

March 12, 2013

A Workshop Meeting of the Board of Delta County Road Commissioners was held on Tuesday, March 12, 2013 at 3:00 p.m. at the Main Office, 3000 32<sup>nd</sup> Avenue North, Escanaba, Michigan.

Present at the workshop were Chairman Randy Bjork, Commissioner Pete Stropich, and Commissioner Bob Aschbacher. Also in attendance were Managing Director Rob VanEffen, Assistant Manager Jody Norman, Finance Director Amy Reinhardt, and County Board Liaison Dave Rivard.

The Administrative Update and Regular Meeting agenda items were reviewed and/or discussed.

A Regular Meeting of the Board of Delta County Road Commissioners was held on Tuesday, March 12, 2013 at 5:15 p.m. at the Main Office, 3000 32<sup>nd</sup> Avenue North, Escanaba, Michigan.

The meeting was called to order at 5:15 p.m. by the Chairman, followed by the Pledge of Allegiance.

PRESENT: Chairman Randy Bjork, Commissioner Pete Stropich, and Commissioner Bob Aschbacher.

ABSENT: Vice Chairman Dennis Stanek and Commissioner Mike Larrabee.

Chairman Bjork asked if there was anyone wishing to be added to the Agenda and there being none, moved to approve the Agenda as printed.

There being no corrections, it was moved by Chairman Bjork to approve the Minutes of the March 12, 2013 Workshop & Regular Meetings as proposed.

It was moved by Commissioner Stropich, seconded by Commissioner Aschbacher to absorb the costs and waive any fees related to the official abandonment of a portion of the north end of C.R. C-27 due to the fact that a board motion was made in 1981 to abandon the parcel but the abandonment was not recorded and there was an error found as to the location of the road.

Ayes – 3      Nays – 0

It was moved by Commissioner Aschbacher, seconded by Commissioner Stropich to authorize additional payment to the Delta Conservation District of \$677.30 over the \$5,000 amount previously approved for the soil sediment sampling related to the Escanaba River Bridge Removal project.

Ayes – 3      Nays – 0

It was moved by Commissioner Stropich, seconded by Commissioner Bjork to approve and authorize Managing Director Rob VanEffen to sign an addendum to the agreement with U.P. Engineers & Architects for engineering services for the I-18 Bridge project to cover additional costs up to \$10,000.00 due to a change in the original scope of the project.

Ayes – 3      Nays – 0

It was moved by Commissioner Aschbacher, seconded by Commissioner Stropich to authorize administrative staff to advertise for bids for summer materials.

Ayes – 3      Nays – 0

March 12, 2013

It was moved by Commissioner Aschbacher, seconded by Commissioner Stropich to revise the Credit Card Policy (Policy #12) as of today's date as proposed with one addition -

(e) An official or employee who is issued a credit card shall return the credit card to the **Finance Director** upon termination of his or her position, employment, or service with the Road Commission.

Ayes – 3      Nays – 0

It was moved by Commissioner Stropich, seconded by Commissioner Bjork to approve Bills Payable Vouchers No. 2363 of 2/26/13 in the amount of \$110,546.30 & No. 2364 of 3/12/13 in the amount of \$206,054.44 and Payroll Vouchers No. 68916 of 2/14/13 in the amount of \$65,287.74 & No. 68917 of 2/28/13 in the amount of \$67,900.60 as presented and reviewed. Roll Call Vote:

Commissioner Stropich - Yes

Commissioner Aschbacher - Yes

Chairman Bjork - Yes

Out of county travel for the Commissioners Conference in Manistee on April 14-16 and the Finance & Human Resources Conference in Frankenmuth on May 14-16 was discussed but no action was taken at this time as it unsure who will be attending.

It was moved by Commissioner Stropich, seconded by Commissioner Aschbacher to approve a leave of absence for the months of January, February and March for Gary Winkelbauer who has been off work due to a non work related injury and being a newer employee he does not have a sick leave bank built up yet.

Ayes – 3      Nays – 0

The Board was given copies of the Fiscal Year 2012 Audit Report for their information to be reviewed at a later time.

The following resolution was offered by Commissioner Aschbacher, seconded by Commissioner Stropich:

*In conformity with Section 525 of the Michigan Business Corporations Act (the "Act") and the By-Laws of the Board of Commissioners of Delta County Road Commission (the "Corporation"), the undersigned, being all of the Commissioners of the Corporation, hereby consent to and adopt the following resolutions and take the following actions.*

**WHEREAS**, *the Corporation desires to buy a real and personal property asset of Johannsen Farms, LLC, a Wisconsin limited liability company (the "Seller"); and*

**WHEREAS**, *said assets are currently used in conjunction with the Seller's business situated in Bay de Noc Township, Michigan;*

**RESOLVED**, *that the Board of Commissioners of the Corporation deem it advisable and in the best interest of the Corporation that the Corporation enter into an Agreement with Seller governed by the Purchase and Sale Agreement between the above-named parties of March 12, 2013 (the "Agreement"), and that the assets designated in that certain Agreement between the Corporation and the Purchaser be purchased by the Corporation pursuant to the terms and conditions (all of such terms and conditions being hereby approved in all respects) set forth in the Agreement effectively dated March 12, 2013;*

**FURTHER RESOLVED**, *that the Agreement, in substantially the same form as that presented to the Commissioners, and the transactions contemplated thereby, be and are hereby authorized and approved in all respects;*

March 12, 2013

**FURTHER RESOLVED**, that Robert VanEffen, Managing Director of the Corporation, and Amy Reinhardt, Clerk of the Corporation, are hereby authorized to execute, deliver, and perform in the name and on behalf of the Corporation, the Agreement, as well as all other agreements, exhibits, certificates and any and all other corollary documents contemplated by the Agreement;

**FURTHER RESOLVED**, that the Managing Director of the Corporation, and the Clerk of the Corporation, be and hereby are authorized and directed to do or cause to be done any and all acts, and are authorized to execute any and all documents and instruments as in their judgment may be necessary or advisable in order to carry out the foregoing resolutions and to consummate the contemplated transaction between the Corporation and Purchaser; and

**FURTHER RESOLVED**, that any and all actions previously taken or that are taken hereafter by the Commissioners and/or counsel on behalf of the Corporation in connection with the asset purchase and sale transaction and in connection with the subject of these resolutions is hereby approved, ratified, and confirmed in all respects.

This action by unanimous written consent of the Board of Commissioners of the Corporation shall be filed with the minutes of the proceedings of the Board of Commissioners and shall have the same effect as a vote of the Board for all purposes.

**RESOLUTION DECLARED ADOPTED**

Ayes – 3      Nays – 0

It was moved by Commissioner Stropich, seconded by Commissioner Aschbacher to award the bid for Categories 1 & 2 of Vehicle Maintenance Inventory to Barnes Distribution and Category 3 to Carquest, Inc., both who were low bidders in the respective categories.

Ayes – 3      Nays – 0

It was moved by Commissioner Aschbacher, seconded by Commissioner Stropich to award the bid for Building Maintenance to the only bidder, D & L Janitorial, for a one year contract.

Ayes – 3      Nays – 0

Under Road Commissioners comments: Commissioner Stropich commented that it's good to see the purchasing policy coming along and the plowing has been very good. Commissioner Aschbacher thanked the Board for allowing him to attend the CRAM meetings and the new commissioners meeting which was very helpful. Commissioner Bjork complimented Assistant Manager Jody Norman for the improvements made in the shop and commented that the road crews have been doing a very good job maintaining road conditions with the limited resources and the weather we've had.

There being no further business to come before the board at this time, Chairman Bjork moved to adjourn the meeting at 5:53 p.m.

---

Randolph Bjork, Chairman

---

Amy J. Reinhardt, Deputy County Clerk

March 12, 2013