



**Kalamazoo Lake Sewer & Water Authority**  
**Regular Commission Meeting**  
**Monday, November 17, 2025, at 10:00 a.m.**  
**KLSWA Offices**  
**6449 Old Allegan Rd, Saugatuck, MI 49453**

- 1) Call to Order**
- 2) Roll Call**
- 3) Approval of Agenda**
- 4) Public Comments**

*The Commission requests that speakers respect the three-minute time limit for individual comments and the five-minute time limit for an individual speaking on behalf of a group. This is not a question-and-answer session, it is an opportunity to voice your thoughts with the Authority Commission.*

**5) Consent Agenda**

*Consent Agendas are considered routine by the Commission and will be enacted by one motion. There will be no separate discussion of these items. If discussion of an item is required, it will be removed from the consent agenda and considered separately.*

- 1. Bills & Review of Invoices**
  - a) November Check Details
  - b) November Statement of Revenues and Expenses
- 2. Approval of Minutes**
  - a) October 27, Regular Meeting Minutes
  - b) October 20, 2025, Special Meeting Minutes
- 3. Reports**
  - a) Operations Report
  - b) Historical Uses Report
  - c) Community Base Fee Report
- 4. Correspondence**

N/A

**6) Reports**

- 1) Manager Report



**7) New Business**

- 1. By Laws Review**
- 2. Credit Card Policy**
- 3. Bendzinski and Company engagement**

**8) Closed Session**

*To review an attorney client confidential communication which is exempt from disclosure.*

**9) Old Business**

None

**10) Adjourn**

11/04/2025

CHECK REGISTER FOR KALAMAZOO LAKE SEWER & WATER AUTHORITY  
CHECK DATE FROM 10/01/2025 - 10/31/2025

Check Date	Check	Vendor Name	Description	Amount
Bank SEWCK GENERAL CHECKING				
10/01/2025	33610	ALS ENVIRONMENTAL	360 N MAPLE PARTIAL SERVICE LINE REPAIR	194.00
10/01/2025	33611	BADGER METER INC	MOBILE HOSTING SERVICES	320.80
10/01/2025	33612	COMMUNICATIONS UNLIMITED LLC	AFTER HOURS PHONE	221.21
10/01/2025	33613	CRYSTAL FLASH	GAS FLEET FUEL	866.68
10/01/2025	33614	DETROIT PUMP & MFG. CO	GRUDFOS PUMP	1,289.60
10/01/2025	33615	FIXALL ELECTRIC MOTOR SERVICE	LIFT STATION PUMP REBUILD	2,868.76
10/01/2025	33616	FLEIS & VANDENBRINK	PROFESSIONAL SERVICES	5,140.00
10/01/2025	33617	FLEIS & VANDENBRINK	PROFESSIONAL SERVICES	6,425.00
10/01/2025	33618	HOLLAND BPW	BACTI	480.00
10/01/2025	33619	MED-1 HOLLAND	MRO SERVICES (NON-DOT)	25.00
10/01/2025	33620	MICHIGAN GAS UTILITIES 851 HOL	851 HOLLAND	41.33
10/01/2025	33621	UPS	POSTAGE	50.00
10/01/2025	33622	WATER SOLUTIONS UNLIMITED	CHEMICALS	2,310.00
10/01/2025	33623	WINDEMULLER	AUTOMATION SERVICES FOR SURGE SUPPRESSOR	2,000.00
10/01/2025	33624	WINDEMULLER	INSTALL SPARE TRANSMITTER AT RESERVOIR A	4,453.86
10/06/2025	973(E)	COMCAST BUSINESS	COMCAST	666.59
10/08/2025	964(E)	EGLTECH, INC	MONTHLY IT	2,195.44
10/08/2025	965(E)	MENARDS	SIGNAGE	4.98
10/08/2025	966(E)	REPUBLIC SERVICES #240	GARBAGE SERVICE	368.39
10/09/2025	971(E)	PAYCHEX	PAYROLL PD 10/9/25	29,059.14
10/09/2025	33625	ALS ENVIRONMENTAL	WATER ANALYSIS	195.20
10/09/2025	33626	AQUA-FINE	LAB H20	25.80
10/09/2025	33627	DENOAYER CHEVROLET	1GCRYAEF2MZ353134	460.10
10/09/2025	33628	ETNA SUPPLY	PVC CUTTER BLADE, GATE VALVE	163.20
10/09/2025	33629	FLEIS & VANDENBRINK	OCTOBER PROFESSIONAL SERVICES	5,140.00
10/09/2025	33630	GRAINGER	ENCLOSED BULLETIN BOARD, CORK	624.17
10/09/2025	33631	HAVILAND	BLEACH	1,343.10
10/09/2025	33632	IHLE AUTO PARTS	6FT LIGHTNIG CONN	13.24
10/09/2025	33633	KONICA MINOLTA	QUARTERLY MAINTENANCE	26.10
10/09/2025	33634	KONICA MINOLTA	QUARTERLY MAINTENANCE	75.00
10/09/2025	33635	MICHIGAN RURAL WATER ASSOC	MEMBER REGISTRATION	380.00
10/09/2025	33636	UPS	POSTAGE	25.00
10/09/2025	33637	USA BLUE BOOK	GRUNDFOS REPLACEMENT DIAPHRAGM	557.90
10/09/2025	33638	VESTIS	RUGS AND UNIFORMS	446.69
10/09/2025	33639	VESTIS	RUGS AND UNIFORMS	616.40
10/09/2025	33640	VREDEVELD HAEFNER LLC	PROFESSIONAL SERVICES	1,627.50
10/16/2025	33641	ALS ENVIRONMENTAL	360 N MAPLE PARTIAL LINE REPAIR	170.00
10/16/2025	33642	ALS ENVIRONMENTAL	WWTP	388.80
10/16/2025	33643	ALS ENVIRONMENTAL	WWTP QA/QC	163.15
10/16/2025	33644	CRYSTAL FLASH	GAS FLEET FUEL	783.20
10/16/2025	33645	DENOAYER CHEVROLET	1GCRYAEF2MZ353134	847.81
10/16/2025	33646	FIRST BANKCARD	VANDENBERG	75.67
10/16/2025	33647	TOTAL ENERGY SYSTEMS INC	GENERATOR REPAIR	1,292.00
10/16/2025	33648	TRANE	THERMOSTAT	2,642.98
10/16/2025	33649	UPS	POSTAGE	25.00
10/16/2025	33650	USA BLUE BOOK	FILTERS	345.46
10/16/2025	33651	USA BLUE BOOK	TNT870	87.91
10/16/2025	33652	VANDENBERG WEB CREATIVE LLC	WEBSITE HOSTING	195.00
10/16/2025	33653	VERIZON WIRELESS	WIRELESS PHONE SERVICE	829.17
10/17/2025	967(E)	MENARDS	GOODS	98.88
10/17/2025	968(E)	MIKA MEYERS PLC	SEPTEMBER PROFESSIONAL SERVICES	10,457.55
10/17/2025	969(E)	MIKA MEYERS PLC	SEPTEMBER PROFESSIONAL SERVICES	1,188.78
10/20/2025	974(E)	MERS	MERS DB	9,372.38
10/21/2025	975(E)	ALERUS FINANCIAL	MERS DEF CONTRIBUTION	3,631.27
10/21/2025	976(E)	COMCAST BUSINESS	COMCAST	458.92
10/23/2025	970(E)	DELTA DENTAL PLAN OF MICHIGN	DENTAL INSURANCE	1,006.13
10/23/2025	33654	ALS ENVIRONMENTAL	WQP	413.00
10/23/2025	33655	AQUA-FINE	LAB H20	25.80

10/23/2025	33656	CONSUMERS ENERGY	ELECTRIC BILLS	27,859.81
10/23/2025	33657	FLEIS & VANDENBRINK	SEWER CCTV PROFESSIONAL SERVICES 8/24-9/	1,500.00
10/23/2025	33658	GRAINGER	FLAG	63.60
10/23/2025	33659	GRAINGER	TRASH BAGS	104.76
10/23/2025	33660	GRAINGER	MATERIALS	221.66
10/23/2025	33661	MWEA	EXAM PREP	300.00
10/23/2025	33662	USA BLUE BOOK	LOCATOR	264.04
10/23/2025	33663	VESTIS	RUGS AND UNIFORMS	636.11
10/23/2025	33664	VESTIS	RUGS AND UNIFORMS	472.45
10/23/2025	33665	WILLIAMS & WORKS	PROFESSIONAL SERVICES - SAFE HARBOR TOWE	860.00
10/23/2025	33666	XYLEM DEWATERING SOLUTIONS INC	LS1P3 RENTAL	4,561.15
10/24/2025	972(E)	PAYCHEX	PAYROLL PD 10-24-25	32,514.51
10/24/2025	33667	HAVILAND	BLEACH	1,343.10
10/24/2025	33668	HAVILAND	FERRIC	784.00
10/24/2025	33669	METLIFE - GROUP BENEFITS	GRP ADD & LFE INS	402.77
10/24/2025	33670	MICHIGAN RURAL WATER ASSOC	S3 & S4 MEMBER REGISTRATION	380.00
10/30/2025	33671	ALS ENVIRONMENTAL	LCR	146.00
10/30/2025	33672	COMMUNICATIONS UNLIMITED LLC	AFTER HOURS PHONE	195.45
10/30/2025	33673	COMMUNICATIONS UNLIMITED LLC	AFTER HOURS PHONE	166.80
10/30/2025	33674	CRYSTAL FLASH	GAS FLEET FUEL	756.04
10/30/2025	33675	FLEIS & VANDENBRINK	PROFESSIONAL SERVICES	5,140.00
10/30/2025	33676	JOSEPH LAMB	TRAINING MATERIALS	157.62
10/30/2025	33677	TOP GRADE AGGREGATES LLC	SAND/CONCRETE	757.60
10/30/2025	33678	UPS	POSTAGE	25.00
10/30/2025	33679	USA BLUE BOOK	SUPPLIES	539.01
10/30/2025	33680	VESTIS	RUGS AND UNIFORMS	472.45

SEWCK TOTALS:

Total of 84 Disbursements:

185,822.97

**KALAMAZOO LAKE SEWER AND WATER AUTHORITY**  
**STATEMENT OF REVENUES AND EXPENSES**  
**AS OF OCTOBER 31, 2025**

	MTD		YTD		FY25 BUDGET	AVAILABLE BALANCE	% budget used
	10/01/25		03/01/25		03/01/25	Actual vs.	
	10/31/25		10/31/25		02/28/26	Budget	
<b>CONSOLIDATED REVENUES</b>							
613.000 Commodity	193,275.22		1,069,250.00		1,269,399.81	200,149.81	84.23%
614.000 Base	179,682.52		1,399,194.92		2,233,872.00	834,677.08	62.64%
628.000 Meter Install	-		8,060.00		20,000.00	11,940.00	40.30%
630.000 On/Off Fee	1,820.00		8,690.00		13,000.00	4,310.00	66.85%
651.000 Bank Fee	-		130.00		200.00	70.00	65.00%
657.000 Penalty	3,771.21		24,434.97		22,500.00	(1,934.97)	108.60%
665.000 Interest	33,089.69		75,621.87		150,000.00	74,378.13	50.41%
667.000 Equip Rental	350.00		1,050.00		1,000.00	(50.00)	105.00%
670.000 Misc. Income	-		4,522.98		5,000.00	477.02	90.46%
<b>TOTAL CONSOLIDATED REVENUES</b>	<b>\$ 411,988.64</b>		<b>\$ 2,590,954.74</b>		<b>\$ 3,714,971.81</b>	<b>\$ 1,124,017.07</b>	<b>69.74%</b>
<b>CONSOLIDATED EXPENDITURES</b>							
702.000 Wages	48,741.99		470,183.26		929,926.30	459,743.04	50.56%
702.400 OC/OT	8,907.90		86,956.41		128,728.32	41,771.91	67.55%
715.000 Benefits	15,972.55		189,017.91		346,388.89	157,370.98	54.57%
727.000 Education/Training	837.62		837.62		12,000.00	11,162.38	6.98%
728.000 Occupational Medical	-		1,520.28		2,000.00	479.72	76.01%
729.000 Membership/Subscriptions	-		1,835.57		3,600.00	1,764.43	50.99%
730.000 Miss Dig	-		1,724.62		5,600.00	3,875.38	30.80%
731.000 Office	3,522.67		40,500.98		80,457.00	39,956.02	50.34%
731.100 Bank Fee	108.97		(3,340.46)		1,000.00	4,340.46	-334.05%
731.200 IT	4,779.37		26,455.12		39,850.00	13,394.88	66.39%
731.300 Employee Morale	-		-		-	-	n/a
732.000 Safety Equip	-		5,093.45		8,000.00	2,906.55	63.67%
733.000 Lab Equip/Supply	51.60		8,247.89		33,800.00	25,552.11	24.40%
734.000 Mailing	75.00		2,005.73		2,100.00	94.27	95.51%
745.000 Chemicals	3,470.20		62,472.66		143,047.50	80,574.84	43.67%
760.000 Uniforms/Rugs	2,644.10		17,059.37		22,000.00	4,940.63	77.54%
761.000 Metering	-		48,187.20		44,000.00	(4,187.20)	109.52%
770.000 Goods/Equip	2,609.77		45,487.58		50,000.00	4,512.42	90.98%
773.000 Miscellaneous	-		-		-	-	n/a
784.000 Capital Outlay	-		-		-	-	n/a
801.000 Audit/Accounting	1,627.50		33,612.70		45,300.00	11,687.30	74.20%
802.000 Authority	250.00		2,350.00		3,750.00	1,400.00	62.67%
803.000 Legal	11,646.33		42,240.72		50,000.00	7,759.28	84.48%
804.000 Engineering	12,640.00		59,900.60		101,500.00	41,599.40	59.02%
807.000 Lab Services	853.75		28,563.61		38,800.00	10,236.39	73.62%
850.000 Telecomm	1,288.09		13,465.63		26,500.00	13,034.37	50.81%
860.000 Mileage	-		-		500.00	500.00	0.00%
861.000 Fuel	1,539.24		18,872.75		40,000.00	21,127.25	47.18%
920.000 Natural Gas	41.33		4,105.18		7,890.00	3,784.82	52.03%
921.000 Electric	27,859.81		237,757.78		285,472.34	47,714.56	83.29%
929.000 Collection/Distribution	757.60		41,508.99		155,000.00	113,491.01	26.78%
930.000 Equip Maintenance	9,510.32		134,578.73		140,000.00	5,421.27	96.13%
931.000 Building Maintenance	368.39		7,369.70		7,000.00	(369.70)	105.28%
932.000 Fleet Maintenance	-		6,589.39		20,000.00	13,410.61	32.95%
934.000 Repair/Replace	1,307.91		56,634.04		555,000.00	498,365.96	10.20%
959.000 Regulatory Fees	-		765.00		7,100.00	6,335.00	10.77%
965.000 Authority Insurance	-		46,414.00		46,434.00	20.00	99.96%
<b>TOTAL CONSOLIDATED EXPENDITURES</b>	<b>\$ 161,412.01</b>		<b>\$ 1,738,974.01</b>		<b>\$ 3,382,744.35</b>	<b>\$ 1,643,770.34</b>	<b>51.41%</b>
<b>NET OF CONSOLIDATED REVENUES &amp; EXPENDITURES</b>	<b>\$ 250,576.63</b>		<b>\$ 851,980.73</b>		<b>\$ 332,227.46</b>	<b>\$ (519,753.27)</b>	<b>n/a</b>

Note: Unaudited Financial Statement. For internal use only.  
11/10/2025

**KALAMAZOO LAKE SEWER AND WATER AUTHORITY**  
**STATEMENT OF REVENUES AND EXPENSES-SEWER**  
**AS OF OCTOBER 31, 2025**

SEWER	MTD	YTD	FY25 BUDGET	AVAILABLE BALANCE	% budget
	10/01/25	03/01/25	03/01/25	Actual vs.	used
	10/31/25	10/31/25	02/28/26	Budget	
<b>CONSOLIDATED REVENUES</b>					
613.000 Commodity	74,155.32	431,469.98	557,237.14	125,767.16	77.43%
614.000 Base	87,818.05	687,847.72	1,104,480.00	416,632.28	62.28%
628.000 Meter Install	-	-	-	-	n/a
630.000 On/Off Fee	-	-	-	-	n/a
651.000 Bank Fee	-	130.00	80.00	(50.00)	162.50%
657.000 Penalty	1,483.91	9,507.97	9,000.00	(507.97)	105.64%
665.000 Interest	18,765.25	44,712.27	60,000.00	15,287.73	74.52%
667.000 Equip Rental	-	-	-	-	n/a
670.000 Misc. Income	-	4,522.98	2,000.00	(2,522.98)	226.15%
<b>TOTAL CONSOLIDATED REVENUES</b>	<b>\$ 182,222.53</b>	<b>\$ 1,178,190.92</b>	<b>\$ 1,732,797.14</b>	<b>\$ 554,606.22</b>	<b>67.99%</b>
<b>CONSOLIDATED EXPENDITURES</b>					
702.000 Wages	19,496.80	188,073.30	371,970.52	183,897.22	50.56%
702.400 OC/OT	3,563.16	34,782.55	51,491.33	16,708.78	67.55%
715.000 Benefits	6,389.02	75,627.17	138,555.56	62,928.39	54.58%
727.000 Education/Training	213.05	213.05	4,800.00	4,586.95	4.44%
728.000 Occupational Medical	-	608.11	800.00	191.89	76.01%
729.000 Membership/Subscriptions	-	451.96	1,800.00	1,348.04	25.11%
730.000 Miss Dig	-	862.31	2,240.00	1,377.69	38.50%
731.000 Office	2,057.79	26,237.31	32,182.80	5,945.49	81.53%
731.100 Bank Fee	332.41	2,749.19	500.00	(2,249.19)	549.84%
731.200 IT	1,911.75	10,582.07	15,940.00	5,357.93	66.39%
731.300 Employee Morale	-	-	-	-	n/a
732.000 Safety Equip	-	2,037.38	3,200.00	1,162.62	63.67%
733.000 Lab Equip/Supply	51.60	5,380.15	24,050.00	18,669.85	22.37%
734.000 Mailing	30.00	802.29	840.00	37.71	95.51%
745.000 Chemicals	1,321.24	36,604.55	112,849.50	76,244.95	32.44%
760.000 Uniforms/Rugs	2,644.10	17,059.37	8,800.00	(8,259.37)	193.86%
761.000 Metering	-	-	-	-	n/a
770.000 Goods/Equip	978.62	13,209.30	20,000.00	6,790.70	66.05%
773.000 Miscellaneous	-	-	-	-	n/a
784.000 Capital Outlay	-	-	-	-	n/a
801.000 Audit/Accounting	651.00	13,445.08	18,120.00	4,674.92	74.20%
802.000 Authority	125.00	1,175.00	1,875.00	700.00	62.67%
803.000 Legal	4,658.53	16,896.29	25,000.00	8,103.71	67.59%
804.000 Engineering	1,844.00	36,758.94	57,500.00	20,741.06	63.93%
807.000 Lab Services	64.45	16,284.91	15,800.00	(484.91)	103.07%
850.000 Telecomm	515.24	5,386.27	14,900.00	9,513.73	36.15%
860.000 Mileage	-	-	200.00	200.00	0.00%
861.000 Fuel	461.77	5,738.74	12,000.00	6,261.26	47.82%
920.000 Natural Gas	16.53	1,642.05	3,156.00	1,513.95	52.03%
921.000 Electric	15,359.03	122,504.95	155,372.69	32,867.74	78.85%
929.000 Collection/Distribution	757.60	10,983.82	85,000.00	74,016.18	12.92%
930.000 Equip Maintenance	6,540.81	101,479.97	50,000.00	(51,479.97)	202.96%
931.000 Building Maintenance	147.36	3,368.19	2,800.00	(568.19)	120.29%
932.000 Fleet Maintenance	-	2,635.77	8,000.00	5,364.23	32.95%
934.000 Repair/Replace	653.96	50,905.55	140,000.00	89,094.45	36.36%
959.000 Regulatory Fees	-	765.00	5,700.00	4,935.00	13.42%
965.000 Authority Insurance	-	18,565.60	18,573.60	8.00	99.96%
<b>TOTAL CONSOLIDATED EXPENDITURES</b>	<b>\$ 70,784.82</b>	<b>\$ 823,816.19</b>	<b>\$ 1,404,017.00</b>	<b>\$ 580,200.81</b>	<b>58.68%</b>
<b>NET OF CONSOLIDATED REVENUES &amp; EXPENDITURES</b>	<b>\$ 111,437.71</b>	<b>\$ 354,374.73</b>	<b>\$ 328,780.14</b>	<b>\$ (25,594.59)</b>	<b>n/a</b>

Note: Unaudited Financial Statement. For internal use only.  
11/10/2025

**KALAMAZOO LAKE SEWER AND WATER AUTHORITY**  
**STATEMENT OF REVENUES AND EXPENSES-WATER**  
**AS OF OCTOBER 31, 2025**

WATER	MTD		YTD		FY25 BUDGET	AVAILABLE BALANCE	% budget used
	10/01/25	10/31/25	03/01/25	10/31/25	03/01/25 02/28/26	Actual vs. Budget	
<b>CONSOLIDATED REVENUES</b>							
613.000 Commodity	119,119.90		637,780.02		712,162.67	74,382.65	89.56%
614.000 Base	91,864.47		711,347.20		1,129,392.00	418,044.80	62.98%
628.000 Meter Install	-		8,060.00		20,000.00	11,940.00	40.30%
630.000 On/Off Fee	1,820.00		8,690.00		13,000.00	4,310.00	66.85%
651.000 Bank Fee	-		-		120.00	120.00	0.00%
657.000 Penalty	2,287.30		14,927.00		13,500.00	(1,427.00)	110.57%
665.000 Interest	14,324.44		30,909.60		90,000.00	59,090.40	34.34%
667.000 Equip Rental	350.00		1,050.00		1,000.00	(50.00)	105.00%
670.000 Misc. Income	-		-		3,000.00	3,000.00	0.00%
<b>TOTAL CONSOLIDATED REVENUES</b>	<b>\$ 229,766.11</b>		<b>\$ 1,412,763.82</b>		<b>\$ 1,982,174.67</b>	<b>\$ 569,410.85</b>	<b>71.27%</b>
<b>CONSOLIDATED EXPENDITURES</b>							
702.000 Wages	29,245.19		282,109.96		557,955.78	275,845.82	50.56%
702.400 OC/OT	5,344.74		52,173.86		77,236.99	25,063.13	67.55%
715.000 Benefits	9,583.53		113,390.74		207,833.33	94,442.59	54.56%
727.000 Education/Training	624.57		624.57		7,200.00	6,575.43	8.67%
728.000 Occupational Medical	-		912.17		1,200.00	287.83	76.01%
729.000 Membership/Subscriptions	-		1,383.61		1,800.00	416.39	76.87%
730.000 Miss Dig	-		862.31		3,360.00	2,497.69	25.66%
731.000 Office	1,464.88		14,263.67		48,274.20	34,010.53	29.55%
731.100 Bank Fee	(223.44)		(6,089.65)		500.00	6,589.65	-1217.93%
731.200 IT	2,867.62		15,873.05		23,910.00	8,036.95	66.39%
731.300 Employee Morale	-		-		-	-	n/a
732.000 Safety Equip	-		3,056.07		4,800.00	1,743.93	63.67%
733.000 Lab Equip/Supply	-		2,867.74		9,750.00	6,882.26	29.41%
734.000 Mailing	45.00		1,203.44		1,260.00	56.56	95.51%
745.000 Chemicals	2,148.96		25,868.11		30,198.00	4,329.89	85.66%
760.000 Uniforms/Rugs	-		-		13,200.00	13,200.00	0.00%
761.000 Metering	-		48,187.20		44,000.00	(4,187.20)	109.52%
770.000 Goods/Equip	1,631.15		32,278.28		30,000.00	(2,278.28)	107.59%
773.000 Miscellaneous	-		-		-	-	n/a
784.000 Capital Outlay	-		-		-	-	n/a
801.000 Audit/Accounting	976.50		20,167.62		27,180.00	7,012.38	74.20%
802.000 Authority	125.00		1,175.00		1,875.00	700.00	62.67%
803.000 Legal	6,987.80		25,344.43		25,000.00	(344.43)	101.38%
804.000 Engineering	10,796.00		23,141.66		44,000.00	20,858.34	52.59%
807.000 Lab Services	789.30		12,278.70		23,000.00	10,721.30	53.39%
850.000 Telecomm	772.85		8,079.36		11,600.00	3,520.64	69.65%
860.000 Mileage	-		-		300.00	300.00	0.00%
861.000 Fuel	1,077.47		13,134.01		28,000.00	14,865.99	46.91%
920.000 Natural Gas	24.80		2,463.13		4,734.00	2,270.87	52.03%
921.000 Electric	12,500.78		115,252.83		130,099.65	14,846.82	88.59%
929.000 Collection/Distribution	-		30,525.17		70,000.00	39,474.83	43.61%
930.000 Equip Maintenance	2,969.51		33,098.76		90,000.00	56,901.24	36.78%
931.000 Building Maintenance	221.03		4,001.51		4,200.00	198.49	95.27%
932.000 Fleet Maintenance	-		3,953.62		12,000.00	8,046.38	32.95%
934.000 Repair/Replace	653.95		5,728.49		415,000.00	409,271.51	1.38%
959.000 Regulatory Fees	-		-		1,400.00	1,400.00	0.00%
965.000 Authority Insurance	-		27,848.40		27,860.40	12.00	99.96%
<b>TOTAL CONSOLIDATED EXPENDITURES</b>	<b>\$ 90,627.19</b>		<b>\$ 915,157.82</b>		<b>\$ 1,978,727.35</b>	<b>\$ 1,063,569.53</b>	<b>46.25%</b>
<b>NET OF CONSOLIDATED REVENUES &amp; EXPENDITURES</b>	<b>\$ 139,138.92</b>		<b>\$ 497,606.00</b>		<b>\$ 3,447.32</b>	<b>\$ (494,158.68)</b>	<b>n/a</b>

Note: Unaudited Financial Statement. For internal use only.  
11/10/2025



**Kalamazoo Lake Sewer & Water Authority  
Minutes of Special Meeting  
October 10, 2025 1:30 p.m.  
KLSWA Offices**

1. Call to Order: Abby Bigford, Vice-Chair, called meeting to order at 1:30 P.M.
2. Roll Call: Present: Bigford, Clark, Freeman, Johnson, Ludwick Absent: None  
Staff Present: Interim Manager Bajc
3. Approval of Agenda: Motion to approve agenda as presented by Clark; support by Ludwick. Motion carried unanimously
4. Public Comments: No Public in attendance.
5. New Business: None

6. Old Business

- 1) Administrator Hiring Committee – Job Description was presented by Freeman for final edits. Freeman discussed changing job title in job description to “Administrator” and added the following data points: number of staff members, number of gallons of daily capacity of plant. Clark requested several terms of “manage” be replaced with “responsible for” or “oversee”. Johnson requested the Bachelors Degree requirement be removed and the salary range lowered. This request was denied by the Board as it does not align with the position level to be posted.

Motion to approve Job Description as amended by Bigford, support by Freeman. Role call vote: Bigford, Yes Clark, Yes Freeman, Yes Johnson, No Ludwick, Yes Motion carries 4 yeas, 1 no

Meeting unanimously adjourned at 2:33 P.M.

Abby Bigford  
Chair

Joe Clark  
Vice Chair

Greg Freeman  
Secretary-Treasurer



**Kalamazoo Lake Sewer & Water Authority  
Regular Commission Meeting  
Monday, October 27, 2025, at 11:00 A.M.  
KLSWA Office  
Meeting held in person**

- 1) **Call to Order:** 11:00am
  
- 2) **Roll Call:**  
Present: Ludwick, Freeman, Clark, Johnson  
Absent: Bigford  
Also Present: Interim Manager Bajc, Secretary Vink, Authority Attorney Nettleton
  
- 3) **Approval of Agenda**  
A Motion was made by Clark to approve the agenda as amended to include 5b. "Election of Officers."  
Supported by Johnson.  
Discussion: None.  
Motion carried unanimously via voice vote.
  
- 4) **Public Comment:** None  
*The Board requests that speakers respect the three-minute time limit for individual comments and the five-minute limit for those speaking on behalf of a group. This is not a question-and-answer session, but an opportunity to share your thoughts with the Board.*
  
- 5) **New Business**
  - a) **Resignation of Chair, Abby Bigford**  
A Motion was made by Johnson to accept Bigford's resignation. Supported by Freeman.  
Motion carried unanimously via voice vote.  
Saugatuck Township appointee to the Commission, Daniel DeFranco, was sworn in as a KLSWA Commissioner
  - b) **Election of officers**  
A Motion was made by Johnson to nominate Clark for Chair position. Supported by Freeman.  
Discussion: None.  
Motion carried unanimously via voice vote.  
A Motion was made by Johnson to nominate DeFranco for Vice Chair position. Supported by Clark.  
Discussion: None.  
Motion carried unanimously via voice vote.
  - c) **Candidate interview for KLSWA administrator**  
A Motion was made by Johnson for the KLSWA Chair and Vice Chair to meet with Howard Fink to draft an interim administrator employment agreement to be reviewed by the Authority's legal counsel, and authorize the Authority's legal counsel to undertake a background check, all for consideration by the Authority's Board of Directors. Supported by Ludwick.  
Discussion: Summarized tenets of urgency surrounding placement of interim administrator, candidate  
Howard Fink spoke of his approach to leadership  
Motion carried via voice vote of four to one.



**d) Review recruitment process for permanent administrator**

A Motion was made by Freeman to authorize and direct chair to execute contract with Walsh Municipal Services in consultation with Mika Meyers. Supported by DeFranco.

Discussion: Freeman reviewed recruiting vendor summary and recommended Walsh Municipal Services. Motion carried unanimously via voice vote.

**e) Establish workshop schedule**

Discussion: Commission to meet biweekly in accordance with OMA requirements for special meetings with the first workshop taking place on November 10, 2025 at 1:00pm.

Motion carried unanimously via voice vote.

**6) Old Business: none**

**7) Meeting Adjourn: 1:17pm**

**Meeting Schedule** – The next regular meeting, held on the third Monday of each month, is scheduled for November 17, 2025 at 10:00 A.M.

## Operations report 10-20-2025 to 11-15-2025

### Collections System:

1. Performed routine monthly inspection and maintenance of the collection system lift stations on 10-22-2025.
2. Performed Lift Station 1 wet well cleaning using the Vactor on 10-31-25 and 11-14-25.
3. All collection systems infrastructure is routinely checked for rodent infestation, heat issues and security/safety concerns.
4. 10-20-2025 and 11-2-2025. Ridgewood Oaks lift stations pump #2 failed due to flushed undergarments. Pump was removed, garments were removed and the pump was cleaned and put back into service.

### Distributions System:

1. KLSWA continues to assist Douglas with locating water service lines.
2. On 10-21-25 we experienced a service line break at 381 W Center St. It was discovered the damage was caused due to contractor activity. KLSWA did a repair only to discover that on 10-30-25 the service line started leaking again. We potholed the water main to shut the service off at the tap. A leaded line was found and as a result of that we did a partial service replacement on 10-31-25 and leaded line was abandoned. City of Douglas requested that a "penny plug" be installed in the abandoned line. This is scheduled to happen as soon as we have the manpower available.
3. On 11-3-25 we experienced a service line break due to contractor damage at 129 Park St. in Saugatuck. On 11-4-25 KLSWA performed partial line and meter replacement due to extensive damage to the service line.
4. On 11-4-25 we experienced a service line leak at 278 Lake Shore Drive. After excavation to the corp stop, it was determined that the line is leaded. Since the residence is seasonal, we turned the service line OFF and notified the Village of Douglas of our actions.
5. We are continuing to locate and GPS curb box locations for internal updates to GIS.
6. In addition to seasonal turn on requests, new construction, faulty meter top replacement, emergency shut off requests and customer water related issues, we continue to investigate meter misreads, that were flagged in monthly meter reading.
7. All distributions system infrastructure is routinely checked for rodent infestation, heat issues and security/safety concerns.
8. On 11-6-25 all the well houses were insulated and the heat was turned on, in anticipation of colder weather.
9. We are in the process of pumping down the 67 hydrants that have weep holes closed.

### WWTP Lab:

1. Performed routine discharges on 10-27-25.

## **WWTP Facility:**

1. WWTP grounds were mowed 10-21-2025.
2. On 11-10-25 the circulating pump for the boiler at the WWTP facility failed and it was replaced with a new one. The old circulating pump was sent to be rebuilt and will be kept at the shop as a spare.
3. On 10-31-2025 the North Sludge Lagoon line was jetted due to obstruction in the line. Partial obstruction is still present so we made arrangements to have the line televised prior to next discharge.
4. On 10-27-25 warranty work was performed on Lift Station 1 Generator. It was determined that the mechanical issue with the generator persist, and a new engine for the generator was ordered. Currently we are still on standby backup generator.

## **Miss Digs:**

1. 628 Miss Digs and location requests were received. In addition to seasonal turn off requests, new construction, faulty meter top replacement, emergency shut off requests and customer water related issues, we continue to investigate meter misreads, that were flagged in monthly meter reading.
2. Operational staff attended classes for State Certifications. A total of 9 days was spent participating in preparation classes. Entire operational staff took State Certification exams. Exams taken were Two D-4, one D-2, One S-3, One Class C and one class D license. Results are expected in mid-December.

Kaz Bajc  
Operations supervisor

**KALAMAZOO LAKE SEWER AND WATER AUTHORITY  
BILLED USAGE REPORT**

COMMUNITY	MONTH	GALLONS		MEU'S		BILLED ACCOUNTS	
	<u>September 2025</u>	WATER	SEWER	WATER	SEWER	WATER	SEWER
DOUGLAS		14,599,330	8,696,768	1,458	1,364	1,275	1,055
SAUGATUCK		11,142,936	7,322,167	1,302	1,107	978	837
SAUGATUCK TWP - NORTH		10,978,938	1,750,677	926	380	700	258
SAUGATUCK TWP - SOUTH		1,991,178	443,525	97	37	70	21
LAKETOWN		539,769	301,900	81	45	66	32
<b>TOTAL</b>		<b>39,252,151</b>	<b>18,515,036</b>	<b>3,864</b>	<b>2,931</b>	<b>3,089</b>	<b>2,203</b>

\*Irrigation on this sheet is at 1/2 of the MEUs reported on the usage report

Base

Comm

**KALAMAZOO LAKE SEWER AND WATER AUTHORITY  
BILLED USAGE REPORT**

MONTH	September 2025			BILLING DATE	10/15/202			
COMMUNITY	Billed Gallons	Gallon adj	Final Gallons	Billed Units	Billed Dollars	Billing Adj	Final Dollars	Rate
<b>DOUGLAS</b>								
Douglas Water Base				1,752.00	31,482.14		31,482.14	17.97
Saug Twp Water Base				1.00	19.00		19.00	19.00
Saug Twp Sewer Base				1.00	3.50		3.50	3.50
KLSWA Debt Serv Trea				1,361.00	10,438.40		10,438.40	7.67
KLSWA Sewer Debt LS				1,361.00	5,433.67		5,433.67	3.99
KLSWA Sewer Base				1,363.50	40,827.52		40,827.52	29.94
KLSWA Water Base				1,458.00	33,123.26		33,123.26	22.72
KLSWA Wtr Base Irrig				282.00	3,244.33		3,244.33	11.50
KLSWA Water Comm	14,599,329.80		14,599,329.80		43,800.57		43,800.57	3.00 per 1,000 gallons
KLSWA Sewer Comm	8,696,767.50		8,696,767.50		34,875.66		34,875.66	4.01 per 1,000 gallons
<b>TOTAL DOUGLAS</b>	<b>23,296,097.30</b>	<b>-</b>	<b>23,296,097.30</b>	<b>7,579.50</b>	<b>203,248.05</b>	<b>-</b>	<b>203,248.05</b>	
<b>SAUGATUCK</b>								
saug city water base				1,341.50	30,845.82		30,845.82	22.99
KLSWA Debt Serv Trea				1,101.00	8,122.60		8,122.60	7.38
KLSWA Sewer Debt LS				1,101.00	4,417.49		4,417.49	4.01
KLSWA Sewer Base				1,107.00	33,163.68		33,163.68	29.96
KLSWA Water Base				1,302.00	29,081.07		29,081.07	22.34
KLSWA Wtr Base Irrig				42.00	483.00		483.00	11.50
KLSWA Water Comm	11,142,936.20		11,142,936.20		33,532.15		33,532.15	3.01 per 1,000 gallons
KLSWA Sewer Comm	7,322,166.96		7,322,166.96		29,263.64		29,263.64	4.00 per 1,000 gallons
<b>TOTAL SAUGATUCK</b>	<b>18,465,103.16</b>	<b>-</b>	<b>18,465,103.16</b>	<b>5,994.50</b>	<b>168,909.45</b>	<b>-</b>	<b>168,909.45</b>	
<b>SAUGATUCK TWP - NORTH</b>								
Saug Twp Water Base				862.00	16,248.40	(245.00)	16,003.40	18.85
Saug Twp Sewer Base				381.50	1,333.13		1,333.13	3.49
KLSWA Debt Serv Trea				378.00	2,785.18		2,785.18	7.37
KLSWA Sewer Debt LS				5.00	20.00		20.00	4.00
KLSWA Sewer Base				379.50	11,366.85		11,366.85	29.95
KLSWA Water Base				926.00	21,232.37	(345.00)	20,887.37	22.93
KLSWA Wtr Base Irrig				72.50	836.44		836.44	11.54
KLSWA Water Comm	10,978,938.20		10,978,938.20		32,959.74	(0.02)	32,959.72	3.00 per 1,000 gallons
KLSWA Sewer Comm	1,750,677.00		1,750,677.00		7,023.34		7,023.34	4.01 per 1,000 gallons
<b>TOTAL SAUGATUCK TWP - NORTH</b>	<b>12,729,615.20</b>	<b>-</b>	<b>12,729,615.20</b>	<b>3,004.50</b>	<b>93,805.45</b>	<b>(590.02)</b>	<b>93,215.43</b>	



To: Kalamazoo Lake Sewer & Water Authority Board

From: Howard Fink, Interim Administrator

Date: 11/12/25

Subject: Week One

### **Executive Summary**

During the Board meeting, I am planning on summarizing my efforts on getting up to speed with the Authorities operations and future goals over the next two to three months. I look forward to strategizing with the board on how best to organize our priorities. If you would like to discuss this with me, please do not hesitate to reach out. Following Conversation on thy By-Laws, I would encourage the board to schedule a strategic planning discussion / workshop where we will begin to outline and map our organizational priorities over the next year.

### **Financial / Budget Information**

N/A

### **Legal Review**

N/A

### **Recommendation**

Recommend discussion and Deliberation



To: Kalamazoo Lake Sewer & Water Authority Board

From: Howard Fink, Interim Administrator

Date: 11/12/25

Subject: Administrative and Operational Update

### **Introduction**

First, thank you for the opportunity to serve the Kalamazoo Lake Sewer and Water Authority. My first week has focused on getting up to speed on key operational procedures, administrative systems, and current issues facing the Authority. I have met with both office and operations staff.

As is common in smaller government offices, there is not a formal onboarding process. Staff have noted that previous administrations tended to operate in silos, and many of my data requests have required some independent investigation. This is not unusual but does highlight an opportunity for future organizational improvement.

### **Email System**

After reviewing the Authority's email system and requesting administrative access (which I can further explain if the Board wishes), I discovered a compliance gap regarding record retention. Currently, the Authority uses Exchange Online Plan 1, which does not provide the ability to recover deleted emails—a requirement under FOIA and the Open Meetings Act. To address this, I will administratively upgrade the system to Exchange Online Plan 2 (or higher), which provides proper email archiving and retention. No Board action is required at this time.

### **Phone System**

The Authority is currently paying for 12 phone lines, many of which are unused or unassigned. Neither office nor operations staff currently have individual voicemail boxes, and all messages route through a single staff member (Joe Lamb). We are implementing a standard office greeting and assigning voicemail boxes to individual staff. In addition, unnecessary phone lines will be eliminated to reduce costs and improve efficiency.

### **Budget and Financial Systems**

Over the past week, I have been reviewing the budget process and familiarizing myself with the Authority's revenues and expenditures. I anticipate being ready to present a preliminary



operating budget to the Board within the next few weeks or months.

At this stage, I may not yet have full insight into every line item or projection, but I expect to be well positioned to facilitate a productive budget discussion.

Currently, most financial and accounting functions are outsourced to the Authority's auditors. While this arrangement is efficient, it is costly and limits internal understanding of financial linkages within daily operations. The following functions are currently performed by the auditors:

- Monthly bank reconciliations and postings (MERS DB/DC activity, payroll, interest, fees, and autopays)
- Preparation of monthly Board reports, including check registers, budget-to-actual reports, usage reports, and community reports
- Quarterly payments to participating communities for capital infrastructure reimbursements
- Audit preparation and coordination with the external auditors

The lack of an internal finance role or expanded bookkeeping responsibilities among staff creates a noticeable knowledge gap—again, not uncommon for a small organization. While I am not recommending immediate change, I believe it would be prudent over time to explore bringing some of these functions back in-house.

### **Plant Operations**

Most of my focus this week has been on administrative operations.

With Darryl no longer employed by the Authority, we are currently utilizing Fleis and VandenBrink to provide a contract operator, at a cost of approximately \$1,200 per week. Once Shawn receives his operator certification results, we anticipate returning full plant operations to in-house staff, eliminating this expense.

### **IT Systems and Assets**

I met with representatives from EGL, our IT partner, to review system assets and ongoing projects (see attached document).

The Authority currently operates three servers—one physical and two virtual. The physical VM server's licensing model will soon be discontinued for small and mid-sized organizations. EGL will provide a proposal to migrate BSA software to cloud-based hosting, which would allow us to retire the physical server and reduce maintenance costs.

No Board action is required at this time.

### **Development Reviews**

Northern Lights Condominiums:

The condominium association requested a review of their billing and service configuration.



The property is served by both a six-inch compound meter and a two-inch service line. Previously, they were incorrectly charged as if they had a six-inch service connection, which greatly inflated their bill.

I am evaluating a billing structure that charges based on total water usage through the compound meter but applies the ready-to-serve charge based on the two-inch service size. This would ensure fairness and consistency.

Saugatuck Township RV Development:

The Township's engineer submitted plans for a large RV complex showing a private water system with fire hydrants. After consulting with Chief Janik, we agreed that private hydrants are not acceptable. I have asked the engineer to revise the design accordingly. I will keep the Board informed as this progresses.

No Board action is needed at this time.

### **Closing**

In summary, this first week has been productive and informative. I look forward to continuing this work and will provide regular updates as these initiatives develop.

SAUGATUCK TWP - SOUTH

Douglas Water Base			4.50	81.00	81.00	18.00
Saug Twp Water Base			95.00	1,787.50	1,787.50	18.82
Saug Twp Sewer Base			34.50	120.75	120.75	3.50
KLSWA Debt Serv Trea			36.50	269.37	269.37	7.38
KLSWA Sewer Debt LS			18.00	72.00	72.00	4.00
KLSWA Sewer Base			36.50	1,095.00	1,095.00	30.00
KLSWA Water Base			97.00	2,219.50	2,219.50	22.88
KLSWA Wtr Base Irrig			8.00	92.00	92.00	11.50
KLSWA Water Comm	1,991,178.00	1,991,178.00		5,978.41	5,978.41	3.00 per 1,000 gallons
KLSWA Sewer Comm	443,525.00	443,525.00		1,774.12	1,774.12	4.00 per 1,000 gallons
<b>TOTAL SAUGATUCK TWP - SOUTH</b>	<b>2,434,703.00</b>	<b>-</b>	<b>2,434,703.00</b>	<b>330.00</b>	<b>13,489.65</b>	<b>-</b>

LAKETOWN

Saug Twp Water Base			74.00	1,110.00	1,110.00	15.00
Saug Twp Sewer Base			1.00	3.50	3.50	3.50
KLSWA Debt Serv Trea			43.50	321.03	321.03	7.38
KLSWA Sewer Base			44.50	1,335.00	1,335.00	30.00
KLSWA Water Base			81.00	1,863.00	1,863.00	23.00
KLSWA Wtr Base Irrig			1.00	11.50	11.50	11.50
KLSWA Water Comm	539,769.00	539,769.00		1,619.37	1,619.37	3.00 per 1,000 gallons
KLSWA Sewer Comm	301,900.00	301,900.00		1,207.62	1,207.62	4.00 per 1,000 gallons
<b>TOTAL LAKETOWN</b>	<b>841,669.00</b>	<b>-</b>	<b>841,669.00</b>	<b>245.00</b>	<b>7,471.02</b>	<b>-</b>
<b>TOTAL</b>	<b>57,767,187.66</b>	<b>-</b>	<b>57,767,187.66</b>	<b>17,153.50</b>	<b>486,923.62</b>	<b>(590.02)</b>



To: Kalamazoo Lake Sewer & Water Authority Board

From: Howard Fink, Interim Administrator

Date: 11/12/25

Subject: By Laws

### **Executive Summary**

Chair Person Joe Clark requested that the Board review and create a set of Authority By-Laws. I have included a draft set of By Laws that attorney Mark Nettleton created for the authority previously. In the packet is a clean copy and redlined version for your discussion. While not available for the packet, I will also be contacting our municipal liability insurance carrier for their feedback / advice on the document.

### **Financial / Budget Information**

N/A

### **Legal Review**

The document was prepared by legal counsel.

### **Recommendation**

Recommend discussion and Deliberation

## KALAMAZOO LAKE SEWER AND WATER AUTHORITY

### AUTHORITY COMMISSION

#### BYLAWS AND RULES OF PROCEDURE

##### **Section 1. Authority.**

These Bylaws and Rules of Procedure (the “Bylaws”) are adopted in accordance with Act 233, Public Acts of Michigan, 1955, as amended (“Act 233”), and the Amended and Restated Articles of Incorporation of the Kalamazoo Lake Sewer and Water Authority (the “Authority”) for the Authority’s Commission (the “Commission”).

##### **Section 2. Commissioners.**

(a) **Membership and Appointment.** Authority Commissioners shall be appointed to and serve on the Commission in accordance with the Authority’s Articles of Incorporation. Terms of office for Commissioners shall be as provided in the Authority’s Articles of Incorporation

(b) **Bylaws and Rules.** Commissioners shall comply with these Bylaws.

(c) **Attendance.** Commissioners shall attend regular and special meetings of the Authority Commission. If any Commissioner is unable to attend a regular or special meeting, the Commission shall attempt to notify the Commission’s Secretary-Treasurer prior to the meeting.

(d) **Participation.** Commissioners shall give their best efforts toward participation at Commission meetings. Commissioners are expected to review any written materials submitted to the Commissioners prior to a meeting and to be prepared for each meeting.

##### **Section 3. Duties and Responsibilities.**

The members of the Authority Commission shall have the following principal duties and responsibilities, among others:

(a) To administer operate, maintain and manage the sewage disposal and water supply systems currently existing or hereinafter established in the Constituent Municipalities (collectively, the “System”) in accordance with contractual agreements between the Authority, the Constituent municipalities and applicable non-constituent municipalities including the County of Allegan.

(b) To exercise the duties of a fiduciary toward the Authority and discharge the duties of his or her position in a nonpartisan manner, in good faith, and with the degree of diligence, care and skill that an ordinarily prudent person would exercise under similar circumstances in a like position.

(c) To review, revise and set rates, charges and fees necessary for the support of the annual budget and operations of the Authority, including rates, charges and fees necessary to make necessary repairs, improvements, and extensions to the System.

(d) To review and approve necessary contracts for the proper operation of the Authority in accordance with Act 233, the Articles and any policies adopted by the Commission.

(e) To adopt rules and regulations for proper operation and management of the System in accordance with Act 233.

(f) To carry out other duties and responsibilities provided by law including, but not limited to, Act 233.

#### **Section 4. Conflicts of Interest.**

(a) If a Commissioner has a personal interest, whether direct or indirect, in any matter before the Authority that constitutes a potential conflict of interest, the Commissioner shall disclose the potential conflict of interest to other Authority members prior to the Authority Commission taking any action regarding the matter and the disclosure shall become part of the official record of the meeting.

(b) Subject to the relevant provisions of State law, the Authority shall develop policies and procedures with the objective of precluding the opportunity for the occurrence of transactions by the Authority that would create a conflict of interest involving Commissioners and Authority officers and employees. At a minimum, the Authority shall require compliance by each member of the Authority Commission, its officers, and/or employees who regularly exercise discretion over the award and management of Authority contracts, contractors, purchases or projects with the following:

(1) Immediate disclosure of the existence and nature of any business or financial interest of an individual or immediate family member, a family member's involvement in an application or request before the Commission or a business or financial interest in the outcome of a matter at issue or a financial interest in the company, association or entity of an applicant that would reasonably be expected to create a conflict of interest.

(2) Withdrawal by any member of the Authority Commission, Officers and/or employees from participation in or discussion or evaluation of any recommendation, or decision involving an Authority contract, purchase or project that would reasonably be expected to create a conflict of interest for that individual.

(c) In the case of an apparent conflict of interest, the Authority Commission may by majority vote of those present and voting declare a conflict of interest on the part of a Commission member. The member who has the apparent conflict shall not vote on the question of whether to declare a conflict of interest. If the vote of the voting Commission members results in a declaration of a conflict of interest, the member having the conflict shall not participate in or vote upon the matter at issue.

If a Commission member believes that there may be an appearance of a conflict of interest, the member shall state the nature of the possible conflict to the other members of the Commission, and shall also state whether he or she believes that he or she can nevertheless impartially consider and vote upon the application or request before the Commission. The other members of the Commission may then determine, by affirmative majority vote of those present and voting, whether a conflict of interest exists; if the Commission members thus determine that there is a conflict, the members shall not participate in or vote upon the matter at issue.

(d) If a Commission member has disclosed a conflict of interest, or if the Commission has determined by majority vote that a member has a conflict of interest, the Commission member shall depart from the table and shall not participate in any way in the matter.

### **Section 5. Removal.**

A member of the Authority Commission may be removed from office in accordance with the Authority's Articles of Incorporation.

### **Section 6. Officers.**

(a) **Officers of the Authority Commission.** The officers of the Commission shall be the Chairperson, the Vice-Chairperson and the Secretary-Treasurer. The officers shall be elected by affirmative majority vote of the Commission members present and voting. The Commission may by majority vote establish other officers in its discretion.

(b) **Term and Election.** The term of office of each officer shall be one year and until the officer's successor is elected and qualifies. Officers shall be elected at the first meeting of the calendar year or at the earliest convenient meeting thereafter.

(c) **Chairperson.** The Chairperson shall preside at meetings of the Commission and shall speak and vote at such meetings as any other Commissioner. The Chairperson shall nominate persons to serve on committees or advisory committees, subject to confirmation by majority vote of the Commission members present and voting. Unless otherwise provided by law or the Authority's Articles of Incorporation, the Chairperson shall not have any executive or administrative functions other than as a member of the Commission.

(d) **Vice-Chairperson.** The Vice-Chairperson shall preside at meetings of the Commission in the absence of the Chairperson. If for any reason the Chairperson is unable to discharge the duties of the office, the duties of the Chairperson shall be carried out by the Vice-Chairperson for the period during which the Chairperson is unable to discharge such duties. If the office of Chairperson becomes vacant, the Vice-Chairperson shall serve in that capacity until a new Chairperson is elected.

(e) **Secretary-Treasurer.** The Secretary-Treasurer shall keep an accurate record of the minutes of the proceedings of all Commission meetings and sign the minutes, after the minutes are approved by the Commission. In the absence of the Secretary-Treasurer at any meeting, the Commission may designate a "secretary pro tempore," who shall record the proceedings of such meeting.

## **Section 7. Commission Meetings.**

(a) **Schedule of Meetings.** Regular meetings of the Commission shall be held at least quarterly on a day and at a time to be determined by the Commission at its first meeting of the Authority's fiscal year.

(b) **Special Meetings.** A special meeting may be called by the Chair or any two (2) Commissioners by serving written notice of the time, place and purpose thereof upon each Commissioner personally, or by leaving it at a Commissioner's place of residence, at least eighteen (18) hours prior to the time of such meeting. Special meetings of the Commission at which all members are present or of which all absent members receive notice shall be deemed to be valid even though no written notice thereof may be given as above specified.

(c) **Meetings to be Public.** All meetings of the Commission shall be public meetings, held in compliance with the provisions of the Michigan's Open Meetings Act, Act 267 of the Public Acts of Michigan of 1976, as amended (the "Open Meetings Act").

(d) **Notices.** Notices of all Commission meetings and public hearings shall be prepared and posted in compliance with the applicable provisions of the Open Meetings Act.

(e) **Quorum.** A quorum for the conducting of business shall consist of at least a majority of the members of the Commission. If a quorum is not present, no official action may be taken, though the Commissioners present may discuss relevant Authority matters if they desire to do so. The Commission shall act by motion, resolution or ordinance. A vote of a majority of a quorum shall be required for passage of any Commission action.

(f) **Remote Attendance.**

(1) Commission members may be connected by means of a two-way communication device for the purpose of participating in any regular or special Commission meeting provided a quorum is physically present at the posted meeting place and the communication equipment allows everyone participating in the meeting to hear each other. All votes taken during the meeting shall be by roll call. Remote participation shall not be considered attendance for the purpose of establishing a quorum or receiving per diem. Such participation shall be approved in advance by the Chairperson and limited to no more than two (2) consecutive meetings or a total of three (3) meeting in any calendar year.

(2) Notwithstanding the provisions of Section 7(f)(1) above, in the event the President, Governor or County Emergency Management Coordinator (acting pursuant to the Emergency Management Act, Act 390 of the Public Acts of Michigan of 1976, as amended, or its successor or similar statute) has declared a state of emergency or disaster and it is not possible for the Commission to meet at a physical location, the Commission may conduct regular or special meetings by means of a two-way communication device without the physical presence of any members of the Commission, so long as the communication equipment allows everyone participating in the meeting, including members of the public participating remotely, to hear each other. All votes taken during the meeting shall be by roll call. The Commission shall ensure that such electronic meeting is otherwise held in accordance with the Open Meetings Act.

(g) **Closed Sessions.** The Authority Commission may meet in closed session only for the purposes specified in Section 8 of the Open Meetings Act.

(h) **Agenda.** A written agenda shall be prepared for each regular meeting. The order of business shall generally be as follows:

- (1) Call to order
- (2) Roll call
- (3) Review and approval of minutes of previous meeting
- (4) Review and approval of agenda for current meeting
- (5) Pay bills
- (6) Public comment
- (7) Manager's Report
- (8) Old business
- (9) New business
- (10) Adjournment

(i) **Inclusion of Matters in Agenda.**

(1) The Manager shall be responsible for preparing and distributing the Commission's agenda for any regular or special meeting. Items to be included on the Commission's printed agenda shall be provided to the Manager not less than one week prior to the date of the Commission meeting. Items not provided within that time frame may be added to a meeting agenda by vote of the Commission at the meeting.

(2) A written agenda for each meeting, together with any supporting materials and other information, shall be delivered to the residence of each Commissioner (and electronically if so requested), at least eighteen (18) hours in advance of each regularly scheduled or special meeting.

(j) **Rules of Order.** All meetings of the Commission shall be conducted in accordance with these Bylaws. The latest edition of Robert's Rules of Order may be consulted and used as a guide for the Commission in cases to which they may be deemed applicable, provided they are not in conflict with these Bylaws, Commission ordinances or applicable State statutes.

(1) The Presiding Officer shall preserve order and decorum and may speak to points or order in preference to other Commission Members. The Presiding Officer shall decide all parliamentary questions arising during a Commission meeting, subject to appeal and reversal by a majority of the Commission Members present.

(2) Any Commission Member may appeal a ruling of the Presiding Officer to the Commission. If the appeal is seconded, the Commission member making the appeal may briefly state the reason for the appeal and the Presiding Officer may briefly state the ruling. There shall be no debate on the appeal and no other Commission Member shall participate in the discussion. The question shall be: “whether to sustain the decision of the Presiding Officer.” be sustained if the majority of the Commission Members present vote “yea” on the question, the ruling of the Presiding Officer is sustained; if the majority votes “no,” the Presiding Officer’s decision is overruled.

(3) During Commission discussion and debate, no Commission Member shall speak until recognized for that purpose by the Presiding Officer. After such recognition, the Commission Member shall confine discussion to the question at hand and to its merits and shall not be interrupted except by a point of order or privilege raised by another Commission Member. Speakers should address their remarks to the Presiding Officer, maintain a courteous tone and avoid interjecting a personal note into the debate. The Presiding Officer, at his or her discretion and subject to the appeal process mentioned herein, may permit any person to address the Commission during its deliberations.

(k) **Voting.**

(1) Appointment to a deliberative body carries with it the obligation to vote. Commissioners present at a Commission meeting shall vote on every matter before the body, unless otherwise excused by a majority of the Members present based on a determination of a conflict of interest (in accordance with Section 4 of these Bylaws) or if prohibited from voting by law. A vote may be tabled, if necessary, to obtain the opinion of the Commission Attorney.

(2) A Commission Member who is present and abstains or does not respond to a roll call vote shall be counted as voting with the prevailing side and shall be so recorded, unless otherwise excused or prohibited by law from voting.

(3) The right to vote is limited to Members physically or electronically present at the time the vote is taken.

(4) Voting shall ordinarily be by voice vote; provided, however, that a roll call vote shall be taken if called for by the Chairperson, if requested by any member, or if required by law.

(5) When a roll call vote is taken the names of the Commission Members voting and their vote shall be entered into the minutes as such, provided, however, that where the vote is unanimous, it shall only be necessary to so state in the minutes. In all roll call votes the names of the Commission Members shall be called in the following order:

- i. The Commissioner who made the motion.
- ii. The Commissioner who seconded the motion.
- iii. All other Commissioners in any order.

(6) Except as otherwise stated in this Section or provided by law, an affirmative vote of a majority of the Authority Commission members present and voting shall be required for the approval of any motion, resolution or other action or decision.

(7) **Results of Voting.** In all cases where a vote is taken, the Presiding Officer shall declare the result. It shall be in order for any Commissioner voting in the majority to move for reconsideration of the vote on any question at the meeting or at the next succeeding meeting of the Commission. When a motion to reconsider fails, it cannot be renewed.

## **Section 8. Conduct at Commission Meetings.**

(a) Each member of the public desiring to address the Authority Commission during the public comment period on the Authority agenda shall be given an opportunity to speak for a period not to exceed three (3) minutes, unless otherwise extended by the Commission. All written statements should be given to the Secretary-Treasurer or Manager prior to the commencement of the meeting. All written statements and documents presented to the Authority Commission by an individual are considered public documents and shall be retained in the public record of the meeting.

(b) Members of the public wishing to address the Authority Commission shall first be recognized by the Chairperson, and each person who speaks shall address the entire Commission.

(c) **Disorderly Conduct at Meetings.** Individuals addressing the Authority Commission should take into consideration the rules of common courtesy. The public comment portion of the meeting cannot be used to make personal attacks against Authority Commissioners or Authority officers, employees, or volunteers. If the comments constitute a complaint or charge brought against an Authority officer, employee, or volunteer, that individual has the right to request a closed session. The Chairperson may call to order any person who is being disorderly by speaking or otherwise disrupting the meeting, failing to be germane, speaking longer than the allotted time, yelling, shouting or speaking vulgarities. Such person shall thereupon be seated until the Chairperson determines whether the person is in order. If a person is called out of order, he or she shall not be permitted to continue to speak at the same meeting, except by a majority vote of the Authority Commissioners members present. If the person continues to be disorderly to the extent that the Authority Commission cannot continue to conduct business, the Chairperson shall consider the person to be in breach of the peace and may request the assistance of a law enforcement officer to remove the person from the meeting. The Authority Commission shall have the right to adjourn the meeting if it is interrupted due to the disorderly conduct of any person. No person shall be removed from a public meeting, except for an actual breach of the peace committed at the meeting.

## **Section 9. Minutes.**

(a) Minutes of Commission meetings shall be prepared by the Secretary-Treasurer and, after approval, shall be signed by the Secretary-Treasurer. The Commission may engage a person other than a member of the Commission and other than the Secretary-Treasurer to act as a recording secretary for the Commission, in which case the minutes shall be signed by both the recording secretary and the Secretary-Treasurer.

(b) The minutes shall contain a brief synopsis of the meeting, including a statement of all motions, who moved and who seconded, the reasons given (if stated), and the outcome, with voice and roll call votes, as the case may be, recorded. If all Commissioners vote “yes” or “no,” the minutes may then reflect that the motion was carried or defeated by a unanimous vote. The minutes shall list the Commission members in attendance and those who are absent.

(c) Tentative minutes shall be available for public examination in the Authority office not more than eight days after the meeting. Approved minutes shall be available for public examination in the Authority office not more than five days after the meeting at which they are approved.

(d) The Secretary-Treasurer or other authorized Authority employee shall maintain copies of all minutes at the Authority office. Approved meeting minutes shall serve as the official record of Commission meetings.

### **Section 10. Manager.**

(a) The Commission shall appoint and fix the compensation of a Manager for the Authority, who shall serve at the pleasure of the Commission.

(b) The Manager shall supervise and be responsible for the day-to-day operation of the Authority, including: the control, supervision, management, and oversight of the System; the issuance of bonds, notes and other evidence of indebtedness approved by the Commission; the negotiation and establishment of compensation and other terms and conditions of employment for any employees of the Authority; the negotiation, supervision, and enforcement of contracts entered into by the Authority and approved by the Commission; and the supervision of contractors of the Authority in the performance of their duties. The Commission may delegate to the Manager of the Authority the power and responsibility to execute and deliver, and sign for, contracts, leases, obligations, and other instruments as have been approved by the Commission.

(c) The Manager of the Authority shall have all powers as are incident to the performance of his or her duties that are prescribed by the Act, the Articles of Incorporation, these By-laws, or by the Commission. All actions of the Manager shall be in accordance with policies adopted by the Commission and in compliance with applicable law.

### **Section 11. Immunity and Indemnification.**

(a) A Commissioner or an officer, appointee, or employee of the Authority shall not be subject to personal liability when acting in good faith within the scope of his or her authority or on account of the liability of the Authority. Unless otherwise specified by contract or other written document, the Authority shall indemnify and defend or may procure insurance indemnifying and/or providing for the defense of Authority officers, appointees, employees, and Commissioners from personal loss or accountability, for liability (including but not limited to judgments, attorney fees, penalties, fines and amounts paid in settlement) asserted by a person with regard to bonds or other obligations of the Authority, or from any personal liability or accountability by reason of the issuance of the bonds or other obligations of the Authority or by reason of any other action taken or the failure to act by the Authority.

(b) The indemnity and defense described in subsection (a), above, shall continue as to an individual who has ceased to be a Commissioner or an officer, appointee, or employee of the Authority and shall inure to the benefit of such indemnitee's heirs, executors and administrators.

(c) Unless otherwise waived as a part of a written contract or agreement, the right to indemnification conferred under this Section 11 shall be a contract right.

**Section 12. Amendments.**

(a) These Bylaws may be amended by concurring vote of a majority of the Commission members present at a public meeting.

(b) If an amendment to these Bylaws is proposed, it shall be submitted in writing by mail or personal delivery to all members of the Commission at least three days before the meeting at which the amendment is to be introduced.

THESE BYLAWS AND RULES OF PROCEDURE WERE ADOPTED BY THE AUTHORITY COMMISSION ON \_\_\_\_\_, 2020.

---

Secretary-Treasurer

# KALAMAZOO LAKE SEWER AND WATER AUTHORITY

## Authority Commission

### BYLAWS AND RULES OF PROCEDURE

#### Section 1. Authority.

These Bylaws and Rules of Procedure (the "Bylaws") are adopted in accordance with Act 233, Public Acts of Michigan, 1955, as amended ("Act 233"), and the Amended and Restated Articles of Incorporation of the Kalamazoo Lake Sewer and Water Authority (the "Authority") for the Authority's Commission (the "Commission").

#### Section 2. Commissioners.

(a) ~~(a)~~ **Membership and Appointment.** Authority Commissioners shall be appointed to and serve on the Commission in accordance with the Authority's Articles of Incorporation. Terms of office for Commissioners shall be as provided in the Authority's Articles of Incorporation

(b) ~~(b)~~ **Bylaws and Rules.** Commissioners shall comply with these Bylaws ~~and Rules of Procedure.~~

(c) ~~(c)~~ **Attendance.** Commissioners shall attend regular and special meetings of the Authority Commission. If any Commissioner is unable to attend a regular or special meeting, the Commission shall attempt to notify the Commission's Secretary-Treasurer prior to the meeting.

(d) ~~(d)~~ **Participation.** Commissioners shall give their best efforts toward participation at Commission meetings. Commissioners are expected to review any written materials submitted to the Commissioners prior to a meeting and to be prepared for each meeting.

#### Section 3. Duties and Responsibilities.

The members of the Authority Commission shall have the following principal duties and responsibilities, among others:

(a) ~~(a)~~ To administer operate, maintain and manage the sewage disposal and water supply systems currently existing or hereinafter established in the Constituent Municipalities (collectively, the "System") in accordance with contractual agreements between the Authority, the Constituent municipalities and applicable non-constituent municipalities including the County of Allegan.

Formatted: Normal

Formatted: Normal

Style Definition: Normal: Font: Times New Roman

Style Definition: Heading 1: Keep with next

Style Definition: Heading 2: Font: Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

Formatted: Top: 1", Bottom: 1", Header distance from edge: 1"

Formatted: Not Small caps

Formatted: Sub Title, Left

Formatted: Normal

Formatted: Body SS Indent

Formatted: Body SS Indent, Don't keep with next

Formatted: Heading 2, Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

Formatted: Normal

(b) ~~—(b)—~~To exercise the duties of a fiduciary toward the Authority and discharge the duties of his or her position in a nonpartisan manner, in good faith, and with the degree of diligence, care and skill that an ordinarily prudent person would exercise under similar circumstances in a like position.

(c) ~~—(c)—~~To review, revise and set rates, charges and fees necessary for the support of the annual budget and operations of the Authority, including rates, charges and fees necessary to make necessary repairs, improvements, and extensions to the System.

(d) ~~—(d)—~~To review and approve necessary contracts for the proper operation of the Authority in accordance with Act 233, the Articles and any policies adopted by the Commission.

(e) ~~—(e)—~~To adopt rules and regulations for proper operation and management of the System in accordance with Act 233.

(f) ~~—(f)—~~To carry out other duties and responsibilities provided by law including, but not limited to, Act 233.

#### Section 4. Conflicts of Interest.

(a) If a ~~member of the Authority Commission~~ Commissioner has a personal interest, whether direct or indirect, in any matter before the Authority that ~~member~~ constitutes a potential conflict of interest, the Commissioner shall disclose the potential conflict of interest to other Authority members prior to the Authority ~~Board~~ Commission taking any action regarding the matter and the disclosure shall become part of the official record of the meeting.

(b) Subject to the relevant provisions of State law, the Authority shall develop policies and procedures with the objective of precluding the opportunity for ~~an~~ the occurrence of transactions by the Authority that would create a conflict of interest involving ~~members of the Commissioners and Authority Board, Officers~~ officers and employees ~~of the Authority, Board, Officers~~ Commission, its officers, and/or employees ~~of the Authority~~ who regularly exercise discretion over the award and management of Authority contracts, contractors, purchases or projects with the following:

~~—(a) (1)~~ Immediate disclosure of the existence and nature of any business or financial interest of an individual or immediate family member, a family ~~members~~ member's involvement in an application or request before the Commission or a business or financial interest in the outcome of a matter at issue or a financial interest in the company, association or entity of an applicant that would reasonably be expected to create a conflict of interest.

~~—(b) (2)~~ Withdrawal by any member of the Authority ~~Board~~ Commission, Officers and/or employees from participation in or discussion or evaluation of any recommendation, or decision involving an Authority contract, purchase or project that would reasonably be expected to create a conflict of interest for that individual.

Formatted: Body SS Indent, Right: 0"

Formatted: Heading 2, Indent: First line: 1", Right: 0"

Formatted: Font: Not Bold

~~—(e)–(c) In the case of an apparent conflict of interest, the Authority Commission may by majority vote of those present and voting declare a conflict of interest on the part of a Commission member. The member who has the apparent conflict shall not vote on the question of whether to declare a conflict of interest. If the vote of the voting Commission members results in a declaration of a conflict of interest, the member having the conflict shall not participate in or vote upon the matter at issue.~~

~~If a Commission member believes that there may be an appearance of a conflict of interest, the member shall state the nature of the possible conflict to the other members of the Commission, and shall also state whether he or she believes that he or she can nevertheless impartially consider and vote upon the application or request before the Commission. The other members of the Commission may then determine, by affirmative majority vote of those present and voting, whether a conflict of interest exists; if the Commission members thus determine that there is a conflict, the members shall not participate in or vote upon the matter at issue.~~

~~(d) If a Commission member has disclosed a conflict of interest, or if the Commission has determined by majority vote that a member has a conflict of interest, the Commission member shall depart from the table and shall not participate in any way in the matter.~~

Formatted: Body SS Indent

#### **Section 5. Removal.**

A member of the Authority Commission may be removed from office in accordance with the Authority's Articles of Incorporation.

#### **Section 6. Officers.**

(a) ~~—(a) Officers of the Authority Commission.~~ The officers of the Commission shall be the Chairperson, the Vice-Chairperson and the Secretary-Treasurer. The officers shall be elected by affirmative majority vote of the Commission members present and voting. The Commission may by majority vote establish other officers in its discretion.

Formatted: Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

(b) ~~—(b) Term and Election.~~ The term of office of each officer shall be one year and until the officer's successor is elected and qualifies. Officers shall be elected at the first meeting of the calendar year or at the earliest convenient meeting thereafter.

(c) ~~—(c) Chairperson.~~ The Chairperson shall preside at meetings of the Commission and shall speak and vote asat such meetings as any other Commissioner. The Chairperson shall nominate persons to serve on committees or advisory committees, subject to confirmation by majority vote of the Commission members present and voting. Unless otherwise provided by law or the Authority's Articles of Incorporation, the Chairperson shall not have any executive or administrative functions other than as a member of the Commission.

(d) ~~—(d) Vice-Chairperson.~~ The Vice-Chairperson shall preside at meetings of the Commission in the absence of the Chairperson. If for any reason the Chairperson is unable to discharge the duties of the office, the duties of the Chairperson shall be carried out by the Vice-Chairperson, for the period during which the Chairperson is unable to discharge such duties. If

the office of Chairperson becomes vacant, the Vice-Chairperson shall serve in that capacity until a new Chairperson is elected.

(e) ~~—(e) Secretary-Treasurer.~~ The Secretary-Treasurer shall keep an accurate record of the minutes of the proceedings of all Commission meetings and sign the minutes, after the minutes are approved by the Commission. In the absence of the Secretary-Treasurer at any meeting, the Commission may designate a “secretary pro ~~tempore~~,” who shall record the proceedings of such meeting.

### Section 7. Commission Meetings.

(a) ~~—(a) Schedule of Meetings.~~ Regular meetings of the Commission shall be held at least quarterly on a day and at a time to be determined by the Commission at its first meeting of the Authority’s fiscal year.

**Formatted:** Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

(b) ~~—(b) Special Meetings.~~ A special meeting may be called by the Chair or any two (2) Commissioners by serving written notice of the time, place and purpose thereof upon each Commissioner personally, or by leaving it at a Commissioner’s place of residence, at least eighteen (18) hours prior to the time of such meeting. Special meetings of the Commission at which all members are present or of which all absent members receive notice shall be deemed to be valid even though no written notice thereof may be given as above specified.

(c) ~~—(c) Meetings to be Public.~~ All meetings of the Commission shall be public meetings, held in compliance with the provisions of the [Michigan’s Open Meetings Act, Act 267 of the Public Acts of Michigan of 1976, as amended \(the “Open Meetings Act”\)](#).

(d) ~~—(d) Notices.~~ Notices of [all Commission meetings and public hearings of the Commission](#) shall be prepared and posted in compliance with the applicable provisions of the Open Meetings Act.

(e) ~~—(e) Quorum.~~ A quorum for the conducting of business shall consist of at least a majority of the members of the Commission. If a quorum is not present, no official action may be taken, though the Commissioners present may discuss relevant Authority matters if they desire to do so. The Commission shall act by motion, resolution or ordinance. A vote of a majority of a quorum shall be required for passage of any Commission action.

**Formatted:** Font: Not Bold

(f) ~~—(f) Remote Attendance.~~ [Members](#)

**Formatted:** Font: Not Bold

[\(1\) Commission members](#) may be connected by means of a two-way communication device for the purpose of participating in any ~~Regular~~[regular](#) or ~~Special Board~~[special Commission](#) meeting provided a quorum is physically present at the posted meeting place and the communication equipment allows everyone [participating](#) in the meeting to hear each other. ~~Any~~[All](#) votes taken during the meeting shall be by roll call. Remote participation shall not be considered attendance for the purpose of establishing a quorum or receiving per diem. Such participation shall be approved in advance by the Chairperson ~~and~~ limited to no more than two (2) consecutive meetings or a total ~~—~~of three (3) meeting in any calendar year.

**Formatted:** Block, Indent: First line: 1"

~~(g)~~ (2) Notwithstanding the provisions of Section 7(f)(1) above, in the event the President, Governor or County Emergency Management Coordinator (acting pursuant to the Emergency Management Act, Act 390 of the Public Acts of Michigan of 1976, as amended, or its successor or similar statute) has declared a state of emergency or disaster and it is not possible for the Commission to meet at a physical location, the Commission may conduct regular or special meetings by means of a two-way communication device without the physical presence of any members of the Commission, so long as the communication equipment allows everyone participating in the meeting, including members of the public participating remotely, to hear each other. All votes taken during the meeting shall be by roll call. The Commission shall ensure that such electronic meeting is otherwise held in accordance with the Open Meetings Act.

(g) **Closed Sessions.** The Authority ~~Board~~Commission may meet in closed session only for the purposes specified in ~~section 15.268 Michigan Act 267~~Section 8 of 1976 as amended, the Open Meetings Act.

(h) ~~(h)~~ **Agenda.** A written agenda shall be prepared for each regular meeting. The order of business shall generally be as follows:

- ~~(1)~~ (1) Call to order
- ~~(2)~~ (2) Roll call
- ~~(3)~~ (3) Review and approval of minutes of previous meeting
- ~~(4)~~ (4) Review and approval of agenda for current meeting
- ~~(5)~~ (5) Pay bills
- ~~(6)~~ (6) Public comment
- ~~(7)~~ (7) Manager's Report
- ~~(8)~~ (8) Old business.
- ~~(9)~~ (9) New business.
- ~~(10)~~ (10) Adjournment.

(i) ~~(g)~~ **Inclusion of Matters in Agenda.**

~~(1)~~ (1) The Manager shall be responsible for preparing and distributing the Commission's agenda for any regular or special meeting. Items to be included on the Commission's printed agenda shall be provided to the Manager not less than one week prior to the date of the Commission meeting. Items not provided within that time frame may be added to a meeting agenda by vote of the Commission at the meeting.

Formatted: Font: Not Bold

Formatted: Heading 2

Formatted: Block #

Formatted: Keep with next

Formatted: Para Number

~~(2)~~ ~~\_\_\_\_\_~~ ~~(2)~~—A written agenda for each meeting, together with any supporting materials and other information, shall be delivered to the residence of each Commissioner (and electronically ~~o~~~~if~~ so requested), at least eighteen (18) hours in advance of each regularly scheduled or special meeting.

(j) ~~\_\_\_\_\_~~ ~~(h)~~ **Rules of Order.** All meetings of the Commission shall be conducted in accordance with these Bylaws ~~and Rules of Procedure.~~ The latest edition of Robert's Rules of Order ~~shall govern the~~ may be consulted and used as a guide for the Commission in ~~all~~ cases to which they ~~are~~may be deemed applicable, provided they are not in conflict with these ~~rules~~Bylaws, Commission ~~Ordinances~~ordinances or applicable State ~~Statutes~~statutes.

~~(1)~~ ~~\_\_\_\_\_~~ ~~(1)~~—The Presiding Officer shall preserve order and decorum and may speak ~~\_\_\_\_\_~~ to points or order in preference to other Commission Members. The Presiding Officer shall decide all parliamentary questions arising ~~under this parliamentary authority~~during a Commission meeting, subject ~~\_\_\_\_\_~~ to appeal and reversal by a majority of the Commission Members present.

~~(2)~~ ~~\_\_\_\_\_~~ ~~(2)~~—Any Commission Member may appeal ~~to the Commission~~ a ruling of ~~\_\_\_\_\_~~ the Presiding Officer. to the Commission. If the appeal is seconded, the Commission member making ~~\_\_\_\_\_~~ the appeal may briefly state the reason for the appeal and the Presiding Officer may ~~\_\_\_\_\_~~ briefly state the ruling. There shall be no debate on the appeal and no other ~~\_\_\_\_\_~~ Commission Member shall participate in the discussion. The question shall be: "whether to sustain the ~~\_\_\_\_\_~~ decision of the Presiding Officer." be sustained if the majority of ~~the~~the Commission ~~Members~~ present vote "yea" on the question, the ruling of the Presiding Officer is sustained; ~~otherwise if the majority votes "no," the Presiding Officer's decision~~ is overruled.

~~(3)~~ ~~\_\_\_\_\_~~ ~~(3)~~—During Commission discussion and debate, no Commission Member ~~\_\_\_\_\_~~ shall speak until recognized for that purpose by the Presiding Officer. After such ~~\_\_\_\_\_~~ recognition, the Commission Member shall confine discussion to the question at ~~\_\_\_\_\_~~ hand and to its merits and shall not be interrupted except by a point of order or ~~\_\_\_\_\_~~ privilege raised by another Commission Member. Speakers should address their remarks to the Presiding Officer, maintain a courteous tone and avoid ~~interjection~~interjecting a ~~\_\_\_\_\_~~ personal note into the debate. The Presiding Officer, at his or her discretion and ~~\_\_\_\_\_~~ subject to the appeal process mentioned herein, may permit any person to address ~~\_\_\_\_\_~~ the Commission during its deliberations.

#### ~~(k)~~ ~~\_\_\_\_\_~~ ~~(i)~~ **Voting.**

~~(1)~~ ~~\_\_\_\_\_~~ ~~(1)~~—Appointment to a deliberative body carries with it the obligation to vote. ~~\_\_\_\_\_~~ Commissioners present at a Commission meeting shall vote on every matter before the body, unless otherwise excused by a majority of the Members present ~~or if~~ based on a determination of a conflict of interest (in accordance with Section 4 of these Bylaws) or if prohibited from voting by law. A vote may be tabled, if necessary, to obtain the opinion of the Commission Attorney.

Formatted: Font: Not Bold

Formatted: Para Number, Indent: First line: 1", Outline numbered + Level: 1 + Numbering Style: 1, 2, 3, ... + Start at: 1 + Alignment: Left + Aligned at: 0.5" + Tab after: 0" + Indent at: 0"

Formatted: Para Number

Formatted: Heading 2

~~(2)~~ A Commission Member who is present and abstains ~~or does not respond to a roll call vote shall be counted as voting with the prevailing side and shall be so recorded, unless otherwise excused or prohibited by law from voting.~~

Formatted: Para Number

~~(3) Conflict of Interest, as set forth in Section 4, and otherwise provided by law shall be the sole reason for a Commission Member to abstain from voting. A vote may be tabled, if necessary, to obtain the opinion of the Commission Attorney.~~ The right to vote is limited to Members physically or electronically present at the time the vote is taken.

Formatted: Para Number

~~(4)~~ ~~(2)~~ Voting shall ordinarily be by voice vote; provided, however, that a roll call vote shall be taken if called for by the Chairperson, if requested by any member, or if required by law.

~~(5)~~ ~~(3)~~ When a roll call vote is taken the names of ~~her~~ the Commission Members voting and their vote shall be entered into the minutes as such, provided, however, that where the vote is unanimous, it shall only be necessary to so state in the minutes. In all roll call votes the names of the Commission Members shall be called in the following order:

- ~~i. (a)~~ The Commissioner who made the motion.
- ~~ii. (b)~~ The Commissioner who seconded the motion.
- ~~iii. (c)~~ All other Commissioners in any order.

Formatted: Para Number, Outline numbered + Level: 3 + Numbering Style: i, ii, iii, ... + Start at: 1 + Alignment: Left + Aligned at: 1.5" + Tab after: 0" + Indent at: 0"

~~(6)~~ ~~(4)~~ Except as otherwise stated in this Section or provided by law, an affirmative vote of a majority of the Authority Commission members present and voting shall be required for the approval of any motion, resolution or other action or decision.

Formatted: Para Number

~~(7)~~ ~~(5)~~ **Results of Voting.** In all cases where a vote is taken, the Presiding Officer shall declare the result. It shall be in order for any Commissioner voting in the majority to move for reconsideration of the vote on any question at the meeting or at the next succeeding meeting of the Commission. When a motion to reconsider fails, it cannot be renewed.

Formatted: Font: Bold

### Section 8. Conduct at Commission Meetings.

~~(l) (a) Members of the public wishing to address the Authority Commission shall first be recognized by the Chairperson, and each person who speaks shall address the entire Commission.~~

Formatted: Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

~~(a) (b)~~ Each member of the public desiring to address the Authority Commission during the public comment period on the Authority agenda shall be given an opportunity to speak for a period not to exceed three (3) minutes, unless otherwise extended by the Commission. All

written statements should be given to the Secretary-Treasurer or Manager prior to the commencement of the meeting. All written statements and documents presented to the Authority Commission by an individual are considered public documents and shall be retained in the public record of the meeting.

(b) Members of the public wishing to address the Authority Commission shall first be recognized by the Chairperson, and each person who speaks shall address the entire Commission.

(c) ~~(e)~~ **Disorderly Conduct at Meetings.** Individuals addressing the Authority Commission should take into consideration the rules of common courtesy. The public comment portion of the meeting cannot be used to make personal attacks against Authority Commissioners or Authority officers, employees, or volunteers. If the comments constitute a complaint or charge brought against an Authority officer, employee, or volunteer, that individual has the right to request a closed session. The Chairperson may call to order any person who is being disorderly by speaking or otherwise disrupting the meeting, failing to be germane, speaking longer than the allotted time, yelling, shouting or speaking vulgarities. Such person shall thereupon be seated until the Chairperson determines whether the person is in order. If a person is called out of order, he or she shall not be permitted to continue to speak at the same meeting, except by a majority vote of the Authority Commissioners members present. If the person continues to be disorderly to the extent that the Authority Commission cannot continue to conduct business, the Chairperson shall consider the person to be in breach of the peace and may request the assistance of a law enforcement officer to remove the person from the meeting. The Authority Commission shall have the right to adjourn the meeting if it is interrupted due to the disorderly conduct of any person. No person shall be removed from a public meeting, except for an actual breach of the peace committed at the meeting.

Formatted: Font: Bold

#### Section 9. Minutes.

(a) ~~(a)~~ Minutes of Commission meetings shall be prepared by the Secretary-Treasurer and, after approval, shall be signed by the Secretary-Treasurer. The Commission may engage a person other than a member of the Commission and other than the Secretary-Treasurer to act as a recording secretary for the Commission, in which case the minutes shall be signed by both the recording secretary and the Secretary-Treasurer.

Formatted: Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

(b) ~~(b)~~ The minutes shall contain a brief synopsis of the meeting, including a statement of all motions, who moved and who seconded, the reasons given (if stated), and the outcome, with voice and roll call votes, as the case may be, recorded. If all Commissioners vote "yes" or "no," the minutes may then reflect that the motion was carried or defeated by a unanimous vote. The minutes shall list the Commission members in attendance and those who are absent.

(c) ~~(e)~~ Tentative minutes shall be available for public examination in the Authority office not more than eight days after the meeting. Approved minutes shall be available for public examination in the Authority office not more than five days after the meeting at which they are approved.

(d) ~~(d)~~ The Secretary-Treasurer or other authorized Authority employee shall maintain copies of all minutes at the Authority office. Approved meeting minutes shall serve as the official record of Commission meetings.

**Section 10. Manager.**

(a) ~~(a)~~ The Commission shall appoint and fix the compensation of a Manager for the Authority, who shall serve at the pleasure of the Commission.

(b) ~~(b)~~ The Manager shall supervise and be responsible for the day-to-day operation of the Authority, including: the control, supervision, management, and oversight of the System; the issuance of bonds, notes and other evidence of indebtedness approved by the Commission; the negotiation and establishment of compensation and other terms and conditions of employment for any employees of the Authority; the negotiation, supervision, and enforcement of contracts entered into by the Authority and approved by the Commission; and the supervision of contractors of the Authority in the performance of their duties. The Commission may delegate to the Manager of the Authority the power and responsibility to execute and deliver, and sign for, contracts, leases, obligations, and other instruments as have been approved by the Commission.

(c) ~~(c)~~ The Manager of the Authority shall have all powers as are incident to the performance of his or her duties that are prescribed by the Act, the Articles of Incorporation, these By-laws, or by the Commission. All actions of the Manager shall be in accordance with policies adopted by the Commission and in compliance with applicable law.

**Section 11. Immunity and Indemnification.**

(a) ~~(a)~~ A Commissioner or an officer, appointee, or employee of the Authority shall not be subject to personal liability when acting in good faith within the scope of his or her authority or on account of the liability of the Authority. Unless otherwise specified by contract or other written document, the Authority shall indemnify and defend or may procure insurance indemnifying and/or providing for the defense of Authority officers, appointees, employees, and Commissioners from personal loss or accountability, for liability (including but not limited to judgments, attorney fees, penalties, fines and amounts paid in settlement) asserted by a person with regard to bonds or other obligations of the Authority, or from any personal liability or accountability by reason of the issuance of the bonds or other obligations of the Authority or by reason of any other action taken or the failure to act by the Authority.

(b) ~~(b)~~ The indemnity and defense described in subsection (a), above, shall continue as to an individual who has ceased to be a Commissioner or an officer, appointee, or employee of the Authority and shall inure to the benefit of such indemnitee's heirs, executors and administrators.

(c) ~~(c)~~ Unless otherwise waived as a part of a written contract or agreement, the right to indemnification conferred under this Section 11 shall be a contract right.

**Formatted:** Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

**Formatted:** Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

**Section 12. Amendments.**

(a) ~~(a)~~ These Bylaws ~~and Rules of Procedure~~ may be amended by concurring vote of a majority of the Commission members present at a public meeting.

(b) ~~(b)~~ If ~~an~~ amendment ~~into~~ these Bylaws ~~and Rules of Procedure~~ is proposed, it shall be submitted in writing by mail or personal delivery to all members of the Commission at least three days before the meeting at which the amendment is to be introduced.

THESE BYLAWS AND RULES OF PROCEDURE WERE ADOPTED BY THE AUTHORITY COMMISSION ON \_\_\_\_\_, ~~2019~~2020.

\_\_\_\_\_  
Secretary-Treasurer

**Formatted:** Indent: Left: 0", First line: 0.5", Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.25" + Indent at: 1.5"

**Formatted:** Normal

**Formatted:** Underline

**Formatted:** Signature, Keep with next

**Formatted:** Underline

**Formatted:** Signature



To: Kalamazoo Lake Sewer & Water Authority Board

From: Howard Fink, Interim Administrator

Date: 11/12/25

Subject: By Laws

### **Executive Summary**

To apply for a credit card, Huntington Bank requires the Authority to formally adopt a Credit Card Policy. Staff has prepared a draft policy for your review and consideration.

Under the proposed policy, only one credit card will be issued, and it will be assigned to the Manager. Any staff member needing to use the card will be required to sign it out through an established tracking process. This structure maintains strong internal controls while still providing the Authority with the necessary flexibility to make authorized purchases efficiently.

### **Financial / Budget Information**

N/A

### **Legal Review**

N/A

### **Recommendation**

Recommend discussion and approval of the attached credit card policy.

## **Fiscal Policy - Credit Cards**

### **I. POLICY**

- 1. Policy:** The Commissioners for The Kalamazoo Lake Sewer and Water Authority authorize The Administrator to conduct certain financial transactions through credit cards to enhance and/or improve the efficiency of The Kalamazoo Lake Sewer and Water Authority services and operations, as allowable by law.

### **II. PRINCIPLES**

- 1. Statutory References:** Public Act 156 of 1851 [MCL 46.11(m)] provides that The Kalamazoo Lake Sewer and Water Authority Commission may establish rules and regulations in reference to managing the interests and business of The Kalamazoo Lake Sewer and Water Authority and Public Act 266 of 1995 [MCL 129.242(1) et. seq.] requires that The Kalamazoo Lake Sewer and Water Authority Commission authorize, by Resolution, a credit card policy in conjunction with credit card agreement(s).
- 2. County Legislative or Historical References:** None.
- 3. Operational Guidelines - General:**
  - 3.a.** The Administrator shall be responsible for and have the authority to sign a credit card agreement with the card-issuing entity, and shall be responsible for monitoring usage and overseeing compliance with the credit card agreement and this policy.
    - 3.a.1.** The credit card may only be used for the purchase of goods and services for use in conducting the official business of The Kalamazoo Lake Sewer and Water Authority.
    - 3.a.2.** User of the credit card must submit documentation of what goods and services were purchased, the cost, the date of purchase and the official business for which purchased.
    - 3.a.3.** The officer or employee issued a credit card is responsible for credit card protection, custody, and must report lost or stolen cards immediately upon discovery.
    - 3.a.4.** The officer or employee is to return the credit card to The Kalamazoo Lake Sewer and Water Authority upon termination or request.
  - 3.b.** The Administrator, or his/her designee, shall be responsible for payment approval, accounting, and reporting concerning credit cards.

**3.b.1.** The Administrator, or his/her designee, shall prescribe internal control procedures for the use of credit cards in accordance with this policy.

**3.c.3.** The Administrator, or his/her designee, shall approve all credit card invoices prior to payment.

**4. Operational Guidelines - Additional:**

**4.a.1.** The balance including interest must be paid within sixty (60) days of the initial statement date.

**4.a.2.** Anyone who violates this policy or state statute shall immediately lose their credit card privileges and shall be disciplined, up to and including discharge, as well as make full restitution to The Kalamazoo Lake Sewer and Water Authority for any improper or disallowed purchases.

**4.a.3.** The total combined credit card limit of all credit cards shall not exceed 5 percent of the total combined sewer and water budget for the current fiscal year.

**5. Exceptions:** None applicable.

**6. Implementation Authority:** Upon adoption of this Statement of Policy and Principles, the Commissioners for The Kalamazoo Lake Sewer and Water Authority delegate to the Administrator the management responsibility for the Credit Card program in accordance with all applicable State statutes and this policy.

**7. Periodic Review:** The Administrator shall review this policy at least every two years and make any recommendations for changes to the The Kalamazoo Lake Sewer and Water Authority Commission.

## CREDIT CARD TRANSACTIONS

### Act 266 of 1995

AN ACT to authorize and regulate credit card transactions involving local units of government, including the use of credit cards by officers and employees of local units of government; and to provide for powers and duties of certain state and local agencies, officers, and employees.

**History:** 1995, Act 266, Eff. July 8, 1996

*The People of the State of Michigan enact:*

#### 129.241 Definitions.

##### Sec. 1.

As used in this act:

(a) "Budget" means a plan of financial operation for a given period of time, including an estimate of all proposed expenditures from the funds of a local unit and the proposed means of financing the expenditures. As used in section 4(1), budget does not include any of the following:

- (i) A fund for which the local unit acts as a trustee or agent.
- (ii) An intragovernmental service fund.
- (iii) An enterprise fund.
- (iv) A public improvement or building and site fund.
- (v) A special assessment fund.

(b) "Credit card" means a card or device issued under a credit card arrangement by a person licensed under 1984 PA 379, MCL 493.101 to 493.114, by a person licensed under the consumer financial services act, 1988 PA 161, MCL 487.2051 to 487.2072, or by a depository financial institution as defined in section 1a of the mortgage brokers, lenders, and servicers licensing act, 1987 PA 173, MCL 445.1651a.

(c) "Credit card arrangement" means an unsecured extension of credit for purchasing goods or services from the credit card issuer or any other person that is made to the holder of a credit card and that is accessed with a credit card.

(d) "Credit card policy" means a policy adopted by resolution of a local unit under section 3.

(e) "Governing body" means any of the following:

- (i) The council, commission, or other entity vested with the legislative power of a village.
- (ii) The council or other entity vested with the legislative power of a city.
- (iii) The township board of a township.
- (iv) The county board of commissioners of a county.
- (v) The board of county road commissioners of a county.
- (vi) The board of education of a local school district.
- (vii) The board of education of an intermediate school district.
- (viii) The board of trustees of a community college district.
- (ix) The official body to which is granted general governing powers over an authority or organization of government established by law that may issue obligations under the revised municipal finance act, 2001 PA 34, MCL 141.2101 to 141.2821, and that may expend funds of the authority or organization.

(x) A community mental health authority created under section 205 of the mental health code, 1974 PA 258, MCL 330.1205.

(f) "Local school district" means a school district organized under the revised school code, 1976 PA 451, MCL 380.1 to 380.1852, or a district governed by a special or local act.

(g) "Local unit" means any of the following:

- (i) A village.
- (ii) A city.
- (iii) A township.
- (iv) A county.
- (v) A county road commission.
- (vi) A local school district.

KALAMAZOO LAKE SEWER AND WATER AUTHORITY COMMISSION  
SAUGATUCK, MICHIGAN

At a regular meeting of the KLSWA Commission held at the KLSWA facility, 6449 Old Allegan Rd, Saugatuck, Michigan, on November 17, 2025 \_\_\_\_\_, supported by \_\_\_\_\_, moved the adoption of the following resolution.

RESOLUTION No. 2025-01

RESOLUTION TO AUTHORIZE

COMMERCIAL CREDIT CARD ACCOUNT AGREEMENT

WHEREAS, the Kalamazoo Lake Sewer and Water Authority (the "Authority") is authorized by Act 266 of the Public Acts of Michigan of 1995, as amended ("Act 266") to authorize and regulate credit card transactions including the use of credit cards by officers and employees of the City; and

WHEREAS, the Authority and Huntington National Bank (the "Bank") wish to enter the Commercial Card Account Agreement attached hereto as Exhibit 1; and

WHEREAS, use of credit cards by officers and employees of the Authority will be subject to and will comply with the Credit Card Policy CP-19 adopted by the Authority on November 17, 2025.

NOW, ~~HEREFORE,~~ BE IT HEREBY RESOLVED AS FOLLOWS:

1. The Authority Commission determines that it is necessary and in the best interest of the Authority to enter the Commercial Card Account Agreement with Huntington National Bank for the use of credit cards by officers and employees of the Authority.

2. The Treasurer, Greg Freeman, or his successor, is hereby authorized to execute and file all documents, instruments and certificates necessary or required to effectuate the execution of the Commercial Card Account Agreement.

3. The execution and issuance of the Commercial Card Account Agreement shall be subject to the Kalamazoo Lake Sewer and Water Authority Credit Card Policy.

4. All resolutions and parts of resolutions in conflict herewith shall be and the same are hereby rescinded.

YEAS: Members: None \_\_\_\_\_

NAYS: Members: None \_\_\_\_\_

ABSTAIN: Members: None \_\_\_\_\_

RESOLUTION DECLARED ADOPTED.

Kalamazoo Lake Sewer and Water Authority

I, the undersigned, the duly qualified and acting Chair of the Kalamazoo Lake Sewer and Water Authority (the "Authority"), do hereby certify that the foregoing is a true and complete copy of a Resolution adopted by the KLSWA Commission for the Authority at a regular meeting held on the 17<sup>th</sup> day of November, 2025 the original of which is on file in my office. Public notice of said meeting was given pursuant to and in compliance with the Open Meetings Act, being Act No. 267, Public Acts of Michigan, 1976, as amended, including in the case of a special or rescheduled meeting notice by publication or posting at least eighteen (18) hours prior to the time set for the meeting.

Commission Chair: \_\_\_\_\_

Date: \_\_\_\_\_

- (vii) An intermediate school district.
- (viii) A community college district.
- (ix) An authority or organization of government established by law that may issue obligations under the revised municipal finance act, 2001 PA 34, MCL 141.2101 to 141.2821, and that may expend funds of the authority or organization.
- (x) A community mental health authority created under section 205 of the mental health code, 1974 PA 258, MCL 330.1205.

**History:** 1995, Act 266, Eff. July 8, 1996 ;-- Am. 2000, Act 169, Imd. Eff. June 20, 2000 ;-- Am. 2002, Act 257, Imd. Eff. May 1, 2002

### **129.242 Credit card arrangement; use of credit cards.**

#### Sec. 2.

- (1) Subject to sections 3 and 5, the governing body of a local unit may enter into a credit card arrangement.
- (2) A credit card arrangement or the use of credit cards under this act is not subject to the revised municipal finance act, 2001 PA 34, MCL 141.2101 to 141.2821, or to provisions of law or charter concerning the issuance of debt by a local unit.

**History:** 1995, Act 266, Eff. July 8, 1996 ;-- Am. 2002, Act 257, Imd. Eff. May 1, 2002

### **129.243 Adoption of resolution; written policy; provisions.**

#### Sec. 3.

A local unit shall not be a party to a credit card arrangement unless the governing body of the local unit has adopted by resolution a written policy that provides all of the following:

- (a) That an officer or employee designated by the credit card policy is responsible for the local unit's credit card issuance, accounting, monitoring, and retrieval and generally for overseeing compliance with the credit card policy.
- (b) That a credit card may be used only by an officer or employee of the local unit for the purchase of goods or services for the official business of the local unit. In addition, the credit card policy may limit the specific official business for which credit cards may be used. This subdivision does not limit the applicability of chapter XXIVA or section 174, 175, 219a, or 490a of the Michigan penal code, Act No. 328 of the Public Acts of 1931, being sections 750.157m to 750.157w, 750.174, 750.175, 750.219a, and 750.490a of the Michigan Compiled Laws; section 1a of the code of criminal procedure, Act No. 175 of the Public Acts of 1927, being section 769.1a of the Michigan Compiled Laws; or any other law, or ordinance, applicable to use of a credit card, issued by a local unit, for other than official business of the local unit.
- (c) That an officer or employee using credit cards issued by the local unit shall submit to the local unit documentation described in the credit card policy detailing the goods or services purchased, the cost of the goods or services, the date of the purchase, and the official business for which purchased.
- (d) That an officer or employee issued a credit card is responsible for its protection and custody and shall immediately notify the local unit if the credit card is lost or stolen.
- (e) That an officer or employee issued a credit card shall return the credit card upon the termination of his or her employment or service in office with the local unit.
- (f) For a system of internal accounting controls to monitor the use of credit cards issued by the local unit.
- (g) For the approval of credit card invoices before payment.
- (h) That the balance including interest due on an extension of credit under the credit card arrangement shall be paid for within not more than 60 days of the initial statement date. The local unit shall comply with this provision of the credit card policy.
- (i) For disciplinary measures consistent with law for the unauthorized use of a credit card by an officer or employee of the local unit.
- (j) Any other matters the governing body considers advisable.

**History:** 1995, Act 266, Eff. July 8, 1996

**129.244 Total combined authorized credit limit; limitation; payment of balance, annual fee, and interest.**

Sec. 4.

(1) The total combined authorized credit limit of all credit cards issued by a local unit shall not exceed 5% of the total budget of the local unit for the current fiscal year.

(2) The governing body of a local unit may include in its budget and pay the balance due on any credit cards, including the annual fee and interest.

**History:** 1995, Act 266, Eff. July 8, 1996

**129.245 Limiting or suspending authority to issue and use credit cards; issuance of order; hearing.**

Sec. 5.

After a hearing conducted under the administrative procedures act of 1969, Act No. 306 of the Public Acts of 1969, being sections 24.201 to 24.328 of the Michigan Compiled Laws, the department of treasury may issue an order limiting or suspending the authority of a local unit to issue and use credit cards under this act for failure to comply with the requirements of this act or with the requirements of the local unit's credit card policy.

**History:** 1995, Act 266, Eff. July 8, 1996

**129.246 Validity of credit card arrangement before effective date of act.**

Sec. 6.

A credit card arrangement entered into by a local unit before the effective date of this act is valid but may not be used for credit card transactions on or after the effective date of this act unless the requirements of sections 3 and 4 are complied with.

**History:** 1995, Act 266, Eff. July 8, 1996

**129.247 Effective date.**

Sec. 7.

This act shall take effect 6 months after the date of its enactment.

**History:** 1995, Act 266, Eff. July 8, 1996

October 31, 2025

Mr. Joe Clark  
Kalamazoo Lake Sewer & Water Authority  
6449 Old Allegan Road  
Saugatuck, MI 49453

RE: 2025 Clean Water State Revolving Fund Bond Issue

Dear Daniel and the Kalamazoo Lake Sewer & Water Authority Board,

Bendzinski & Co. Municipal Finance Advisors would like to thank you for the opportunity to serve as the Registered Municipal Advisor for the issuance of the above-mentioned bond issue. This letter will confirm the terms of our engagement:

- Act on behalf of Kalamazoo Lake Sewer & Water Authority (the "Issuer") with a fiduciary duty, which shall include a duty of loyalty and care in accordance with the rules and regulations set forth by the Municipal Securities Rulemaking Board ("Board" or "MSRB") and the Securities and Exchange Commission ("SEC");
- Prepare financial information and projections in cooperation with Issuer officials and engineers, in order to arrive at the amount of the issue to be sold and determine the methodology for the timely repayment of the bond issue;
- Attend meetings with Issuer's staff, its engineers, bond counsel, and Michigan Department of Environment, Great Lakes & Energy ("EGLE") staff for the purpose of planning the proposed SRF project;
- Provide assistance when requested to the Issuer, Issuer Attorney and Bond Counsel to ensure that all possible provisions are made towards the most advantageous sale of bonds;
- Prepare with the Issuer's cooperation, the Part 1 application required by the Municipal Finance Division of the Michigan Department of Treasury for their approval and expedite this approval;
- Prepare with the Issuer's cooperation, the financial processes required by the Michigan Department of Environment, Great Lakes & Energy Assistance Division, Municipal Facilities Section to obtain their approval;
- Prepare bond specifications for bond counsel including interest rate limitations, security pledge, term and other financial details of the bonds;
- Assist the Issuer with the required investment grade rating process;
- Preparation of the required User Charge System, if required; and
- Advise and assist the Issuer to enable them with a successful delivery of funds from Michigan Municipal Bond Authority.
- Usual and customary rate consultant services as may be requested by the Client.



Mr. Joe Clark  
Kalamazoo Lake Sewer & Water Authority  
October 31, 2025

Bendzinski & Co. proposes a fee of \$24,750. This fee includes all out-of-pocket expenses, meeting attendance, mileage, etc. This fee is payable upon closing of the bonds and can be included in the project costs to be paid out of the bond/loan.

We believe this provides you with the outline of the services we provide. The Registered Municipal Advisor fee is contingent upon the closing and delivery of the bonds. Although this form of compensation may be customary, it presents a conflict because Bendzinski & Co. may have an incentive to recommend unnecessary financings or financings that are disadvantageous to the Issuer. For example, when facts or circumstances arise that could cause the financing or other transaction to be delayed or fail to close, Bendzinski & Co. may have an incentive to discourage a full consideration of such facts and circumstances, or to discourage consideration of alternatives that may result in the cancellation of the financing or other transaction. Bendzinski & Co. manages and mitigates this conflict primarily by adherence to the fiduciary duty which it owes to municipal entities such as the Issuer which require it to put the interests of the Issuer ahead of its own.

The Municipal Advisory Council of Michigan (the “MAC”) assesses Bendzinski & Co., a \$450.00 fee for every bond issue where we act as municipal advisor in the State of Michigan. This fee will be included in the overall bond costs of issuance. Our membership in the MAC is voluntary, but the per bond issue assessment is meant to cover costs for credit reports and similar information available from the MAC that is used in the offering document and in other states is billed directly by a third-party. The MAC is a single-source municipal database for essential bond and note details for all local government issuers in Michigan. Among 23 distinctive credit reports, the MAC is the primary source for Issuer’s debt statements, overlapping debt and indirect debt, as used to determine suitability and as disclosed in official statements, (if applicable). The MAC tracks, monitors and records all Michigan new issue bond sales, whether competitive, negotiated or private placements and bond calls. The MAC does not do any lobbying. Robert J. Bendzinski, currently serves on the MAC Board of Directors.

Bendzinski & Co. is registered as a “municipal advisor” pursuant to Section 15B of the Securities Exchange Act and rules and regulations adopted by the SEC and the MSRB. As part of this registration Bendzinski & Co. is required to disclose to the SEC information regarding any criminal actions, regulatory actions, investigations, terminations, judgments, liens, civil judicial actions, customer complaints, arbitrations and civil litigation involving Bendzinski & Co. Pursuant to MSRB Rule G-42, Bendzinski & Co. is required to disclose any legal or disciplinary event that is material to the Issuer’s evaluation of Bendzinski & Co. or the integrity of its management or advisory personnel. Bendzinski & Co. has determined that no such event exists as there are no criminal actions, regulatory actions, investigations, terminations, judgments, liens, civil judicial actions, customer complaints, arbitrations or civil litigation involving Bendzinski & Co. that were required to be reported to the SEC.

The MSRB has made available on its website ([www.msrb.org](http://www.msrb.org)) a municipal advisory client brochure that describes the protections that may be provided by MSRB rules and how to file a complaint with the appropriate regulatory authority.



Mr. Joe Clark  
 Kalamazoo Lake Sewer & Water Authority  
 October 31, 2025

Copies of Bendzinski & Co.'s filings with the SEC can currently be found by accessing the SEC's EDGAR system Company Search Page, which is currently available at <https://www.sec.gov/edgar/searchedgar/companysearch.html> and searching for either Bendzinski & Co. or for our CIK number which is 1614475.

It is understood and agreed that either party to this contract of employment may terminate the contract for any reason upon thirty (30) days prior written notice to the other party. If our employment on this basis is agreeable to you, please endorse your acceptance hereof on this letter which will constitute our contract of employment.

Should you have any questions or require any additional information, please do not hesitate to call.

Sincerely,

**BENDZINSKI & CO.**  
**Municipal Finance Advisors**

Andy Campbell, CPA  
 Registered Municipal Advisor

Accepted: \_\_\_\_\_, 20\_\_

KALAMAZOO LAKE SEWER & WATER AUTHORITY, STATE OF MICHIGAN

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_