

**RATIFIED****Michigan Township Participating Plan
Quarterly Board of Directors Meeting
January 22, 2021 – 9:00 a.m.
Virtual TEAMS Meeting**

Call to Order: Vice Chairman, Glen Lile called the meeting to order at 09:03 a.m.

Roll Call: Secretary Linda Preston took roll call.

Directors Present

Paul Lehto, Zone 1
Glen Lile, Zone 3
Diane Randall, Zone 4
Judy Maike, Zone 5
Gary Brandt, Zone 6
Linda Preston, Zone 8
William Bamber, Zone 9

Directors Absent

Zone 2 Vacant
Zone 7 Vacant

Service Providers Present

Thomas Harmeyer, TMHCC
Jeffrey McCray, TMHCC Public Risk Group
Gregory Zarotney, TMHCC Public Risk Group
Brendan Clifford, TMHCC Public Risk Group
Jennifer Venema, TMHCC Public Risk Group
Theresa McNally, TMHCC Public Risk Group
Catarina DeSchutter, TMHCC Public Risk Group
Patrick Gregory, UHY
Scott Eldridge, Miller Canfield
Ashley Higginson, Miller Canfield

Guests Present

Kevin Decker, Decker Agency
Ryan Brown, Decker Agency

Minutes of Last Meeting: Linda Preston, Secretary

William Bamber motioned to accept the minutes of the October 24, 2020 Quarterly Board of Directors meeting as presented. Gary Brandt supported. Secretary Linda Preston took a roll call vote.

***Paul Lehto - Yea
Glen Lile - Yea
Diane Randall - Yea
Judy Maike - Yea
Gary Brandt - Yea***

Linda Preston - Yea
William Bamber - Yea
All in favor. Motion carried unanimously.

Old Business:

2020 Annual Bureau CAFR Filing: Jennifer Venema, TMHCC Public Risk Group

The CAFR documents were submitted on October 28th, two days before the deadline, so we are set for another year.

MTPP Website Launch: Jennifer Venema, TMHCC Public Risk Group

The new website was launched on November 11th. The online submission and registration features are being utilized with 22 members using the electronic application to submit Risk Reduction grants. The scholarship application is also being used with 3 members submitting for citizen planner/zoning scholarships.

Laptop Distribution & Emails: Catarina DeSchutter, TMHCC Public Risk Group

The Par Plan email addresses have been officially set up for each director. They are all formatted like Zone1director@theparplan.com. Log in instructions can be found in the board member resource manual. TMHCC staff will also assist with training if needed.

At a previous board meeting the purchase of 5 laptops was approved. Four will be given to board members who elected to receive one and one will be a spare. The laptops have been received and they will be shipped out via FedEx once all software is updated.

MTPP Apparel Order: Jennifer Venema, TMHCC Public Risk Group

In April 2020 the Board approved budget amendments that included the purchase of branded clothing for the Risk Control Representatives, the MTPP Administrator and the Associate Administrator as well as the purchase of updated MTPP banners for use at conferences.

Diane Randall motioned to approve the purchase of the apparel items and banners as presented. Linda Preston supported.
Glen Life opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

A questioned was raised regarding whether a roll call vote was necessary for each actionable agenda item. Scott Eldridge, attorney from Miller Canfield, informed the board on the best practices when hosting a virtual meeting. He noted that as long as the floor is opened long enough for objections to be voiced, that is sufficient, and a roll call vote is not legally required.

Board Member Resource Manual: Jennifer Venema, TMHCC Public Risk Group

The Board Member Resource Manuals are completed in .pdf format and will be sent out to the board members electronically. They include Board member information, committee assignments, vendor contact information, a map of the Risk Control Reps territories & contact information, email how to, information on the scholarship, grant and dividend programs, as well as the bylaws, management agreement and master policy. Hard copies will be distributed at our next in person meeting.

MTA New Officials Conference: Jennifer Venema, TMHCC Public Risk Group

The Par Plan was a key sponsor for the MTA New Officials Conference that took place Dec 14-17 and January 11-14. The Par Plan created a "commercial" which was played throughout the conference highlighting membership benefits including comprehensive insurance coverage as well as the scholarship,

grant and dividend programs. This video has been placed on the About Us page of the Par Plan website as well. At the Board's request, a list of those that attended the New Officials Training will be provided broken down by the director's zones.

HR Resource Tool Update: Jennifer Venema, TMHCC Public Risk Group

The Par Plan now offers a new HR resource which has been named HRMuni. The January 2021 Risk Reduction Seminar will be covering common HR issues and will provide a brief tutorial on how the new resource website functions.

New Business:

Quarterly Financial Update: Theresa McNally, TMHCC Public Risk Group

The 2nd quarter financials were presented by Theresa McNally.

Due to the committee meetings be held virtually, a substantial amount has been saved. The budget is currently in a very favorable position.

Theresa addressed the board and explained that a Banking Authority Resolution has been created to designate authorized check signers and allow for the use electronic signatures on checks.

Glen Lile inquired if any of the Board members were an authorized signor on the MTPP accounts. It was clarified that there is not one. Discussion took place regarding whether a Board member should be added to the accounts. Glen Lile expressed concern with no Board Member being listed on any of the MTPP banking accounts. William Bamber stated that it is not logistically possible to have a board member sign the checks. There was discussion if the financial reports included the check number of every check issued. Jennifer Venema stated that we could include a detailed check register if the Board was inclined. Theresa McNally also stated that she could reorganize the quarterly financial reports to include all check numbers

Mention was made of just having statements mailed to Board members. Diane Randall inquired if it was possible to have a director have read only access to the MTPP bank accounts online rather than being sent paper copies of everything. Theresa stated that it was possible.

William Bamber motioned to authorize Diane Randall as a viewer on the MTPP Banking Accounts. Gary Brandt supported.

Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

Gary Brandt motioned to accept the Banking Authority resolution as presented. Diane Randall supported. Secretary Linda Preston took a roll call vote.

Paul Lehto - Yea

Glen Lile - Yea

Diane Randall - Yea

Judy Malke - Yea

Gary Brandt - Yea

Linda Preston - Yea

William Bamber - Yea

All in favor. Motion carried unanimously.

2nd Quarter Large Loss Report: Brendan Clifford, TMHCC Public Risk Group

There are currently 25 large loss open claims (greater than \$100K). There are three large loss claims that closed since the last board meeting in October. Five new claims have been added in the 2nd quarter.

2021 MTA Annual Conference: Jennifer Venema, TMHCC Public Risk Group

The 2021 conference will be held virtually. The MTA is currently working out a schedule and what the virtual conference will look like. They will be using virtual vendor booths again that will be on the same platform that was utilized for both the "off the road" event and the "new officials training".

Risk Mitigation Seminar Continuation: Jennifer Venema, TMHCC Public Risk Group

The Risk Mitigation seminar on January 28 will be the 4th seminar the Par Plan has hosted. The seminars have been well attended. The Program Administrator is recommending that the Board consider offering these seminars as they are a benefit to the members and provide the MTPP with additional marketing opportunities. The last two seminars were hosted virtually at no cost to the Par Plan.

Board Discussion - Letter from Altior Law: Glen Lile, Vice Chairman

Glen stated that the Executive Committee met with the MTPP Attorney to discuss the Bylaws. He noted that when they turned in their expense reports, they were denied payment. He stated that the Board members must vote on whether to pay for meeting expenses.

Linda noted that in the minutes for the October board meeting that there was a motion allowing the executive committee to meet with the attorney.

Diane Randall requested clarification on whether the board needs to approve the payment for this.

William Bamber made comment that the letter stated that because there were no minutes taken at that meeting and the administrator was not notified of the meeting, the Board needed to approve the payment of the expense related to that meeting only.

Paul Lehto made a motion to pay the expense forms for the executive meeting discussed. Gary Brandt supported.

Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

Scott Eldridge confirmed that a bill will be coming for this meeting from Miller Canfield.

Committee Reports:

Executive: Glen Lile

Glen noted that the business that needed to be discussed was discussed above.

Bylaws-Election: Glen Lile

Glen Lile stated that the Board received an attorney client privileged letter this week from the attorney regarding the proposed bylaw changes. He is requesting the bylaws be tabled until they can discuss the bylaws further.

Glen Lile motioned to table the bylaws for further review. Paul Lehto supported. Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

William Bamber motioned to accept the Bylaws-Election committee meeting minutes as presented. Linda Preston supported.

Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

The committee met to discuss the restructuring of the Executive committee due to the recent resignation of William Walters. The committee recommended Glen Lile move to the chairman position for the remainder

of the fiscal year along with Linda Preston to the vice chairman, and Diane Randall to the secretary position.

Paul Lehto made a motion to approve the slate of officers as presented. William Bamber supported.

Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

Budget: William Bamber

William Bamber reported that the committee has not met and there is nothing to report at this time.

Newsletter: Linda Preston

Linda Preston reported that the December 2020 newsletter was published and mailed. It was well received by our insureds. She requested that if anyone has any ideas on content that it be sent to Jennifer or Catarina.

A question was raised related to the inclusion of grant awards and photos in the newsletter. Linda noted that presenting checks in person is on hold due to the current health crisis. The grant awardees will be listed out in the upcoming newsletter once the awards have been approved.

Law Enforcement: Glen Lile

Glen Lile stated that the Law Enforcement committee has not met and there is nothing to report at this time.

Fire/EMS: Diane Randall

Diane Randall stated that the Law Enforcement committee has not met and there is nothing to report at this time.

Convention/Annual Meeting: Linda Preston

Linda Preston noted that last year was the first time the MTA conference had been canceled.

Grant: Glen Lile

Glen Lile reported on the results of the 19th cycle of the Risk Reduction Grant Program which opened on November 1st. The committee met via TEAMS in December. 61 applications were received. 40 grants were recommended for approval and 21 grants were recommended for denial. The next grant cycle will be opening April 1st.

There were new items added to the approved categories which are detailed in the new updated Risk Reduction Grant Guidelines.

Glen Lile motioned to accept the changes made to the Risk Reduction Grant Program Guidelines as presented. Diane Randall supported.

Glen opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

William Bamber motioned to accept the Grant committee meeting minutes as presented. Glen Lile supported.

Glen Lile opened the floor for any objection. None objected. All in favor. Motion carried unanimously.

Glen Lile motioned to accept the 40 grants approved and 21 denied as presented. Linda Preston supported. Secretary Linda Preston took a roll call vote.

Paul Lehto - Yea

Glen Lile - Yea

Diane Randall - Yea

Judy Maike - Yea

Gary Brandt - Yea

Linda Preston - Yea

William Bamber - Yea

All in favor. Motion carried unanimously.

Fund Investment: William Bamber

William Bamber reported on the funds available in the investment account.

General Discussion / Public Comment

- Jennifer addressed the board regarding the scholarship program. She received a call from a member inquiring as to whether Planning and Zoning Administrative staff would be considered for a Citizen Planner/Zoning Administrator scholarship. Currently only Board members, Planning Commission members, Board of Appeals members and the Zoning Administrator are eligible for the reimbursement scholarship.

She also expressed the need for the expansion of the Grant Committee to the Grant and Scholarship Committee. The scholarship program is structured in such a manner that it doesn't require a committee to approve the scholarships, however it could be beneficial to have a committee available in the event that the Board should ever want to review the program and/or expand the types of scholarships that are offered.

Diane Randall requested that the committee approve the Planning and Zoning administrative member applications. Linda also agreed with the notion.

Diane Randall motioned to expand the Grant Committee to the Grant and Scholarship Committee; add the category of planning and zoning administrative staff as an eligible category to receive scholarship; and to require that applications submitted by administrative staff be approved by the Grant and Scholarship Committee. Linda Preston supported.

Secretary Linda Preston took a roll call vote.

Paul Lehto - Nay

Glen Lile - Yea

Diane Randall - Yea

Judy Maike - Yea

Gary Brandt - Yea

Linda Preston - Yea

William Bamber - Yea

All in favor. Motion carried.

- Thomas Harmeyer addressed the board on behalf of Tokio Marine HCC. He offered many thanks to William Walters for his 11 years of service. TMHCC sent Bill a plaque and gift as a thank you.

Many board members expressed sadness for Bill's resignation.

- William Bamber noted that the New and Lost accounts were relatively comparable in premium this year.

Linda Preston raised concern regarding a lost account that she had recently spoken with. Brendan Clifford, TMHCC Vice President of Claims, offered to speak with her regarding the account.

William Bamber noted that William Walters resignation was likely due to his entity withdrawing from the Par Plan.

- Jennifer Venema noted that the next quarterly meeting, if held in person, will be at the Doubletree in Bay City April 22-23.
- The board members discussed ways that they could assist in member retention.
- The Chair deemed this meeting a 1-day meeting for the purposes of per diem.

***William Bamber moved to adjourn. Judy Maike supported.
Glen Life opened the floor for any objection. None objected. All in favor. Motion carried unanimously.***

Date Ratified: April 23, 2021

By: 
Diane Randall, MTPP Secretary