CITY OF MANITOWOC

WISCONSIN, USA www.manitowoc.org

MINUTES



PLAN COMMISSION OFFICES

Regular Meeting Wednesday September 10, 2014



The meeting was called to order by Chairman John Stangel at 4:04 P.M.

II. ROLL CALL

Others Present Staff Present Members Present Members Excused Doug Soodsma Paul Braun Jill Hennessey John Stangel Abby Garcia Lisa Mueller Collin Braunel Gene Maloney Pauline Haelfrisch Tony Vogel Emil Roth Steven Corbeille Chris Able Dennis Tienor

III. APPROVAL OF MINUTES OF THE REGULAR AUGUST 13, 2014 MEETING

Chairman Stangel asked if there were any corrections or additions to the minutes of the regular August 13, 2014 meeting. Hearing none, the following action was taken.

Motion by: Mr. Able Moved that: the CDA approve the minutes of the August 13, 2014 regular meeting Seconded by: Mr. Maloney Upon vote: the motion was carried unanimously

IV. MANITOWOC HOUSING AUTHORITY BUSINESS

A. <u>Financial Report and Approval of Monthly Expenditures</u>
Pauline Haelfrisch reviewed the financial statements for September, 2014 with the Board members. She also distributed a list of expenses and reviewed these with the Board.

After some discussion, the following action was taken.

Motion by: Mr. Maloney
Moved that: the CDA approve and authorize

payment of the September, 2014 expenses

Seconded by: Mr. Able

Upon vote: the motion was carried

unanimously

B. New Project Update

Pauline discussed the bike shed project with the Board members. The architect and she have gone through a few different options; adding on to the maintenance garage; individual plexiglass containers; something similar to a bus stop.





The architect recommended adding on to the maintenance garage as being the most feasible. It would be a three sided structure added on to the present garage with a larger door to enter and bike racks inside that the tenant could lock their bike to. The addition would be on a concrete slab. Some discussion was held and the members agreed with the plan.

Next, Pauline spoke in regards to repair to the balcony. She explained that the balcony's top layer is a wooden deck. Underneath is a lining and underneath the lining, is the rubber membrane. The architect pulled up a broken wooden slat and cut a small piece into the lining to see if he could see the condition of the roof. The architect did not feel it was necessary to replace the whole roof. There are spots of rubber roof that are rotting that would need to be patched. However, he recommends removing and replacing the wooden deck.

Some discussion was held in regards to roof systems that are now made for the balcony. It was suggested that Pauline have the architect look into this type of system.

Last, Pauline discussed new signage for Manitou Manor. Keith from Signs Plus came to take a look at what we have and discuss some options. The present signs were there when Brian started, however, when Dan had the roof and siding replaced on the building, the present signs were updated to match. Keith discussed some options with Pauline in regards to the materials that could be used. Pauline will have more information at the next meeting.

C. GPNA Update

Pauline informed the Board members that she accepted the bid from Keith Schultz from SchultzWerks to perform the GPNA. She will be meeting with him on Tuesday, Sept. 23rd to go over what is necessary for the audit.

V. DOWNTOWN REDEVELOPMENT ACTIVITIES

A. Financial Report and Approval of Monthly Expenditures

There is no update to the financial report as ABBA has not made a payment, thus the balance has stayed the same.

B. Design Review:

1. 21 Maritime Drive – Steimle Birschbach LLC

Paul Braun informed the Board members that this design review was not preapproved. He did not find any issues with this signage and he asks the Board members to approve and award a certificate of appropriateness.

The following action was taken.

Motion by: Mr. Maloney

Seconded by: Mr. Roth

Moved that: the CDA approve the design review and Upon vote: the motion was carried

award a certificate of appropriateness

unanimously

2. 901 South Eighth Street – The Madhatter

Paul explained to the Board members that this design review has the exact same look as before. Some discussion was held regarding the colors used. Paul asks the Board members to approve and award a certificate of appropriateness.

The following action was taken.

Motion by: Mr. Able

Moved that: the CDA approve the design review and

award a certificate of appropriateness

Seconded by: Mr. Tienor

Upon vote: the motion was carried

unanimously

3. 805 Quay Street – Soodsma Insurance Agency
Paul informed the Board members that the owner would like to take an existing
backlit sign from his present office and relocate it on the façade of the new building.

Paul asks for approval of this signage and award a certificate of appropriateness.

Some discussion was held in regards to what is considered historic for the downtown area and the following action was taken.

Motion by: Mr. Maloney

Moved that: the CDA approve the design review and

award a certificate of appropriateness

Seconded by: Mr. Able

Upon vote: the motion was carried

unanimously

C. ABBA LLC - Loan REV2011-1 - Update

Paul stated to the Board members that at the last meeting he had brought them up to speed as far as what was happening with ABBA LLC. At this time the June, July and August payments were not made. There was a \$25,000 reserve account that was set up in the past. From the last meeting to the present, the City actually drew on that account so the \$25,000 from the account is in house in check form. Paul is asking for guidance from the CDA as to how to proceed from here. There is presently a balance of \$35,901.63 remaining on the loan to the City. Dennis Tienor asked how much interest was collected to date. Paul proceeded to hand out a spreadsheet to the Board members with the loan information as of 8/31/14.

Dennis then asked if the Board could hear from the owners of ABBA, LLC; Abby Garcia and Tony Vogel. He would like to discuss the appropriate actions for the \$25,000 from the reserve account and the payments. Dennis would like the owners to update the members and he would like to clarify that Bank First National also has a loan with the owners.

Tony Vogel explained that since Abby is the manager of the restaurant, she handles the financial dealings and she has come up with some numbers since they re-opened in April.

Abby explained that in April they closed due to financial difficulties and re-opened in mid-May. They have always been behind with bills about two months and have not been able to catch up. Since May, they have cut food and labor costs drastically. They had been spending \$20,000 per month in labor costs alone. They have been able to cut that to \$8,000 per month; as well as food costs, they were spending upwards of \$25,000 to \$30,000 per month and have been able to cut that to \$12,000 to \$15,000. Abby explained because of lack of experience, things got out of control.

Tony stated that they have been able to pay down some of the bills they had with vendors. Abby stated that all the liquor and beer vendors are now paid down. She also explained they had outstanding miscellaneous bills they were able to pay down. They also paid down their rent; however, have again fallen behind with that.

Dennis asked where they stood with the State, what those numbers are and what was the last communication they had with the State and Feds. Abby explained that was for ABBA, LLC and that is no longer in business. However with the Feds, they owed \$42,000 and paid \$13,000; and with the State, they owed \$27,000 and paid \$8,500. Dennis asked if they have made the State aware the business had ended and have they responded to that. Abby stated they have been working with Terry Fox and Mike Lambert who are in communications with the State and Feds and are working on a repayment plan. Abby stated, in essence, if they can't make money at the restaurant, they can't make payments. Dennis stated that, in a nutshell, they have the Bank side of it and the City side of it as far as the \$25,000 is concerned, it would be premature to do anything with that. It would make sense to apply it to the City loan to stop the interest rate ticking on that part of it, but there was no commitment in the documentation that he is aware of that it would satisfy payments; so even if the \$25,000 were applied to the note, it would save interest, but it would not catch them up on monthly payments. Dennis explained it isn't just the City and Bank that control ABBA's financial fate, there are too many other parties also involved. He stated any payments would be premature until they know the status with the Feds and the State.

Abby stated she understood that and explained they can't make any agreement with the Feds or the State unless they can continue to operate the restaurant and until they get a handle on their loans, they won't be able to operate the restaurant. Dennis asked if they had any documents to show the figures Abby had listed and she stated she had them in Quickbooks. Dennis said that is what is needed. He then asked if they had provided Terry Fox with any of this information. Abby stated they are struggling to keep the restaurant open.

Dennis explained they need this information on paper so they can analyze the business and see what their cash flow looks like. The items that were just referenced need to be put on paper. Tony stated that he thinks what Terry was asking for was the plan Christine Mittnacht was going to put together for them which never materialized. Tony stated they have instituted a plan of their own by paying down vendors and staff. Tony feels Terry is asking to see that they are viable, that they will be able to make money in order to make payments to the State and Feds. Dennis agreed that they are doing it in practice, but it needs to be put on paper.

John Stangel asked if the owners were here today to ask the Board members to do something. Abby explained they wanted to know what the \$25,000 was going to be used for and how it was going to be delegated. She wanted to know if there was a way to renegotiate the loan; would the \$25,000 catch them up that they will start fresh as of October. Dennis explained that if they apply it to the loan, the interest rate will go down. Tony said their intent was to show the CDA where they are at and see if the \$25,000 they had put it in the reserve account, if some of that could be used by the owners to catch them up on loan payments to the bank or payments to the landlord. One of the Board members asked how business was. Abby replied that business was always good. Another member asked if they were open June, July and August did they make money. Abby stated yes they did. Dennis asked if Abby could provide statements from Quickbooks that would show that for those months? She said yes they could. Dennis asked that for the Board to make any decisions they would need those statements and to also put in writing all the changes they have made as she had reported. Tony stated it is a struggle every day, especially a restaurant business. So if a vendor comes in and wants a certain amount of money, they sometimes pay out of the till and at the end of the day hope they have enough to pay employees, etc.

John Stangel stated that for the Board to make a decision, they will need documentation. Gene Maloney asked about the term "renegotiating the loan". What does that really mean to the owners. Tony stated that they had a \$50,000 loan and \$25,000 of that was put into a reserve account. Now the \$25,000 was pulled; so if the Board would decide to apply that to the loan, that would reduce that loan substantially. However, it would be better for them to pay some of these things and possibly use half the account elsewhere.

Chris Able congratulated the owners on fixing their expenses, the Board will still need to see a couple of months when they were losing money in order to compare the accounts and the changes. He stated the Board wants to help them and wants to see them succeed. He feels the owners have to explicitly state what they want from the Board in order for the members to make a decision.

Tony asked who they would provide the information to specifically and was told to send it to Paul and copy Dennis. John Stangel stated they could hold a special meeting, if necessary. Dennis explained to Paul to hold the check until further notice. John Stangel stated that the Board members would agree to not charge interest for this month until this action has been taken at the next meeting in regards to this matter. The City Treasurer, Steven Corbeille stated that they should cash the check and put the money in an account or apply it to the principal. Dennis Tienor asked if that action is taken can it be undone. So the City would apply the \$25,000 on the loan and later down the line, they could re-advance per the Board's request.

Steven Corbeille clarified that the money will go to interest and penalties first with the remainder applied to the principal. The Board members agreed with that explanation.

There was more discussion in regards to ABBA, LLC. Dennis stated that as far as the CDA giving out any more money, all parties concerned would have to be on board.

Motion by: Mr. Able

Moved that: the CDA approves depositing the check

for \$25,000 and applying in such manner:

Interest - \$353.18 Late Fees - \$252.90 Principal - \$24,393.92 Seconded by: Mr. Tienor

Upon vote: the motion was carried

unanimously

VII. ADJOURNMENT

The meeting was adjourned at 4:50 P.M.

Respectfully submitted:

Paul Braun,

Executive Director

Manitowoc Crime Prevention Committee Meeting October 7,2014

- L. Roll-Call: Mary Schilder, Bruce Jacobs, Vicki Wetenkamp, Amy Schoepp, Rita Muench, Nancy Boeck, Christma Hochkammer, Steve Kleinfeldt, Keith Shaw, Norma Hernandez, Sandy Keil, Charles Rasmussen, Ralph Kramer, Jason Delsman, Dylan Koski, and Melia Prange. Guest Don Koski.
- 2. Minutes Accepted.
- 3. Treasure Report: \$27,200.51. Accepted.
- 1. No public Input.
- 5. New Membership. Dylan Koski is the new Lutheran High School Representative. District Attorney lacalyn LaBre has completed an application.
- 5. Triad Update: 9 new members were recruited from the Golden K. The TRIAD wants to get involved in partnering with Christma on working with the Youth Diversion Program.
- 7. Retail/Financial Crime Prevention Task Force: Received a list from the last two months of retail theft suspects. Through videos shown to Manitowoc Police, Two Rivers Police, Sheriff Office, Jail, and Manitowoc School Officials 5 out of 6 suspects were identified.
- 3. High School Members Update: Norma reported that Lincoln High School Homecoming went smoothly his year. Dylan reported that Lutheran High School is facing issues with the E-Cigarette along with the concerns of drugs and alcohol.
- 3. SRO Update: Jason Delsman reported that there is a referendum in the works to prohibit E-Cigarettes on school property. Officer Kromfrost is at Wilson School, reporting 38 incidents this year of disorderly conduct, fights, and disrespect to staff (most are the same 6 students). Officer Laabs is at Washington and reports 65 incidents this year of truancy, smoking, E-Cigarettes, disorderly conduct, and defiance. Officer Delsman is at Lincoln and reports 204 incidents this year. 36 hours this year were spent preparing for Homecoming. A fireworks permit was obtained and the fireworks were a big success. Delsman was questioned on the school lock down at Madison and Wilson this year. There was a report of man running through yards with a gun. The lock down was successful with the help of not only resource officers but also past resource officers who aided at the schools. Madison had a 20 minute late release and Wilson a 3 minute late release. Luckily the man was located with a pellet gun and no students were in harms way. The collaboration of past and present resource officers worked well together on this incident.
- 10. Citizens Academy Alumni Update: Will have a booth at Crime Prevention Days. The applications for the next academy will come out in December.
- l1. Manitowoc Community Youth Diversion Program: Christma reports that their grant was extended to the end of the year. They clocked 200 hours for the youth volunteers. Repeat offenders are having a 5%.

L2. CPC Activities:

Dick Weber Memorial. \$1300 was the estimate from Four Seasons for the garden. Steve is thecking for the three officers bronze plaques to see if less than \$500 each. We are hoping for completion next spring.

Nalmart reporting on line romance scams. Heroin Project by Healthiest Manitowoc County on October 29 at Silver Lake College 6 to 9pm.

L3. Next Meeting: November 6, 2014. Submitted by Melia Prange

GREAT LAKES UTILITIES BOARD OF DIRECTORS MEETING MINUTES

May 20, 2014 Wisconsin Rapids, WI

CITIES REPRESENTED:

Bangor Steve Baker Clintonville absent

Cornell Dave DeJongh Mike Furmanski Escanaba, MI Kiel Dennis Dedering Nilaksh Kothari Manitowoc Marshfield Bob Trussoni Medford John Fales Brian Knapp Shawano Travis Cooke Trempealeau Wisconsin Rapids Jem Brown

Legal Counsel:

Attorney Richard Heinemann, Boardman & Clark

Absent:

Lisa Kuss

Additional Attendees:

Andy Onesti, Spencer Titera

Jem Brown, Chair of the Board, called the meeting to order at 10:35 a.m. and called the roll. A quorum was present with ten communities represented. Those present are indicated.

MINUTES: The Regular Session Minutes from the March 19, 2014 meeting were presented for approval.

MOTION: Motion was made by John Fales and seconded by Brian Knapp to approve the Regular Session Minutes from March 19, 2014. Motion carried unanimously.

LAKESWIND PROJECT COMMITTEE REPORT AND RECOMMENDATIONS: Nothing to report.

POWER SUPPLY COMMITTEE REPORT AND RECOMMENDATIONS: Nothing to report.

FINANCIAL RISK MANAGEMENT – 2013 RESULTS: A memo reporting the results of the 2013 risk management assessment was presented for review, stating as follows:

In accordance with the Great Lakes Utilities Financial Risk Management Policy dated July 13, 2012 Section 3.3, we have reviewed the LTPSC members' ability to support their commitments to GLU. We have also received an affidavit attesting to each member's maintenance of adequate levels of cash at all times during the previous year to meet the Operating Reserve Requirement under the LTPSC's and the operating reserve requirement under the Other Project Agreements. Finally, we have conducted a comparison of the rate of return achieved for 2012 compared to the rate of return authorized by the PSCW. The LTPSC members are in compliance for 2012.

FINANCIAL RISK MANAGEMENT POLICY- 2014 REQUIREMENTS: A memo indicating the requirements from LTPSC members for the 2014 risk assessment was presented for review, stating as follows:

In accordance with the Great Lakes Utilities Financial Risk Management Policy, dated July 13, 2012, Section 3.3, the following items are needed from LTPSC members to complete the 2014 review: audited financial statements as documentation of the Member's ability to produce sufficient revenues to support its commitments to GLU and an affidavit attesting to member's maintenance of adequate levels of cash at all times during the previous year to meet the Operating Reserve Requirement under the LTPSC's and the operating reserve requirement under the Other Project Agreements, as applicable. This should include specific documentation to describe the quantity and location of such funds and specific evidence of such funds in the member's annual audited financial report; (All Power Supply Participating members in Wisconsin) Submit a comparison of the rate of return achieved for 2013 compared to the rate of return authorized by the PSCW.

GLU INTERVENTION – PRESQUE ISLE SSR FILING: The GLU filing at FERC protesting the PSCW's proposed challenge to MISO's as filed Presque Isle SSR cost allocation was presented for review. Numerous pleadings have been filed and it is unclear what the final outcome will be. Discussion ensued on the impact to GLU members.

FINANCIAL REPORTS AND INVOICES FOR FEBRUARY AND MARCH 2014: For claims lists dated February 2014, invoices from Boardman & Clark LLP; Customized Energy Solutions Ltd; Manitowoc Public Utilities; Spiegel & McDiarmid; Duncan Weinberg Genzer; Infinity Technology; Nilaksh Kothari; and MEUW totaling \$71,537.93 and Power Supply Invoices from American Electric Power; Cargill Power Markets; WI Power & Light; ATC; MISO; Manitowoc Public Utilities; NextEra Energy; WPS and WE Energies totaling \$7,207,909.18, for a total of \$7,279,447.11; and for claims lists dated March 2014, invoices from Customized Energy Solutions Ltd.; Duncan Weinberg Genzer; Manitowoc Public Utilities; American Public Power Assn; Boardman & Clark LLP; Dennis Dedering; PRT, Inc.; and Spiegel & McDiarmid totaling \$72,293.49; Wind Purchase Power Revenue Invoices from North Central Power Co.; and Northwestern Wisconsin Electric Co. totaling \$143,844.64 and Power Supply Invoices from American Electric Power; Cargill Power Markets; WI Power & Light; ATC; MISO; Manitowoc Public Utilities; NextEra Energy; WPS and WE Energies totaling \$7,745,661.55, for a total of \$7,961,799.68.

MOTION: Motion was made by Steve Baker and seconded by Brian Knapp to approve payments of invoices totaling \$7,279,447.11 for February and \$7,961,799.68 for March. Motion carried unanimously.

QUARTERLY INVESTMENT PORTFOLIO REPORT – DECEMBER 31, 2013: GLU's Quarterly Investment Portfolio Report from ICM, our investment advisor, for the period ending December 31, 2013 was presented for review.

ADMINISTRATIVE MANAGER REPORT: N. Kothari updated the Board that a GLU dinner will be planned in Denver during the APPA National Conference; WE Energies accepted

GLU's proposal to purchase approximately 20,000 MWH of renewable energy for five years from 2015-2019; and a strategic planning session should be held in the near future.

Tom Karman joined the meeting via teleconference at 11:00 a.m.

2013 AUDIT REPORT: Tom Karman presented the Audit Report prepared by Schenck. No exceptions were reported. Discussion ensued on funds not collateralized at Investors Community Bank.

MOTION: Motion was made by Brian Knapp and seconded by Dennis Dedering to accept the Audit Report and place it on file. Motion carried unanimously.

Tom Karman disconnected from the teleconference at 11:30 a.m.

ANNUAL MEETING – DATE & SPEAKERS: The Annual Meeting will be on October 15, 2014 in Manitowoc. A tour of the power plant will be provided before the meeting.

DRAFT POWER SUPPLY PRESENTATION: A. Onesti gave a presentation on the GLU East and West Power Supply Plan with power supply pools; independent and combined assumptions used in the study; analysis with or without an Alliant contract; summary and recommendations. A lengthy discussion followed. The consensus was to have this item on the agenda for the next Board meeting. N. Kothari will email the presentation for members to review the presentation and contemplate additional questions and a path forward.

NEXT MEETING: The next meeting is scheduled for June 24, 2014. The location will be determined.

ADJOURNMENT: Motion by John Fales and seconded by Steve Baker to adjourn. Motion carried unanimously. Meeting adjourned at 1:10 p.m.

Dennis Dedering, Secretary

GREAT LAKES UTILITIES BOARD OF DIRECTORS MEETING MINUTES

August 12, 2014 Marshfield, WI

CITIES REPRESENTED:

Bangor Steve Baker

Clintonville absent

Cornell Dave DeJongh (via telephone)

Escanaba, MI Mike Furmanski (via telephone) Kiel Dennis Dedering (via telephone)

Manitowoc Nilaksh Kothari
Marshfield Bob Trussoni
Medford John Fales

MedfordJohn FalesShawanoBrian KnappTrempealeauTravis Cooke

Wisconsin Rapids Jem Brown

Legal Counsel: Attorney Richard Heinemann, Boardman & Clark

Absent: Lisa Kuss

Jem Brown, Chair of the Board, called the meeting to order at 11:45 a.m. and called the roll. A quorum was present with nine communities represented. Those present are indicated.

MINUTES: The Regular Session Minutes from the June 24, 2014 meeting were presented for approval.

MOTION: Motion was made by Travis Cooke and seconded by Bob Trussoni to approve the Regular Session Minutes from June 24, 2014. Motion carried unanimously.

LAKESWIND PROJECT COMMITTEE REPORT AND RECOMMENDATIONS:

MOTION: Motion was made by Brian Knapp and seconded by Bob Trussoni to approve the Operating Procedures Manual updates. Motion carried unanimously.

WEST POWER SUPPLY COMMITTEE REPORT AND RECOMMENDATIONS:

MOTION: Motion was made by Bob Trussoni and seconded by Steve Baker to approve the MDMA Services Agreement. Motion carried unanimously.

POWER SUPPLY COMMITTEE REPORT AND RECOMMENDATIONS:

MOTION: Motion was made by Dennis Dedering and seconded by Bob Trussoni to approve the sale of the REC's. Motion carried unanimously.

UPDATE ON MISO SSR COST ALLOCATION METHODOLOGY INTERVENTION FILING AT FERC: As previously discussed the FERC ruling on the MISO SSR cost allocation methodology was presented for review. Under SSR cost allocation tariff language, MISO is required to allocate SSR costs to LSEs, which require operation of SSR units for reliability purposes. The PSCW challenged MISO's allocation method on the grounds that it

required Wisconsin load to pay a disproportionately larger share of the cost for the reliability benefit it will receive. FERC accepted PSCW's argument that although ATC is operating with a single transmission rate, the original intent in creating ATC does not mean all costs need to be shared equally "in perpetuity." FERC also accepted the argument that SSR costs are really a generation function and not subject to the transmission planning process. Hence the SSR cost does not need to be allocated to all load-serving entities (LSEs) in the ATC footprint on a prorata basis, as MISO originally proposed. Cost allocation will instead be based on MISO's final load shed analysis.

UPDATE ON PROPOSED WE/INTEGRYS MERGER PROCEEDINGS: Attorney Richard Heinemann provided an update on the above referenced and potential intervention for GLU to consider and approve. The combined entity would have approximately a 65% interest in ATC. The PSC filing indicates that the company is willing to make a number of voluntary concessions to expedite approval, including not voting their majority interest in ATC, except under certain circumstances involving large scale decisions. Discussion ensued on other potential issues created by the proposed acquisition.

MOTION: Motion was made by Brian Knapp and seconded by Steve Baker to approve intervention at PSCW. Motion carried unanimously.

FINANCIAL REPORTS AND INVOICES FOR JUNE 2014: For claims lists dated June 2014, invoices from Public Service Commission; Boardman & Clark LLP; Travis Cooke; Customized Energy Solutions Ltd; Duncan Weinberg Genzer; Nilaksh Kothari; Midwest Renewable Energy Tracking; Manitowoc Public Utilities; North Central Power Co.; Northwestern Wisconsin Electric Co; PRT, Inc; Spiegel & McDiarmid LLP; American Electric Power; ATC; MISO; Cargill Power Markets, LLC; EDF Trading North America; Illinois Power Marketing Co; Lakeswind Power Partners, LLC; Wisconsin Public Service; WE Energies; NextEra Energy Power Marketing LLC; Wisconsin Power & Light totaling \$7,713,073.26.

MOTION: Motion was made by Brian Knapp and seconded by Travis Cooke to approve payments of invoices totaling \$7,713,073.26 for June. Motion carried unanimously.

ADMINISTRATIVE MANAGER REPORT: N. Kothari updated the Board that Willmar, MN has indicated interest in purchasing 4MW of capacity for planning years 2016-2018.

ANNUAL MEETING – OCTOBER 15, 2014: The Annual Meeting will be held in Manitowoc on October 15, 2014.

NEXT MEETING: The next meeting is tentatively scheduled for September 16, 2014. The location will be determined.

ADJOURNMENT: Motion by Nilaksh Kothari and seconded by Steve Baker to adjourn. Motion carried unanimously. Meeting adjourned at 12:15 p.m.

Dennis Dedering, Secretary

GREAT LAKES UTILITIES BOARD OF DIRECTORS MEETING MINUTES

October 7, 2014
Manitowoc, WI (via teleconference)

CITIES REPRESENTED:

Bangor Steve Baker Clintonville absent

Cornell Dave DeJongh

Escanaba, MI Mike Furmanski Kiel Dennis Dedering

Manitowoc Nilaksh Kothari

Marshfield Bob Trussoni (joined at 2:15 p.m.)

MedfordJohn FalesShawanoBrian KnappTrempealeauTravis CookeWisconsin RapidsJem Brown

Legal Counsel: Attorney Richard Heinemann, Boardman & Clark

Absent: Clintonville representative

Additional Attendees: Andy Onesti

Jem Brown, Chair of the Board, called the meeting to order at 2:05 p.m. and called the roll. A quorum was present with nine communities represented. Those present are indicated.

DRAFT 2015 GLU BUDGET: The draft budget for 2015 was presented by N. Kothari with the highlights of revenues and expenses. The proposed 2015 revenues are \$102 million with expenses of \$101 million. The budget was presented for each Project Committee and for General Administration. A lengthy discussion ensued on the MISO services and Power Supply budgets on technical services for consultants, MPU services cost, reserve funds, and power supply costs for years 2016, 2017, and 2018. The consensus was to verify and to make necessary revisions to the technical services consultant budget line item.

NEXT MEETING: The next meeting is the Annual Meeting in Manitowoc on October 15, 2014.

ADJOURNMENT: Motion by John Fales and seconded by Steve Baker to adjourn. Motion carried unanimously. Meeting adjourned at 3:10 p.m.

Dennis Dedering, Secretary

MUNICIPAL TREE COMMISSION MEETING February 11, 2014 Department of Public Infrastructure Conference Room



MINUTES

Commissioners Present: Mike Penckofer, Glen Pfeffer, & Todd Holschbach

Staff Present: Dan Koski, Chad Scheinoha & Alvin Rehme

Call meeting to order

The meeting was called to order by M. Penckofer at 4:33 PM

Approval of the minutes from the Nov. 12, 2013 meeting

A motion to approve the minutes from the November 12, 2013 meeting was made by T. Holschbach and seconded. Motion carried unanimously.

Public input session

None

Report on tree maintenance since last meeting

Al Rehme indicated that the last emergency tree trimming had been done in December when a truck got stuck under a tree branch. With the amount of snow this winter, there has not been much time for tree trimming.

Review, discussion & possible action on tree ordinances, planting policy, and removal policy C. Scheinoha reviewed the changes on the Street Tree Planting Policy.

Currently, the City does not have funds for stump removal. There is no time limit as to when the stump needs to be removed. In the near future, a letter will be sent to property owners, who have trees removed, informing them that stump removal is their responsibility. M. Penckofer suggested putting a list of recommended contractors on the letter. C. Scheinoha will check into the possiblity of citizens electing to have the stumps removed by the City's contractor.

<u>Discussion & possible action regarding trimming of trees in the City right-of way and a proposed</u> guideline for utility tree pruning

The commission reviewed the proposed tree trimming guidelines. Manitowoc Public Utilities did not agree with contacting the Parks Department when ¼ of the tree was trimmed as it would add time and expense. It was decided to stay with the 1/3 figure. The commission gave their approval to go ahead with the guidelines.

<u>Discussion & possible action on a master plan for managing Lakeside Boulevard Bluff, including developing a list of acceptable trees, making the bluff an adoptable area, and joining the Restore the Shore Initiative</u>

T. Holschbach said that Jim Knickelbine was instrumental in helping the City and volunteer group with a master plan for managing Lakeside Boulevard Bluff. The Park & Recreation Committee is looking for a recommendation from the Municipal Tree Commission regarding this plan.

01/14/14 MEETING MINUTES

POLICE & FIRE COMMISSION OF THE CITY OF MANITOWOC

MEMBERS PRESENT:

Tom Bare, Paul Blashka, Kate Reynolds, Kay Beilke, Mary Schilder

STAFF PRESENT:

Police Chief Oscar Dick, Interim Fire Chief Gregg Kadow, Deputy Fire Chief Todd Blaser, Acting City Attorney Kathleen McDaniel, HR Director Jeri Johnson.

- 1. Meeting called to order at 4:30 by T. Bare.
- 2. No public input.
- 3. M. Schilder made a motion to approve previous PFC meeting minutes as submitted. Seconded by P. Blashka. Motion carried unanimously.
- 4. O Dick's Police Department update included:
 - Oak Creek Chief and SWAT Commander came to share their experience for better planning.
 - 2014 In-Service will begin in February
 - MTPD will be distributing challenge coins for significant years of service
- 5. G. Kadow's Fire Department update included:
 - Kevin Hoffman's promotion to Motor Pump Operator
 - Shift Commander, Officer and Crew expectations for coming year
 - Cause of last week's fire is undetermined at this time
- 6. Discussion was had on the process for hiring a Fire Chief which included:
 - PFC: requested City seek outside candidates, past 20 yrs. Chief positions were posted statewide, advertising outside department is necessary for a proper search...how do they know the internal candidates are best if no outside candidates to compare them to, maybe shouldn't go into closed concerning internal candidates until procedure resolved, will seek opinion from outside source on what the procedure should be, T. Bare invited to meet Mayor on Monday.
 - J. Johnson, HR: instructed not to advertise, process determined by City Attorney in discussion with Mayor, felt they had two qualified candidates internally.
 - K. McDaniel ACA: City conducted internal search for Chief and determined they had 2 qualified candidates; it's at City's discretion to determine the funding for the process, offered to set up meeting with PFC, Mayor and herself, suggested PFC listen to Dr. Schneider since he drove up here to discuss the 2 internal candidates.

PFC NOTE: By listening to Dr. Schneider's assessments of the internal candidates in closed session PFC is not waiving their request to seek outside candidates.

- 7. Motion by P. Blashka to convene is Closed Session. Seconded by K. Reynolds. All in favor.
- 8. Motion by P. Blashka to reconvene is Open Session. Seconded by M. Schilder. All in favor.
- 9. Next meeting February 11, 2014.
- 10. Meeting adjourned.

02/11/14 MEETING MINUTES POLICE & F/IRE COMMISSION OF THE CITY OF MANITOWOC

MEMBERS PRESENT:

Tom Bare, Paul Blashka, Kate Reynolds, Kay Beilke, Mary Schilder

STAFF PRESENT:

Police Chief Oscar Dick, Acting Fire Chief Gregg Kadow, three Fire Department personnel.

- 1. Meeting called to order at 4:30 by T. Bare.
- 2. No public input.
- 3. Motion made, seconded and carried unanimously to approve 01/14/14 Police & Fire Commission meeting minutes.
- 4. Police Chief Oscar Dick's Police Department update included:
 - 1 month into new parking ticket process; 474 parking tickets paid at front counter and \$17,800 in parking ticket revenue taken in the month of January.
 - Last year 3,000 clerical hours logged by temps/light duty/overtime. Shared services model starting at PD in which city hall employee will work part time at PD and their department will bill PD for those hours.
 - 4 officers hired in January. Two currently at recruit school and the other two currently going through Field Training.
- 5. Acting Fire Chief Gregg Kadow's Fire Department update included:
 - Staff meeting held last week concerning delegation of duties and Battalion Chiefs stepped up by taking on some of Acting Chief Kadow and Deputy Chief Blasers duties.
 - Interviews will be starting 3/3 with a list of 12 people and goal to start by April 7.
 - One employee on long term medical leave with illness that could lead to possibility of June retirement. Another employee is on medical leave due to falling on ice.
 - Been busy with a lot of EMS and Mutual Aid calls.

Acting Fire Chief Kadow went thru the current interview process for new hires and explained that the second portion of the interview consists of EMS testing which is something the candidates have already been through in order to get their certification. Thus, he feels that the EMS portion is not necessary for the interview process and requested to have it removed.

K. Reynolds made a motion to not include the EMS portion in the interview process. Seconded by M. Schilder. Motion carried unanimously.

- 6. Discussion on PFC Officer elections was had and election of officers will be held next meeting.
- 7. Fire Chief hiring process was discussed further to determine if having just the two internal candidates is acceptable or not and if not how to proceed. One member recalled letter from prior City Attorney Ruenzel advising departments to become more diverse but if PFC can't look outside the department that will never happen, another felt that if PFC is responsible for hiring they should have the tools to do so. Also pointed out was that PFC is supposed to be independent of city politics but for some unknown reason things took a left turn this time around. The city has gone outside for other positions so they do not understand why not for this one. PFC feels they deserve an explanation as to why this was handled the way it was. After discussion was had the consensus was to proceed with the two candidates they have but all commission members voiced they are reluctantly agreeing to proceed with just the two internal candidates. Next meeting would like Mayor to attend and publically explain what happened.
- 8. Next meeting March 11, 2014.
- 9. Motion made, seconded and passed... Meeting Adjourned.

03/11/14 MEETING MINUTES

POLICE & F/IRE COMMISSION OF THE CITY OF MANITOWOC

MEMBERS PRESENT:

Tom Bare, Paul Blashka, Kate Reynolds, Kay Beilke, Mary Schilder

- 1. Meeting called to order at 4:30 by T. Bare.
- 2. Motion made by M. Schilder, seconded by P. Blashka to approve minutes of previous Police & Fire Commission meeting 2/11/14.
- 3. No Public Input.
- 4. PFC President T. Bare and Mayor J. Nickels had met concerning issues surrounding the search for candidates for the vacant Fire Chief position. It was not the Mayor's intention to have any influence over "who" that person will be. He explained that the reason for not advertising and considering only internal candidates was due to financial and that the City saw two very good internal candidates. The Mayor stated that if PFC feels these two candidates are not worthy they'll consider looking elsewhere but he personally felt these two were the best candidates for the position. T. Bare stated that they both need to talk more.
- 5. Police Department:
 - Police Chief Dick's update included: new Seasonal Interns from LTC are working 600-1200
 hours as Community Service Workers to help CSW Lippert, the Public Safety Committee is now
 requiring Chief to provide monthly department updates, and he is expecting more Family
 Medical Leave this year than last due to having a younger department and with that comes
 families.
- 6. Fire Department:
 - Acting Fire Chief Kadow's update included: 6 firefighter candidates were interviewed last week (they planned on 10 but 4 had already taken other jobs) and the first or second week in April he would like to bring on board.
 - AFC Kadow requested approval of the Fire Department Eligibility List but PFC wants to see more information on the candidates.

CONVENE IN CLOSED SESSION - Motion made by P. Blashka. Seconded by K. Reynolds. All in favor.

- 7. Interview applicants for vacant Fire Chief position.
- 8. Discussion regarding the applicants for the Fire Chief position.

RECONVENE IN OPEN SESSION - Motion made by M. Schilder. Seconded by K. Beilke. All in favor.

- 9. Motion made by M. Schilder to appointment Todd Blaser as Fire Chief. Seconded by K. Reynolds. Also voting in favor were K. Beilke and T. Bare. P. Blashka voted against. Motion carried 4 1
- 10. Motion made by P. Blashka to approve the Fire Department Eligibility List. Seconded by K. Beilke. All in favor.
- 11. Meeting adjourned.

07/08/14 MEETING MINUTES

POLICE & F/IRE COMMISSION OF THE CITY OF MANITOWOC

MEMBERS PRESENT:

Tom Bare, Paul Blashka, Kate Reynolds, Mary Schilder and Michael Wellner

- 1. Meeting called to order at 4:30 by T. Bare.
- 2. M. Schilder made a motion, seconded by P. Blashka to approve previous Minutes from the 3/11/14 Police & Fire Commission meeting as submitted.
- 3. Public Input.

4. Police Department:

Police Chief Tony Dick's department updated included distributing the May monthly report from the Public Safety meeting, K-9 fundraiser-looking forward for replacement of AIK in 2 to 3 years, Mayor, Aldermen and Chief Dick got in dunk tank, next phase corporate donors, hoping to raise \$80,000 over next couple years towards purchase of dog, train officer, upkeep and medical expenses. Also reported is that there was a change at state level for officer involved shootings in that an outside jurisdiction must do the investigating, and last there are two people interested in Cross Guard vacancies

5. Fire Department

Fire Chief Todd Blaser announced employee milestones (wedding, birth, dept anniversaries) and distributed the monthly report which he said offers transparency. He reported boundary changes between station 1 and 3 and that the system w Joint Dispatch has pre-determined district call out. There's been a change in responsibilities & a Supervisory Alarm has been created with the alarm companies. He also reported staffing challenges with summer vacations and family medical leave and that the newest firefighter, Brett Schroeder came on in June. Contract negotiations starting soon, new HR dept head just started Monday. One grievance still standing, Friends group training facility working on October dedication with a Chili Cookoff.

6. Election of Officers:

Paul Blashka made a motion, seconded by K. Reynolds to nominate Tom Bare PFC President. Nomination accepted. Motion carried all in favor.

Kate Reynolds made a motion, seconded by M. Schilder to nominate Paul Blashka PFC Vice President. Nomination accepted. Motion carried all in favor. P. Blashka accepted position.

Mary Schilder made a motion, seconded by P. Blashka to nominate Kate Reynolds PFC Secretary. Nomination accepted. Motion carried all in favor.

7. Meeting adjourned.

09/09/14 MEETING MINUTES POLICE & F/IRE COMMISSION OF THE CITY OF MANITOWOC

MEMBERS PRESENT: Tom Bare, Kate Reynolds, Mary Schilder

MEMBERS EXCUSED: Paul Blashka, Michael Wellner

- 1. Meeting called to order at 4:30 by T. Bare.
- T. Bare made a motion to approve minutes of 7/8/14 Police & Fire Commission meeting.
 Seconded by M. Schilder. Motion carried all in favor.
- 3. No Public Input.
- 4. Fire Department:

Chief Blaser's Fire Department update included the monthly report, October 11 Open House/Dedication of new training center on Dewey St, participation in Mass Casualty Drill, change of tone structure for calls and Battalion Chief Tim Herzog's plan to retire in October.

5. Police Department:

Chief Dick's Police Department update included the monthly report noting that the new parking ordinance will change the report in that first a written warning will be given then with subsequent tickets the fine will go up, working on the towing of vehicles that have huge fines, trying to do monthly K-9 fundraisers which include working concessions at home Packer games and Festival Brat Barn, and briefly discussed possibility of structure change to two deputy chiefs.

6. Meeting Adjourned.

10/14/14 MEETING MINUTES

POLICE & F/IRE COMMISSION OF THE CITY OF MANITOWOC

PFC MEMBERS:

Tom Bare, Paul Blashka, Kate Reynolds, Mary Schilder, Michael Wellner

- 1. Call meeting to order.
- 2. M Schilder made a motion to approve previous meeting minutes dated 9/9/14. Seconded by K Reynolds. Motion carried unanimously.
- 3. Public Input.
- 4. Fire Chief Blaser reported the following:
 - September 2014 monthly report (concerns: senior falls & increase in no transport's)
 - Department update included plans to send a motor pump operator to Operating a Charged Hose course, T. Herzog retired 10/9, K Cayemburg to retire 10/31, budget in full swing/currently in front of council, hoping to maintain current positions (51).
- 5. Police Chief Dick reported the following:
 - September 2014 monthly report
 - Department update included Det Kowalski solved drug related crime spree, Oct 29 at Silver Lake College – Heroin Awareness, S. Keil resigning 10/17 after 16 yrs service, S. Thomm retiring 11/15, B. Brennan retiring 12/31 and anticipate two more retiring early next year.
 - Chief Dick requested approval of Police Officer Eligibility List. T. Bare made motion to approve the eligibility list. Seconded by P. Blashka. Motion carried unanimously.

CONVENE IN CLOSED SESSION

The motion to convene in closed session was made by M. Schilder. Seconded by P. Blashka. In favor: all Against: none

Motion carried unanimously.

6. Discussion regarding 2015 Command Staffing.

RECONVENE IN OPEN SESSION

The motion to reconvene in open session was made by K. Reynolds. Seconded by M. Wellner. In favor: all Against: none

Motion carried unanimously.

7. Meeting Adjourned 5:35

MINUTES OF THE MANITOWOC PUBLIC UTILITIES COMMISSION MEETING MONDAY, OCTOBER 13, 2014

The scheduled meeting of the Manitowoc Public Utilities Commission was called to order by President Hornung at 4:00 p.m. on Monday, October 13, 2014. In attendance were Commissioners Diedrich, Hornung, Morrow, Luckow, Nickels and Seidl. Also present were Nilaksh Kothari – General Manager, Mark Leonhard, and Attorney Andrew Steimle – Steimle Birschbach, LLC. Commissioner Hennessey arrived at 4:08 p.m.

ELECTION OF OFFICERS: A Motion was made by Commissioner Justin Nickels and seconded by Commissioner Dave Luckow to nominate Commissioner Mark Seidl for President, Commissioner David Diedrich for Vice President, and Commissioner Jim Morrow for Secretary of the MPU Commission for 2014-2015 and to close the nominations. Motion carried unanimously.

VERIZON – SECOND AMENDMENT TO LEASE AGREEMENT: The Second Lease Amendment was presented for Commission approval. Verizon Wireless (formerly known as Primeco Personal Communications) has had antennas attached to the Reed Avenue water tower since October 1997. In July 2012, Verizon and MPU agreed to the First Lease Amendment, due to Verizon's desire to install additional equipment on the Reed Avenue water tower. In 2014, MPU was again approached by Verizon to install additional antennas on the Reed Avenue water tower to support 4G LTE technology. As permitted in the lease agreement, MPU requested that the additional 4G antennas and equipment result in an increase in annual rent payments. An additional \$3,000 per year increase was negotiated. MPU is also requiring that the equipment and antenna installation be reviewed by Dixon Engineering, to ensure that the new equipment does not impair the operation and maintenance of the water tower. The review and inspection costs are to be paid for by Verizon Wireless. A brief discussion ensued.

MOTION: A Motion was made by Commissioner Diedrich and seconded by Commissioner Nickels to approve the Second Lease Agreement as presented. Motion carried unanimously.

BOND RATING BY MOODY'S: The bond rating received from Moody's on October 9, 2014 has reaffirmed MPU's A1 rating with a stable outlook. Moody's expressed some concern for the high industrial load and not much diversification. A brief discussion ensued.

ECONOMIC DEVELOPMENT: An example of an Economic Development program that WPPI is promoting for its member utilities was presented for review. A brief discussion was held on whether MPU should consider such program development. A lengthy discussion ensued. The consensus was to investigate and develop similar programs and discuss at a future meeting.

MEUW LEGAL REPORT: The annual report of legal counsel prepared by Boardman & Clark Law Firm for the Municipal Electric Utilities Board on electric and broadband matters either at PSCW and FERC. Some of the key issues of interest were: WE/WPS merger and MG&E increasing their fixed costs.

GENERAL MANAGER'S REPORT: N. Kothari updated the Commission on the following: No responses have been received from seven MPU solicitations for electric vehicle charging stations. A high bill complaint was investigated at 4910 Roneta Lane. WPPI will pilot the Solar Community Garden at its member communities. An engagement letter was executed with Farr, Miller & Washington related to the termination of the Forward Delivery contract for the reserve fund of the 2004A Bonds that is in place with Wells Fargo. A date was set to meet with Premier Lawncare regarding second notice of deficiency, but Premier had to cancel and was not able to reschedule. The information he requested will be mailed due to the difficulty in scheduling a meeting. Safety inspections were completed for the Main Office garage and Dewey Electric Distribution facility. The most common violation is the storage of equipment in front of or on top of electrical panels.

MOTION: A Motion was made by Commissioner Seidl and seconded by Commissioner Diedrich that the Commission approves the termination of the existing Debt Service Reserve Forward Delivery Agreement dated April 20, 2004 for the 2004A Electric System Revenue Bonds, pursuant to a Termination Agreement in substantially the form presented to the Utility, with such changes as may be approved by the City's municipal advisor and the City Attorney or bond counsel. Motion carried unanimously.

MINUTES: The Minutes from the Regular Session Meeting on September 8, 2014 were presented for approval.

APPROVAL OF CLAIMS: Claims List dated September 23, 2014, Claims List dated October 14, 2014 and Wire Transfers dated through October 8, 2014 were presented for approval.

QUOTATIONS/BIDS: The following quotations/bids were presented for approval: Engineering Office Remodel-\$106,220.00 – Howard Immel Inc.

MOTION: A Motion was made by Commissioner Nickels and seconded by Commissioner Seidl to approve the Regular Session Minutes from September 8, 2014; the Claims List dated September 23, 2014 check nos.73085 through 73279 totaling \$680,051.37; the Claims List dated October 8, 2014 check nos. 73286 through 73446 totaling \$1,351,511.96; Wire Transfers dated through October 8, 2014 totaling \$10,941,187.88; and to accept the quotations/bids: Engineering Office Remodel—\$106,220.00 — Howard Immel Inc. Motion carried unanimously.

NEXT MEETING: Future meeting will be held on October 27, 2014 at 4:00 p.m.

ADJOURN: A Motion was made to adjourn the meeting by Commissioner Hennessey and seconded by Commissioner Morrow. Meeting adjourned at 4:40 p.m.

Approved: James G. Morrow,

Approved: Nilaksh Kothari, General Manager

Manitowoc Sustainability Committee Meeting Minutes October 23, 2014*

The meeting was called to order by Chairman Jon Reisenbuechler at 5:00 pm.

Members present

Jon Reisenbuechler Keith Shaw Michael Pearson Judi Northen

Updates

Michael gave a report on the status of Grow It Forward. The project has been given a green light by the city, and the group now will need to work with the Parks Department.

Progress is being made in the plan to involve the neighborhood with the project; one goal is to have residents participate in Garden Watch.

The group has discussed ideas for donations and fundraising during the winter months, with a view to being ready to begin work in the spring. Michael mentioned that one idea would be for the group to set up raised beds on individual residents' properties in exchange for a fee.

Tony reported on a survey put together by the Manitowoc Main Street organization, to be sent out to downtown businesses and community leaders, including the city council and Mayor Nickels, as part of a Mainly Manitowoc project goal to help establish a sustainable model for the purpose of revitalizing the downtown area. Tony will send a copy of the survey to Committee members, and hard copies are available at the Manitowoc library.

Keith informed the Committee that the hoped-for designation of our Lakeshore as a Marine Sanctuary is still awaiting federal response. Keith mentioned that the Sanctuary in Alpena, Michigan has done much to benefit that city.

Jon informed us that the Recycling Center's September Tire Collection was a success, and went over some of the many uses for recycled tires, and the fact that the recycling process enables all parts of the tires to be used.

Jon also offered educational materials to Committee members including posters and flyers related to recycling and composting, and guidelines for businesses such as convenience stores, gas stations, or restaurants.

Michael mentioned that his workplace does not recycle in any way. Judi asked what would happen if the DNR found out a business was not recycling. Jon answered that they would most likely send correspondence by mail and maybe at a later date pay the business a visit, however emphasis would be on education rather than any kind of punitive action.

Judi gave an update on the activities of GLOBE, the Lakeshore Unitarian Universalist Fellowship's Environment Committee. GLOBE's recent activities have been related to raising congregational awareness of the environmental challenges we face. According to the results of the survey distributed by GLOBE to the congregation, most desired to be more educated and active on environmentally related political issues, and how to contact our legislators. Jon suggested that it would be a good idea to communicate not only with legislators on the State level, but those in office on the local level as well. Judi agreed, and will bring this up to the GLOBE Committee at their next meeting.

Committee Membership Changes

Kathleen McDaniel is resigning from the Committee, citing numerous time conflicts. There are no other changes at this time.

Jon stated that our Roster is in need of corrections. He will make contact with the person responsible for updates and request that this be done.

Margaret Gerhard's Presentation

Margaret gave a very informative presentation on natural landscaping, also touching on front yard gardening and the challenges faced, from municipalities and sometimes from neighbors, by property owners who wish to have native plantings in their front yards. Simply put, Margaret stated that progress is made by informing, educating, and influencing. She went on to give many helpful resources for anyone interested in promoting natural landscaping. The resources include wildones.org, Midwest Ecological Landscape Alliance (melaweb.org), Stone Silo Prairie Gardens (stonesiloprairie.com) and Seeds of Change (seedsofchange.com).

The presentation was enthusiastically received by members present, and was followed by a question and answer session.

MPU Tour

Jon stated that he was informed by Adam Becker that the Committee members would need to decide between a tour of either the Waste Water facility or the Utility. Time and date are to be determined.

Next Meeting

Due to the Thanksgiving holiday, the next meeting is tentatively scheduled for late November or early December, and will consist of the planned MPU tour.

Today's meeting was adjourned at 6:00 pm.

^{*}Note: Since the Committee had no quorum today, these minutes merely describe discussion which took place, and will be re-visited at our next formal meeting, date and time to be announced.