



**THE CHARTER TOWNSHIP OF NORTHVILLE
BROWNFIELD REDEVELOPMENT AUTHORITY
AGENDA**

Date: September 26, 2022
Time: 7:00 P.M.
Place: Northville Township Assembly Room
44405 6 Mile Road

Call To Order:

Roll Call: William Bufe, Jim Petrie, Matthew Heron, Joe Hige, Mark Knoth, Mike Nolta, Chris Roosen, Joe Vig, Janice Wilkiemeyer

Approval of Minutes: Brownfield Redevelopment Authority – May 10, 2022

New Business:

1. Charter Township of Northville (former Northville Psychiatric Hospital property)
Representative: Mark Abbo, Township Supervisor
Request: Summer 2022 Tax Increment Reimbursement
Action: Motion to Approve: Payment to REIS in the amount of **\$345,953.39** from Summer 2022 local tax increment revenues.

2. Charter Township of Northville (former Northville Psychiatric Hospital property)
Representative: Mark Abbo, Township Supervisor
Request: October 2022 Debt Service Payment (Interest Only)
Action: Motion to Approve: Interest payment to Bank of New York Mellon in the amount of **\$145,308.75**.

3. Charter Township of Northville (former Scott Correctional Facility – Revolving Fund Capture)
Representative: Mark Abbo, Township Supervisor
Request: Summer 2022 Tax Increment Reimbursement
Action: Motion to Approve: Payment to the Charter Township of Northville in the amount of **\$774,492.79** from Summer 2022 state and local tax increment revenues.

4. Charter Township of Northville

Representative: Mark Abbo, Township Supervisor

Request: To approve the *Amended By-laws* of the Charter Township of Northville Brownfield Redevelopment Authority ("Authority"), as prepared by the Township's brownfield attorney.

The purpose of the amended by-laws is to:

- 1) Revise the name of the Authority to correspond to the name in the Township Board Resolution approving the Authority, "Charter Township of Northville Brownfield Redevelopment Authority"
- 2) Clarify that the Authority Board of Directors is also the Board of Directors of the EDC, as was set forth in the Township Board Resolution approving the Authority.
- 3) Clarify that the Treasurer of the Authority may be a non-Director appointed by the Board, and to clarify that the three term limit does not apply to an appointed non-Director Treasurer.
- 4) Revise the Checks and Drafts section to allow the Board to delegate, by Resolution, to the Treasurer the authority to disburse funds that have been approved by the Township Board as part of its accounts payable process.

Action: Motion to Approve: To approve the By-Laws to the Charter Township of Northville Brownfield Redevelopment Authority, as amended, and to direct the Secretary to sign the revised by-laws.

5. Charter Township of Northville

Representative: Mark Abbo, Township Supervisor

Request: To formally appoint [name] as the Vice-Chair of the Authority.

Action: Motion to Approve: To approve the appointment of [name] as Vice-Chair of the Authority.

6. Charter Township of Northville

Representative: Mark Abbo, Township Supervisor

Request: To formally appoint the Northville Township Finance and Budget Director as Treasurer of the Authority.

Action: Motion to Approve: To approve the appointment of the Northville Township's Finance and Budget Director as Treasurer of the Authority.

7. Charter Township of Northville

Representative: Mark Abbo, Township Supervisor

Request: In accordance with Article IV, Section 3 of the amended by-laws, Resolution 2022-1 delegates to the Treasurer the authority to disburse funds in accordance with the Northville Township's accounts payable process.

Action: Motion to Approve: To approve Resolution 2022-1 delegating to the Treasurer the authority to disburse funds, including tax increment revenue and revenue generated by other financing sources.

Reports:

Seven Mile Reserve Summary

Demolition Update

Upcoming Meeting Dates: March 27, 2023 and September 25, 2023

Discussion

Adjournment



**THE CHARTER TOWNSHIP OF NORTHVILLE
BROWNFIELD REDEVELOPMENT AUTHORITY
MINUTES**

Date: May 10, 2022
Time: 5:30 P.M.
Place: Northville Township Assembly Room
44405 6 Mile Road

Call to Order: Secretary Petrie called the meeting to order at 5:44 P.M.

Roll Call:

Present: Matthew Heron, Joe Hige (left meeting at 6:04pm), Jim Petrie, Chris Roosen, Janice Wilkiemeyer

Absent: William Bufe, Mark Knoth, Mike Nolta, Joe Vig

Also present: Wendy Hillman, Finance Director
Mark Abbo, Township Supervisor

Approval of Minutes: Brownfield Redevelopment Authority – March 28, 2022.

MOTION by Hige, support by Heron, to approve the March 28, 2022 minutes as submitted.

Motion carried unanimously.

New Business:

1. Charter Township of Northville
Representative: Mark Abbo, Township Supervisor
Request: Approve Amended Land Banking Agreement as presented by Attorney Alan Helmkamp
Action: Motion to Approve: Amended Land Banking Agreement between the Northville Township Brownfield Redevelopment Authority and the State Land Bank Authority

Mr. Helmkamp explained that the Amended Land Banking Agreement deleted such items as land balancing, land dredging, and so on, that might arguably produce a new

pollution incident, and which were included as boiler plate language but did not represent the intent for this site. The change resulted in the State Land Bank removing the requirement for new pollution and liability insurance for \$1M, saving the Township approximately \$11K per year in premiums. As stated in Section 2.5 of the Amended Agreement, development activities are now limited to collection of soil and groundwater samples, or performance of other testing to accommodate environmental, geotechnical or other due diligence investigations preliminary to a purchase of a parcel(s).

MOTION by Roosen, support by Hige, to approve the Amended Land Banking Agreement between the Northville Township Brownfield Redevelopment Authority and the State Land Bank Authority.

Motion carried unanimously by voice vote.

2. Charter Township of Northville

Representative: Mark Abbo, Township Supervisor
Request: To delegate Northville Township's Finance & Budget Director as the Treasurer of the Northville Township Brownfield Redevelopment Authority, in accordance with Section 7 of the Northville Township Brownfield Redevelopment Authority Bylaws.
Action: Motion to Approve: the delegation of Northville Township's Finance & Budget Director as the Treasurer of the Northville Township Brownfield Redevelopment Authority

Finance Director Hillman explained that the BRA Bylaws required both a vice president and treasurer. A vice president would be appointed at the September meeting.

Regarding the treasurer, the Board had the authority to delegate a non-Board member as the treasurer. Because there would be monthly invoices as demolition proceeds, it was recommended by Counsel to appoint the Finance & Budget Director, who could work in an efficient and timely way with Chair Vig to get invoices approved and paid.

After review, it appeared the Bylaws were not clear regarding this action. With the understanding that such action would be to the benefit of the Brownfield Redevelopment Authority in the short run, the following motion was offered.

MOTION by Hige, support by Roosen, to approve the delegation of Northville Township's Finance & Budget Director as the Treasurer of the Northville Township Brownfield Redevelopment Authority, in accordance with Section 7 of the Northville Township Brownfield Redevelopment Authority Bylaws.

Discussion:

By this action the Board was designating treasurer responsibilities to the Finance & Budget Director, but the Finance & Budget Director could not be a member of the Board. The Board should get an opinion of Counsel before the September meeting as to whether this

could be a permanent designation, or whether a Board member should be elected treasurer, or if the Bylaws should be updated.

Finance Director Hillman suggested that, barring any other suggestion by Counsel, a Vice President and Treasurer be appointed at the September meeting, and in the interim, responsibilities of the treasurer such as paying invoices could be taken care of in a timely way by designating the Finance & Budget Director to have those responsibilities, as indicated by tonight's action.

Motion carried unanimously by voice vote.

Member Hige left the meeting at 6:04pm; there was no longer a quorum present.

Presentation: Legacy Park Committee

The remaining Board members present heard an update and presentation on Legacy Park from Jason Rhines, Chair of the Legacy Park Committee. The presentation will be emailed to Board members.

Legacy Park Committee members Gary Roberts and Mark Gasche were also present.

Public Comments

None

Upcoming Meeting Date: September 26, 2022.

Discussion

None

Adjournment

Meeting was adjourned at 6:40pm.

REIS Northville - Brownfield Redevelopment Project
TIR Reimbursement Request

Brownfield Redevelopment Authority
Summary Spreadsheet
Request for Reimbursement Approval

Development Reimbursement Expenditures				Interest	Baseline Environmental Assessment Activities	Due Care Investigation	Lead and Asbestos Abatement	Demolition	Site Preparation	Infrastructure Improvements	WCLBFT Admin Fees	Brownfield plan/work plan preparation and review	Total
Invoice Date	Vendor	Invoice #	Previous Balance										
10/1/2014	REIS	1	Site work	\$ -	\$ -	\$ 194,242	\$ -	\$ -	\$ 1,545,439	\$ 3,990,920	\$ 132,660	\$ 75,000	\$ 5,938,261
8/23/2019	REIS	2	Borrow Pit	-	-	-	465,000.00	1,035,000.00	-	-	-	-	1,500,000.00
8/23/2019	REIS	3	Interest - Borrow Pit	38,956.89	-	-	-	-	-	-	-	-	38,956.89
9/22/2020	REIS	4	Interest	1,114,066.42	-	-	-	-	-	-	-	-	1,114,066.42
9/22/2020	REIS	5	Site work	-	-	-	-	-	884,311.00	3,269,113.00	-	-	4,153,424.00
			Less amount over \$10 million cap	-	-	-	-	-	-	(91,684.59)	-	-	(91,684.59)
Total Amount Requested				\$ 1,153,023.31	\$ -	\$ 194,241.78	\$ 465,000.00	\$ 1,035,000.00	\$ 2,429,749.89	\$ 7,168,348.33	\$ 132,660.00	\$ 75,000.00	\$ 12,653,023.31
													E (1) = \$ 10,000,000.00
													E (2) = \$ 1,500,000.00

Invoice Date	Vendor	Invoice #	Date Invoice	Paid	Check #	Amount	Interest	Baseline Environmental Assessment Activities	Due Care Investigation	Lead and Asbestos Abatement	Demolition	Site Preparation	Infrastructure Improvements	WCLBFT Admin Fees	Brownfield plan/work plan preparation and review	total
10/1/2014	REIS	1	11/18/2014	118999		\$ 241,832.87	\$ -	\$ -	(140,007.41)	\$ -	\$ -	\$ -	\$ -	\$ (101,825.46)	\$ -	\$ (241,832.87)
10/1/2014	REIS	1	4/3/2015	120269		160,177.86	-	-	(54,234.37)	-	-	(75,108.95)	-	(30,834.54)	-	(160,177.86)
10/1/2014	REIS	1	10/2/2015	122047		118,392.96	-	-	-	-	-	(118,392.96)	-	-	-	(118,392.96)
10/1/2014	REIS	1	11/27/2015	122556		20,000.00	-	-	-	-	-	-	-	-	(20,000.00)	(20,000.00)
10/1/2014	REIS	1	4/8/2016	123688		122,998.73	-	-	-	-	-	(122,998.73)	-	-	-	(122,998.73)
10/1/2014	REIS	1	10/7/2016	125278		149,523.29	-	-	-	-	-	(149,523.29)	-	-	-	(149,523.29)
10/1/2014	REIS	1	4/7/2017	126798		2,985.66	-	-	-	-	-	(2,985.66)	-	-	-	(2,985.66)
10/1/2014	REIS	1	4/7/2017	126798		189,079.49	-	-	-	-	-	(189,079.49)	-	-	-	(189,079.49)
10/1/2014	REIS	1	10/6/2017	128226		1,458.87	-	-	-	-	-	(1,458.87)	-	-	-	(1,458.87)
10/1/2014	REIS	1	10/6/2017	128226		198,749.59	-	-	-	-	-	(198,749.59)	-	-	-	(198,749.59)
10/1/2014	REIS	1	4/6/2018	129970		175,937.36	-	-	-	-	-	(175,937.36)	-	-	-	(175,937.36)
10/1/2014	REIS	1	4/6/2018	129970		3,752.00	-	-	-	-	-	(3,752.00)	-	-	-	(3,752.00)
10/1/2014	REIS	1	10/12/2018	132206		213,306.08	-	-	-	-	-	(213,306.08)	-	-	-	(213,306.08)
10/1/2014	REIS	1	3/27/2019	134141		2,170.06	-	-	-	-	-	(2,170.06)	-	-	-	(2,170.06)
10/1/2014	REIS	1	3/27/2019	134141		186,005.65	-	-	-	-	-	(186,005.65)	-	-	-	(186,005.65)
8/23/2019	REIS	2	8/30/2019	135765		1,538,956.89	(38,956.87)	-	-	(465,000.00)	(1,035,000.00)	-	-	-	-	(1,538,956.87)
10/1/2014	REIS	1	10/4/2019	136157		253,343.91	-	-	-	-	-	(105,970.20)	(147,373.71)	-	-	(253,343.91)
10/1/2014	REIS	1	3/20/2020	138150		7,636.24	-	-	-	-	-	-	(7,636.24)	-	-	(7,636.24)
10/1/2014	REIS	1	3/20/2020	138150		209,321.85	-	-	-	-	-	-	(209,321.85)	-	-	(209,321.85)
10/1/2014	REIS	1	10/2/2020	139853		294,577.01	-	-	-	-	-	-	(294,577.01)	-	-	(294,577.01)
10/1/2014	REIS	1	4/6/2021	EFT 1578		241,086.25	-	-	-	-	-	-	(241,086.25)	-	-	(241,086.25)
10/1/2014	REIS	1	10/1/2021	EFT 1590		315,676.59	-	-	-	-	-	-	(315,676.59)	-	-	(315,676.59)
10/1/2014	REIS	1	3/28/2022	EFT 1636		277,741.98	-	-	-	-	-	(277,741.98)	-	-	-	(277,741.98)
10/1/2014	REIS	1	Pending Approval			345,953.39	-	-	-	-	-	(345,953.39)	-	-	-	(345,953.39)
Reimbursement Payment - TIR						\$ 5,270,664.58	\$ (38,956.87)	\$ -	\$ (194,241.78)	\$ (465,000.00)	\$ (1,035,000.00)	\$ (2,169,134.26)	\$ (1,215,671.65)	\$ (132,660.00)	\$ (20,000.00)	\$ (5,270,664.56)
Difference						\$ 5,270,664.58	\$ 1,114,066.44	\$ -	\$ -	\$ -	\$ -	\$ 260,615.63	\$ 5,952,676.68	\$ -	\$ 55,000.00	\$ 7,382,358.75

**REIS Northville - Brownfield Redevelopment Project
TIR Reimbursement Request**

The DAR contemplates approval of reimbursement requests for eligible activities from the NBRA. To the extent submission is approved by the NBRA, \$345,956.39 is eligible for reimbursement to REIS as follows:

	Total	Total	Total
	2022 Summer	2022 Winter	Capture
Total Capturable Local	\$ 383,265.33	\$ -	\$ 383,265.33
Total Capturable State	396,305.11	-	396,305.11
Total Capturable	779,570.44	-	779,570.44
Less: Local-only TIR from uncapping of ten-acre parcel (amount due to Township)	(37,311.94)	-	(37,311.94)
Less: Capturable State (amount due to Township)	(396,305.11)	-	(396,305.11)
Balance of local (amount due REIS)	<u>\$ 345,953.39</u>	<u>\$ -</u>	<u>\$ 345,953.39</u>



BNY MELLON

BANK NEWY01

FIN-DR



The Bank of New York Mellon
Corporate Trust
2001 Bryan St., 11th Floor
Dallas, TX 75201

Date: August 03, 2022
Loan#: CT2125769

RE : CHARTER TWP NORTHVILLE TAX BONDS



000142 XBNYMM01 000000
000142
CHARTER TOWNSHIP OF NORTHVILLE
ATTN: FINACE DIRECTOR
44405 SIX MILE ROAD
NORTHVILLE, MI 48168

Post Date: 8/3/2022
Check Date: 8/19/2022

Please be advised that payment in the amount of \$145,308.75 is due on 10/01/2022 for CHARTER TOWNSHIP OF NORTHVILLE BROWNFIELD REDEVELOPMENT AUTHORITY, COUNTY OF WAYNE, STATE OF MICHIGAN, TAX INCREMENT BONDS, SERIES 2021. The bondholder payment date is 10/01/2022. The details of the amount due are

	Amount in Dollars(\$)	
Principal	\$0.00	
Interest	\$145,308.75	- 243-906-991.001
Total Amount Due	\$145,308.75	

Refer to your governing docs for payment date rules
In order for us to ensure timely payments to Bondholders, funds must be sent in accordance with the instructions below.

If paying by wire, please include your account and loan number.

If paying by check, please include your account and loan number on your check.

For DTCC eligible issues: FAILURE TO COMPLY WITH THE DTCC SAME DAY FUNDS SETTLEMENT (SDFS) REQUIREMENTS MAY RESULT IN LATE PAYMENT TO HOLDERS, LATE FEES AND LOSS OF DTCC ELIGIBILITY.

If you are not in agreement with the information detailed on this bill, please contact at or by email at .

-----PLEASE DETACH AND REMIT WITH CHECK PAYMENT-----

Payment Instructions:
Wire Payments must be received by BNY Mellon before 11:00 E.S.T. on 10/01/2022.
The Bank of New York Mellon
ABA#: 021000018
IMMS#: 5335268400
Loan Account#: CT2125769

Check Payment Address:
Check payments must be received by BNY Mellon 5 business days prior to 10/01/2022.
The Bank of New York Mellon
Debt Service Billing-Direct Pays
P.O. Box 392005
Pittsburgh, PA 15251-9005

Amount Due: \$145,308.75

**Charter Township of Northville (NVT)
Brownfield Redevelopment Project
TIR Reimbursement Request**

Development Reimbursement Expenditures				Baseline Environmental Assessment Activities	Due Care Investigation	Lead and Asbestos Abatement	Demolition	Admin Fees	Accrued Interest	Total
Invoice Date	Vendor	Invoice #								
10/1/2019	Northville Township	1	Hospital Demolition Project	\$ -	\$ -	\$ 5,000,000.00	\$ -	\$ -	\$ -	\$ 5,000,000
10/1/2019	Northville Township	1	Accrued Interest on Unpaid Balance	-	-	-	-	-	233,561.39	233,561
Total Amount Requested				-	-	5,000,000.00	-	-	233,561.39	5,233,561

Invoice Date	Vendor	Invoice #	Date Invoice Paid	Check #	Amount	Baseline Environmental Assessment Activities	Pre-Plan Approval Environmental/ Due Care Activities	Due Care Compliance Activities	Additional Response Activities	Admin Fees	Accrued Interest	Total
10/1/2019	Northville Township	1	10/9/2020	139938	\$ 487,518.89	\$ -	\$ -	\$ (427,518.89)	\$ -	\$ -	\$ (60,000.00)	\$ (487,518.89)
10/1/2019	Northville Township	1	4/9/2021	141901	\$ 363,127.15	-	-	(319,688.58)	-	-	(43,438.57)	(363,127.15)
10/1/2019	Northville Township	1	10/1/2021	143746	\$ 604,089.89	-	-	(563,688.36)	-	-	(40,401.53)	(604,089.89)
10/1/2019	Northville Township	1	4/1/2022	145711	\$ 468,047.85	-	-	(442,224.12)	-	-	(25,823.73)	(468,047.85)
10/1/2019	Northville Township	1	Pending Approval		\$ 774,492.79	-	-	(751,764.63)	-	-	(22,728.16)	(774,492.79)
Reimbursement Payment - TIR					\$ 2,697,276.57	\$ -	\$ -	\$ (2,504,884.58)	\$ -	\$ -	\$ (192,391.99)	\$ (2,697,276.57)
Balance Due NVT						\$ -	\$ -	\$ 2,495,115.42	\$ -	\$ -	\$ 41,169.40	\$ 2,536,284.82

The Brownfield Redevelopment Authority has committed to repay the Township \$5 million dollars from the proceeds of the sale of the Five Mile property for costs incurred with the Seven Mile Property demolition project.

	Total Summer 2022	Total Winter 2022	Total 2022
Total Capturable Local	\$ 566,696.13	\$ -	\$ 566,696.13
Total Capturable State	335,552.66	-	335,552.66
Total Capturable	902,248.79	-	902,248.79
Less: Amount due State ^ 3 mills of SET	(127,756.00)	-	(127,756.00)
Balance of capture available to pay eligible expenses	\$ 774,492.79	\$ -	\$ 774,492.79

AMENDED AND RESTATED BYLAWS
OF THE CHARTER TOWNSHIP OF NORTHVILLE
BROWNFIELD REDEVELOPMENT AUTHORITY
OF THE CHARTER TOWNSHIP OF NORTHVILLE

ARTICLE I: Name and Address

Name. The name of the Authority is the Charter Township of Northville Brownfield Redevelopment Authority ~~of the Charter Township of Northville~~ (hereinafter referred to as the “Authority”). The address of the Authority is: 44405 Six Mile Road, Northville, Michigan 48168.

ARTICLE II: Directors

- Section 1. **General Powers.** The business affairs of the Authority shall be managed by a Board of Directors, except as otherwise provided by statute or by these bylaws.
- Section 2. **Board of Directors.** The Board of Directors (hereinafter referred to as the “Brownfield Board”) of the Authority shall ~~consist~~ be the Board of nine members Directors of the Economic Development Corporation of the Charter Township of Northville (hereinafter referred to as the “Directors”), as appointed by the Northville Township Board (“Township Board”) and shall have said powers as provided by statute (MCL 125.2651 et seq) and these bylaws.
- Section 3. **Replacement and Vacancies.** Subsequent Directors shall be appointed by the Township Board in the same manner as original appointments at the expiration of each Director’s term of office. A Director whose term of office has expired shall continue to hold office until his/her successor has been appointed by the Township Board. A Director may be reappointed by the Township Board to serve additional terms. If a vacancy is created by death or resignation, a successor shall be appointed by the Township Board within thirty (30) days to hold office for the remainder of the term of office so vacated.
- Section 4. **Removal.** A Director may be removed from office for inefficiency, neglect of duty, misconduct or malfeasance, by a majority vote of the Township Board.
- Section 5. **Conflict of Interest.** A Director who has a direct or indirect interest in any matter before the Authority shall disclose his/her interest prior to any discussion of the matter by the Authority, which disclosure shall become part of the record of the Authority’s official proceedings. The interested Director shall further refrain from participation in the Authority’s action

relating to the matter. Each Director, upon taking office and annually thereafter, shall acknowledge in writing that they have read and agreed to abide by this section.

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- Section 6. **Meetings.** The Brownfield Board shall adopt a schedule of regular meetings. Said meetings of the Brownfield Board may be called by or at the request of the Chairperson of the Brownfield Board or any two Directors. The meetings of the Brownfield Board shall be public, and the appropriate notice of such meetings shall be provided to the public. The Brownfield Board shall hold an annual meeting in the second calendar quarter of each year at which time officers of the Brownfield Board shall be elected as provided in Article III, Section 2.
- Section 7. **Notice.** Notice of any meetings shall be given in accordance with the Open Meetings Act (Act No. 267 of the Public Acts of 1976), as amended.
- Section 8. **Quorum.** A majority of the members of the Brownfield Board then in office constitutes a quorum for the transaction of business at any meeting of the Brownfield Board, provided that a majority of the Brownfield Board present may adjourn the meeting from time to time without further notice. The vote of the majority of the Directors present at a meeting at which a quorum is present constitutes the action of the Brownfield Board, unless the vote of a larger number is required by statute or by these Bylaws. Amendments of the Bylaws by the Brownfield Board require the vote of not less than a 2/3 majority of the members of the Brownfield Board then in office.
- Section 9. **Committees.** The Brownfield Board may, by resolution passed by a majority of the whole Brownfield Board, designate one or more committees, each committee to consist of one or more of the Directors of the Authority. The Brownfield Board may designate one or more Directors as alternate members of a committee, who may replace an absent or disqualified member at a meeting of the committee. In the absence or disqualification of a member of a committee, the members thereof present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Brownfield Board to act at the meeting in place of such an absent or disqualified member. A committee so designated by the Brownfield Board, to the extent provided in the resolution by the Brownfield Board, may exercise all power and authority of the Brownfield Board in the management of the business and affairs of the Authority.

ARTICLE III: Officers

- Section 1. **Officers.** The officers of the Authority shall be elected by the Brownfield Board and shall consist of a Chairperson, Vice Chairperson, Treasurer and Secretary. The Brownfield Board may appoint the Treasurer and/or a Recording Secretary who need not be a ~~member of the Brownfield Board~~Director.

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- Section 2. **Nomination, Election and ~~t~~Term of Office.** The Brownfield Board at the annual meeting shall elect or appoint the officers of the Authority. Candidates shall be nominated by a nominating committee composed of three members appointed by the Chairperson. The term of each office shall be for one (1) year. Each officer shall hold office until his/her successor is elected. No person shall hold office for more than three successive terms, except an appointed Treasurer who is not a Director.
- Section 3. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled, at any meeting of the Brownfield Board, for the unexpired portion of the term of such office.
- Section 4. **Chairperson and Vice Chairperson.** The Chairperson shall be the chief executive officer of the Authority, but he/she may, from time to time, delegate all or any part of his/her duties to the Vice-Chairperson. In his/her absence, the Vice Chairperson shall preside at all meetings of the Brownfield Board. He/she shall have general and active management of the business of the Authority and shall perform all the duties of the office as provided by law or these Bylaws. He/she shall be ex-officio a member of all standing committees and shall have the general powers and duties of supervision and management of the Authority.
- Section 5. **Secretary.** The Secretary shall attend all of the meetings of the Brownfield Board and see to the recording of all votes and the minutes of all proceedings in a book to be kept for that purpose and shall further perform all the duties for the standing committees when required. The Secretary shall further perform all duties of its office as provided by law or these bylaws. The Secretary shall see that a copy of all minutes of the Brownfield Board is promptly provided to the Northville Township Board.
- Section 6. **Treasurer.** The ~~t~~Treasurer shall insure that procedures are in place for custody of the Authority's funds and securities. All monies and other valuable effects in the name and to the credit of the Authority shall be deposited in such depositories as may be designated by the Brownfield Board of Directors pursuant to the adopted Investment Policy. He/she shall authorize such disbursements of the funds of the Authority as may be ordered by the Brownfield Board. The Treasurer shall report to the Brownfield Board at its regular meetings the financial condition of the Authority.
- Section 7. **Delegation of Duties of Offices.** In the absence of any officer of the Authority, or for any other reason that the Brownfield Board may deem sufficient, the Brownfield Board may delegate, from time to time and for such time as it may deem appropriate, the powers or duties or any of them,

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of such officer to any other officer, or to any Director, provided a majority of the Brownfield Board then in office concurs with said delegation.

Section 8. **Executive Committee.** The Chairperson, Vice Chairperson, Treasurer and Secretary shall comprise the Executive Committee. The Executive Committee may, upon a majority vote of the Brownfield Board, authorize the expenditure of up to \$1,500.00 for any expense listed as an eligible item for expenditure under the approved Authority funding guidelines. The Executive Committee must report any such expenditure to the Brownfield Board at the next regularly scheduled Board meeting.

ARTICLE IV: Contracts, Loans, Checks and Deposits

Section 1. **Contracts.** The Brownfield Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Authority, and such authority may be general or confined to specific instances.

Section 2. **Loans/Grants.** No grant or loan shall be contracted on behalf of the Authority and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Brownfield Board and approved by the Township Board. Such contractual authority may be general or confined to specific instances.

Section 3. **Checks, Drafts, etc.** All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Authority, shall be signed by two officers of the Authority and in such manner as shall, from time to time, be determined by resolution of the Board. The Board may also delegate to the Treasurer, by resolution of the Board, the authority to disburse funds for payment of invoices that have been approved by the Township Board as part of its accounts payable procedure.

Section 4. **Deposits.** All funds of the Authority shall be deposited from time to time to the credit of the Authority in such banks, trust companies or other depositories as the Brownfield Board may select.

ARTICLE V: Fiscal Year

The fiscal year of the Authority shall correspond at all times to the fiscal year of the Charter Township of Northville.

ARTICLE VI: Miscellaneous

Section 1. **Seal.** The Brownfield Board shall provide a corporate seal, which shall be the official seal of the Authority.

Section 2. **Waiver of Notice.** The Brownfield Board may take action without first satisfying any notice or prescribed time period requirements of law if the

~~Bylaws-BRA~~

~~10/23/06~~

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person entitled to notice or participation in the action agrees in writing to waive such requirements.

ARTICLE VII: Amendments

These Bylaws may be altered, amended or repealed by an affirmative vote of a 2/3 majority of the Brownfield Board then in office at any regular or special meeting called for that purpose.

I ~~HEREBY CERTIFY~~ hereby certify that the above Amended and Restated Bylaws were ~~adopted~~ approved by the — day Board of Directors of the Authority at a meeting on — ~~2006.~~

—, 2022.

Secretary

~~DET02\225696.1~~
~~ID\MDJ~~

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| **Bylaws BRA**

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**AMENDED AND RESTATED BYLAWS
CHARTER TOWNSHIP OF NORTHVILLE
BROWNFIELD REDEVELOPMENT AUTHORITY**

ARTICLE I: Name and Address

Name. The name of the Authority is the Charter Township of Northville Brownfield Redevelopment Authority (hereinafter referred to as the “Authority”). The address of the Authority is: 44405 Six Mile Road, Northville, Michigan 48168.

ARTICLE II: Directors

- Section 1. **General Powers.** The business affairs of the Authority shall be managed by a Board of Directors, except as otherwise provided by statute or by these bylaws.
- Section 2. **Board of Directors.** The Board of Directors (hereinafter referred to as the “Brownfield Board”) of the Authority shall be the Board of Directors of the Economic Development Corporation of the Charter Township of Northville (hereinafter referred to as the “Directors”), as appointed by the Northville Township Board (“Township Board”) and shall have said powers as provided by statute (MCL 125.2651 et seq) and these bylaws.
- Section 3. **Replacement and Vacancies.** Subsequent Directors shall be appointed by the Township Board in the same manner as original appointments at the expiration of each Director’s term of office. A Director whose term of office has expired shall continue to hold office until his/her successor has been appointed by the Township Board. A Director may be reappointed by the Township Board to serve additional terms. If a vacancy is created by death or resignation, a successor shall be appointed by the Township Board within thirty (30) days to hold office for the remainder of the term of office so vacated.
- Section 4. **Removal.** A Director may be removed from office for inefficiency, neglect of duty, misconduct or malfeasance, by a majority vote of the Township Board.
- Section 5. **Conflict of Interest.** A Director who has a direct or indirect interest in any matter before the Authority shall disclose his/her interest prior to any discussion of the matter by the Authority, which disclosure shall become part of the record of the Authority’s official proceedings. The interested Director shall further refrain from participation in the Authority’s action relating to the matter. Each Director, upon taking office and annually

thereafter, shall acknowledge in writing that they have read and agreed to abide by this section.

- Section 6. **Meetings.** The Brownfield Board shall adopt a schedule of regular meetings. Said meetings of the Brownfield Board may be called by or at the request of the Chairperson of the Brownfield Board or any two Directors. The meetings of the Brownfield Board shall be public, and the appropriate notice of such meetings shall be provided to the public. The Brownfield Board shall hold an annual meeting in the second calendar quarter of each year at which time officers of the Brownfield Board shall be elected as provided in Article III, Section 2.
- Section 7. **Notice.** Notice of any meetings shall be given in accordance with the Open Meetings Act (Act No. 267 of the Public Acts of 1976), as amended.
- Section 8. **Quorum.** A majority of the members of the Brownfield Board then in office constitutes a quorum for the transaction of business at any meeting of the Brownfield Board, provided that a majority of the Brownfield Board present may adjourn the meeting from time to time without further notice. The vote of the majority of the Directors present at a meeting at which a quorum is present constitutes the action of the Brownfield Board, unless the vote of a larger number is required by statute or by these Bylaws. Amendments of the Bylaws by the Brownfield Board require the vote of not less than a 2/3 majority of the members of the Brownfield Board then in office.
- Section 9. **Committees.** The Brownfield Board may, by resolution passed by a majority of the whole Brownfield Board, designate one or more committees, each committee to consist of one or more of the Directors of the Authority. The Brownfield Board may designate one or more Directors as alternate members of a committee, who may replace an absent or disqualified member at a meeting of the committee. In the absence or disqualification of a member of a committee, the members thereof present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Brownfield Board to act at the meeting in place of such an absent or disqualified member. A committee so designated by the Brownfield Board, to the extent provided in the resolution by the Brownfield Board, may exercise all power and authority of the Brownfield Board in the management of the business and affairs of the Authority.

ARTICLE III: Officers

- Section 1. **Officers.** The officers of the Authority shall be elected by the Brownfield Board and shall consist of a Chairperson, Vice Chairperson, Treasurer and Secretary. The Brownfield Board may appoint the Treasurer and/or a Recording Secretary who need not be a Director.

- Section 2. **Nomination, Election and Term of Office.** The Brownfield Board at the annual meeting shall elect or appoint the officers of the Authority. Candidates shall be nominated by a nominating committee composed of three members appointed by the Chairperson. The term of each office shall be for one (1) year. Each officer shall hold office until his/her successor is elected. No person shall hold office for more than three successive terms, except an appointed Treasurer who is not a Director.
- Section 3. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled, at any meeting of the Brownfield Board, for the unexpired portion of the term of such office.
- Section 4. **Chairperson and Vice Chairperson.** The Chairperson shall be the chief executive officer of the Authority, but he/she may, from time to time, delegate all or any part of his/her duties to the Vice-Chairperson. In his/her absence, the Vice Chairperson shall preside at all meetings of the Brownfield Board. He/she shall have general and active management of the business of the Authority and shall perform all the duties of the office as provided by law or these Bylaws. He/she shall be ex-officio a member of all standing committees and shall have the general powers and duties of supervision and management of the Authority.
- Section 5. **Secretary.** The Secretary shall attend all of the meetings of the Brownfield Board and see to the recording of all votes and the minutes of all proceedings in a book to be kept for that purpose and shall further perform all the duties for the standing committees when required. The Secretary shall further perform all duties of its office as provided by law or these bylaws. The Secretary shall see that a copy of all minutes of the Brownfield Board is promptly provided to the Northville Township Board.
- Section 6. **Treasurer.** The Treasurer shall insure that procedures are in place for custody of the Authority's funds and securities. All monies and other valuable effects in the name and to the credit of the Authority shall be deposited in such depositories as may be designated by the Brownfield Board of Directors pursuant to the adopted Investment Policy. He/she shall authorize such disbursements of the funds of the Authority as may be ordered by the Brownfield Board. The Treasurer shall report to the Brownfield Board at its regular meetings the financial condition of the Authority.
- Section 7. **Delegation of Duties of Offices.** In the absence of any officer of the Authority, or for any other reason that the Brownfield Board may deem sufficient, the Brownfield Board may delegate, from time to time and for such time as it may deem appropriate, the powers or duties or any of them,

of such officer to any other officer, or to any Director, provided a majority of the Brownfield Board then in office concurs with said delegation.

Section 8. **Executive Committee.** The Chairperson, Vice Chairperson, Treasurer and Secretary shall comprise the Executive Committee. The Executive Committee may, upon a majority vote of the Brownfield Board, authorize the expenditure of up to \$1,500.00 for any expense listed as an eligible item for expenditure under the approved Authority funding guidelines. The Executive Committee must report any such expenditure to the Brownfield Board at the next regularly scheduled Board meeting.

ARTICLE IV: Contracts, Loans, Checks and Deposits

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I hereby certify that the above Amended and Restated Bylaws were approved by the Board of Directors of the Authority at a meeting on _____, 2022.

Secretary

RESOLUTION 2022-1

At a meeting of the Board of the Charter Township of Northville Brownfield Redevelopment Authority held on September 26, 2022, the following motion was made and approved:

WHEREAS, the Charter Township of Northville Board of Trustees approved a revised Procurement Policy effective October 13, 2021, by which all employees of the Township must follow and abide;

WHEREAS, vendor invoices are paid on a weekly basis by the Township's accounts payable department and all disbursement activity is tracked within the Township's financial software, including those invoices that are paid for with tax increment revenue and other financing sources;

WHEREAS, the Charter Township of Northville Board of Trustees approves monthly check runs at the monthly Board of Trustee meetings, including those invoices that are paid for with tax increment revenue and other financing sources;

NOW, THEREFORE, BE IT RESOLVED by the Board of the Charter Township of Northville Brownfield Redevelopment Authority, Wayne County, Michigan, that:

1. The Board of the Charter Township of Northville Brownfield Redevelopment Authority hereby delegates to the Treasurer, the authority to disburse funds for the payment of invoices that have been approved by the Township Board as part of its accounts payable process. These funds may be generated by tax increment revenue or by other financing sources of the brownfield.

This resolution shall become effective upon passage and approval of the Board of the Charter Township of Northville Brownfield Redevelopment Authority.

Ayes:

Nays:

Absent:

PASSED BY THE BOARD: This _____(day) of _____, _____(month, year).

I hereby certify that the above Resolution was approved by the Board of Directors of the Authority at a meeting on _____, 2022.

Secretary

**Master Tax Capture
Seven Mile Brownfield**

	State	Local	Total
2014 Summer	140,007.46	101,825.46	241,832.92
2014 Winter	84,004.44	105,943.49	189,947.93
2015 Summer	198,527.81	145,477.49	344,005.30
2015 Winter	118,516.68	151,136.92	269,653.60
2016 Summer	238,743.80	179,653.08	418,396.88
2016 Winter	139,857.48	218,584.41	358,441.89
2017 Summer	262,384.40	234,886.43	497,270.83
2017 Winter	153,043.20	204,074.01	357,117.21
2018 Summer	275,336.65	248,514.43	523,851.08
2018 Winter	159,558.15	214,525.38	374,083.53
2019 Summer	318,060.26	296,086.46	614,146.72
2019 Winter	183,627.76	238,219.76	421,847.52
2020 Summer	358,688.77	331,314.58	690,003.35
2020 Winter	209,538.84	269,556.67	479,095.51
2021 Summer	356,579.16	351,930.39	708,509.55
2021 Winter	215,045.03	308,789.25	523,834.28
	<hr/>	<hr/>	<hr/>
	3,411,519.89	3,600,518.21	7,012,038.10

Total Developer Reimbursements	(4,924,711.19)	<i>Thru Winter 21 Reimb Request</i>
Total Township Reimbursements	(1,766,234.61)	<i>Thru Winter 21 Reimb Request</i>
Total Debt Service Payments	(232,539.93)	<i>Thru Winter 21 Reimb Request</i>
Paying Agent Fee	(375.00)	

Ending Reserve after Winter 2021 Tax Increment Revenue **\$ 88,177.37**

	Township State	Township Local - Uncapped	Developer Local	
Plus Tax Increment Revenue:				
2022 Summer	396,305.11	37,311.94	345,953.39	779,570.44
2022 Winter	-	-	-	-
Less Developer Reimbursement:				
2022 Summer (Paid after 9/2022)				(345,953.39)
2022 Winter				-
Less Debt Service Payments:				
Principle				-
Interest				(145,308.75)
Paying Agent Fee				(375.00)
				<hr/>
Ending Reserve after Summer 2022 Tax Increment Revenue				\$ 376,110.67

Charter Township of Northville
 Capital Projects Fund - Seven Mile Demolition
 As of September 15, 2022

Sale Proceeds	\$	12,000,000.00	
Premium / Underswriter's Discount		<u>(82,156.75)</u>	75 basis points
Net Sale Proceeds		11,917,843.25	<i>Close December 8, 2021</i>

Closing Costs:

Arizent	Notice of Sale	1,705.00
Bendzinski	Municipal Advisor	38,800.00
Miller Canfield	Bond Counsel	47,500.00
S&P Global	Rating Call	21,250.00
SOM	Filing Fee	1,000.00
Digital Muni	Official Stmt	4,000.00
		-
Total Closing Costs		<u>114,255.00</u>

Beginning Bond Proceeds, Net of Closing Costs	\$	11,803,588.25
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Interest Income	60,374.83	Michigan Class
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Demolition Costs:

Fleis & Vandenbrink	(29,354.26)	Construction Management
BDN	(77,550.00)	Demolition Compliance
Asbestos Abatement Inc	<u>(1,392,837.51)</u>	Demolition
Total Demolition Costs, to date	<u>(1,499,741.77)</u>	

Remaining Bond Proceeds as of September 15, 2022	\$	<u>10,364,221.31</u>
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