation  
The Articles of Incorporation are the foundational legal document filed with the State to formally establish the authority as an entity – separate and distinct from the participating municipalities.

These articles set forth the corporation's name, purpose, structure, and other essential details, such as the names of its incorporators, duration, and the governing framework.

For municipal authorities, like those created under Act 233 of 1955, the Articles of Incorporation outline the authority’s scope, powers, membership, and operational rules, serving as a charter for its legal existence and governance.

SLIDE 13: Purpose

- The Articles state the purpose of GLSWA is to “acquire, construct, purchase, finance, own, improve, enlarge, extend, operate, maintain, administer, and manage sewage disposal systems and water supply systems in accordance with the authorization of Act 233, Public Acts of Michigan, 1955”.
- Your actions must be consistent with that purpose.

SLIDE 14: Powers

- The Articles state GLSWA “shall possess all of the powers granted by statute and by these Articles, and those incident thereto.”

SLIDE 15: Powers

- Article IV:  
GLSWA has the power “to sue and be sued”.
- Article XI:  
“The Authority shall possess all the powers necessary to carry out the purposes thereof and those incident thereto.” Includes the power to acquire private property and manage such property.
- MCL 124.284(2):
  - Adopt bylaws
  - Adopt an official seal
  - Maintain an office
  - Sue and be sued
  - Construct projects and public improvements.
  - Issue bonds
  - Adopt and promulgate rules and regulations
  - Acquire, hold, and dispose of real and personal property
- MCL 124.284d:
  - “The power to bring an action in a court...to enjoin the violation of a rule or regulation ...or to recover actual damages sustained due to the violation, or both.”

SLIDE 16: Bylaws:

- Bylaws are the internal rules and procedures to govern your operations and management.
- Bylaws detail the roles and responsibilities of officers, the structure and function of the governing body, meeting protocols, decision-making processes, financial oversight, and other operational guidelines.
- They serve as a framework to ensure the organization operates effectively and in compliance with applicable laws and its Articles of Incorporation.
- Bylaws are binding on members and guide the organization's day-to-day activities.

SLIDE 17: Highlights from GLSWA Bylaws:

Article II

- The governing body of the Authority is its Commission.
- Commissioners are appointed by the participating municipalities.
- Each Commissioner has a fiduciary obligation to act in the best interests of **the Authority**.

SLIDE 18: Roles & Responsibilities

Presenter: John Crumb, Executive Director

SLIDE 19: Member Township Roles:

- Appoint member of the Township’s legislative body to participate as a Commissioner on the Authority Board.
- Support the utility rate by:
  1. Deciding to approve the rates supportive of the Authority budget; or
  2. Pay the Authority out of the township’s general fund.

SLIDE 20:

- Support ordinance enforcement:
  1. Required connections where applicable, i.e. Residence/parcel is within 200 ft of the sewer line, new buildings or when the house is altered, etc.
  2. Update and amend Ordinances when applicable.
- Bonding or assessing agent for planned expansion or growth.
- Planning and development cooperation.
  1. The township’s engineer should be engaging with the Authority’s engineer.
  2. The Authority, along with the planning commission and zoning board for each township, should work together to ensure continuity for each other’s goals.

SLIDE 21: Commissioner Roles:

- As a representative of your township, your role is 1 of 5 Commissioners who collaborate in the best interest of the Authority.
- Provide updates of the Authority back to the Township Board; by posting the Authority’s meeting minutes, adding to the Township’s board meeting packet, or giving a verbal update at the next Township board meeting.
- Collaborate with all Commissioners in the interest of the Authority.
- Each Commissioner has fiscal responsibilities to the Authority.
- Commissioners set and oversee the Strategic Plan.

SLIDE 22:

- Direct questions regarding sewer and water back to the Authority or engage with the Executive Director.
  1. Say “Let me get back to you with the answer” and review with the Executive Director.
- Meet collaboratively with Authority leadership staff regarding resident/customer concerns and issues.
- **Be able to speak as one voice as the Authority Board of Commissioners.**

SLIDE 23: GLSWA Roles:

- Operate as the Township’s agent/vendor for sewer and water.
  1. Daily operations, maintenance, repair, and capital investments into the sewer and water systems.
  2. Customer interface with quick responses and skilled staff.
- Long term planning for growth and expansion.
- Provide feedback and directives to member townships for formal action items.

SLIDE 24:

- Provide budget, rates, and financials for adoption.
- Collaborative voice with the City of Kalamazoo which also involves UPC (Utility Policy Committee) and Regional (the Kalamazoo Regional Water and Wastewater Commission).
  1. KRWWC members must attend to vote.
  2. GLSWA Executive Director attends both meetings but only votes as a UPC member.
  3. GLSWA reimburses KRWWC member townships for dues.
- Resource for other Authorities and local governments.
  1. South County Sewer & Water Authority
  2. City of Galesburg
  3. Village of Augusta
  4. Texas Township

SLIDE 25: Expectations of the Executive Director:

- Actively engaged with member Townships.
  1. Assist townships in sewer and water questions from taxpayers.
  2. Attend township board meetings, with proper notice and availability.
  3. Provide professional opinions and advice related to public sewer and water systems.
- Ensure future continuity and stability across all member townships.

SLIDE 26:

- Provide leadership, planning and guidance to staff.
  1. Provide the staff with all available resources such as equipment, training, system knowledge, and support.
  2. Empowers staff to execute roles and responsibilities.
- Fiscal responsibility to Authority through:
  1. Utility Policy Committee (UPC) and Kalamazoo Regional Water & Wastewater Commission (Regional) participation.
  2. Financials of the Authority
  3. Skilled workforce.
  4. Planning and research.
  5. Key relationships. i.e. City of Kalamazoo, EGLE and coordinated vendors for special projects.

SLIDE 27:

- Strategic Planning:  
Planning progress and accountability updates provided by the Director.

- SLIDE 28: Meeting Protocol  
Presenter: Jim Stoneburner, Prairieville Supervisor
- SLIDE 29: Open Meetings Act (Public Act No. 267 of 1976, as amended)
- As an authority, the GLSWA Board is bound by this Act.
  - The public is invited to attend for transparency and openness in government meetings.
  - Required to post meeting agenda minimum 18 hours prior to meeting.
  - Robert's Rules of Order as guideline.
- SLIDE 30: Public Comment
- This is a time for the public to communicate and there is no dialogue between the Board and the public.
  - The Chairman/Authority Board will have the Director follow up with any individual who has questions. Contact information for the individual will need to be on the sign-up sheet to ensure follow-up by the Director.
  - Should a member of the public desire an addition to the agenda refer to the *Board Meeting rules for public comment.pdf*.
- SLIDE 31: Special & Closed Sessions
- Special Meetings:
    - Are held when the issue cannot wait for the next scheduled Board meeting.
  - Closed Sessions:
    - For limited purposes allowed in the Open Meetings Act. Contact Legal Counsel.
- SLIDE 32: Meeting Packet:
- Commissioner requests for agenda items are preferred to be submitted in writing to the Executive Director 5 business days prior to the next scheduled board meeting.
  - Meeting Agendas and Board Packets are Published 2 business days in advance for review.
  - Confirmation response to the Director for the packet AND your ability to attend the meeting is REQUIRED.
  - Review packet contents, contact the Executive Director with any questions ahead of time and/or be prepared to interact or vote as applicable. Retain the packet for supporting township board actions and as reference material.
  - Amendments to the agenda needed on the day of the meeting shall be vetted through the Authority's Legal Counsel.

SLIDE 33: Newly Elected Officers:

- Officers are elected annually.
- Positions Include:
  1. Chairperson
  2. Vice Chairperson
  3. Secretary
  4. Treasurer

SLIDE 34: Meeting Ground Rules:

- Attendance:
  - Notice should be provided to the Chairman and the Director regarding the Commissioner's inability to attend and why.
  - Courtesy to ensure there is a quorum for the meeting. Possibility to reschedule with enough notice. Quorum is 3 of 5 Commissioners in attendance.
  - If you miss a meeting, contact the Executive Director for all the necessary updates.
- Bylaws: Article V Meetings Section 4. Meeting Attendance
  - If a Commissioner neglects to perform his or her duties by failing to attend three (3) scheduled Regular Meetings of the Commission in a one (1) year period, and such absence is without valid reason given to the Commission Chairperson, the Commissioner shall be asked to resign from the Commission.

SLIDE 35: General Ground Rules:

- These came from a Board Workshop in 2023
  - Attend and participate.
  - Professionalism in conducting business.
  - Listen and evaluate.
  - Support and respect.
  - Knowledge of roles.
  - Knowledge of Authority and Townships.
  - Support All.
  - Ask questions.
  - **Be able to speak with one voice as a Board.**

SLIDE 36: Strategic Planning

Presenter: John Crumb, Executive Director

SLIDE 37: About Us:

Gull Lake Sewer & Water Authority (GLSWA) is a public body, funded through user fees and intergovernmental agreements with no taxing authority. The Board of Commissioners is comprised of one designated official from each of the supporting townships: Barry Township, Cooper Township, Prairieville Township, Richland Township and Ross Township.

- SLIDE 38: Mission Statement:  
Gull Lake Sewer & Water Authority (GLSWA) is committed to doing everything within its capacity to provide safe, reliable, and high-quality wastewater and water services while meeting or exceeding all regulatory requirements, acting in fairness to our stakeholders, and dedicated to being collaborative with partners to benefit our authority, and fiscally responsible in our operations.
- SLIDE 39: Strategic Goals & Planning:  
GLSWA employs four main considerations in strategic planning; financial, customer perspective, internal process and development, and learning and education. These factors affect the ability to provide and plan for services, resources, staffing and projects related to public wastewater and water systems. Planning strategic goals improves performance, stimulates forward thinking, clarifies future direction, and builds teamwork and expertise.
- SLIDE 40: 2024 Goals are 3 – 5 Year Planning:  
#1: Work order system & continuous improvement plan  
#2: Training programs  
#3: Ensure safe drinking water for all  
#4: Website updates  
#5: Identify additional cost sharing / Inter-governmental opportunities
- SLIDE 41: The Executive Director will provide a Report at each Board meeting.
- The Directors Progress Report of Strategic Goals will be provided in the Board Packet and updates will be provided as needed.
  - As an example, the Training programs included today's Board Training. At the conclusion of today's meeting, we will be 80% complete with this training goal. The remaining 20% will be gathering your feedback and updating next years training presentation, scheduling one-on-one time with you to review our partnership, and schedule an annual planning session for the Strategic Goals.
  - Annual Review and Update to the Strategic Plan:
    1. The planning and reporting is being developed, it's new to GLSWA and we expect to make adjustments as we go.
    2. Commissioners will have input in the goals set and the outcome of the goals.
- SLIDE 42: Finances, Budgets, & Rate Setting  
Presenter: Heather Mezo, Executive Assistant
- SLIDE 43: About GLSWA Finances & Policies
- Key policies:
    1. Investment Policy (Limited Options for Investment and bound by MCL Act 20 of 1943.)
      - a. This allows us to invest unused cash into high-interest rate bank accounts and CD's.
    2. Fixed Asset Policy



- a. This guides us on how to classify assets based on cost and life expectancy.

SLIDE 44: Monthly Financials

- Revenues and expenses
  1. Provides the year's budget, how we are performing compared to the budget, the month's activity and the available budget left.
  2. This allows us to monitor our performance against budget and adjust when necessary.
- Trial Balance
  1. Provides all account balances at a given month end.
  2. This is provided to show bank balances and loan balances.
- Check Register
  1. A list of Accounts Payable payments issued within the month.
  2. High value payments that are not recurring have an explanation.
- Cash Flow
  1. This shows a year's projection of cash flows.
  2. This will allow us to ensure cash levels are trending where we expect.

SLIDE 45: Budget, Rate Setting & Approval Process

- Reasonable assumptions are made based on the things we expect for operations and maintenance along with capital expenses.
- Budget is approved at the Authority Board Level.
- The board approves a budget, within that budget is the rate required to meet the budget.
- The Authority approved rate is then taken back to the member townships boards for approval of how the rate will be paid. By the rate payer, by the township, or by a supplemental combination of both.
- Proposed Budgets will be brought for approval at the January Board Meeting and provided to Commissioners in early January.