



**LANSING BOARD OF WATER AND LIGHT
BOARD OF COMMISSIONERS
SPECIAL BOARD MEETING MINUTES
April 20, 2023**

The Board of Commissioners met at the BWL Headquarters-REO Town Depot located at 1201 S. Washington Ave., Lansing, MI, at 5:30 p.m. on Thursday, April 20, 2023.

Chairperson Semone James called the meeting to order at 5:30 p.m.

The Corporate Secretary called the roll.

Present: Commissioners Semone James, Beth Graham, Dusty Horwitt, David Price, Tracy Thomas, and Sandra Zerkle. Non-Voting Commissioners present: Larry Merrill (Delta Township), and Maggie Sanders (Lansing Township).

Absent: Commissioners DeShon Leek, Tony Mullen, and Non-Voting Commissioner Douglas Jester (East Lansing),

The Corporate Secretary declared a quorum.

Commissioner David Price led the Pledge of Allegiance.

PUBLIC COMMENT

There were no public comments.

MEETING PURPOSE:

Chairperson James stated that the purpose of this Special Board meeting is to discuss a written attorney-client communication provided from the General Counsel and discussion of such content is most appropriate in closed session. Discussion concerning this communication is permitted to occur in closed session as allowed by the Open Meetings Act, specifically MCL 15.268 (h).

Motion by Commissioner Sandra Zerkle, **Seconded** by Commissioner Dusty Horwitt, to go into closed session for the purpose of reviewing the contents of the written attorney-client communication as permitted by the Open Meetings Act, MCL 15.268(h).

Roll Call Vote:

Yeas: Commissioners Semone James, Beth Graham, Dusty Horwitt, David Price, Tracy Thomas, and Sandra Zerkle.

Nays: None.

Action: Motion Carried.

Chairperson Semone James declared a quorum to go into Closed Session, welcomed Non-Voting Commissioners to join the Closed Session, and asked General Counsel Mark Matus, Executive Director of Human Resources Michael Flowers, and Lansing City Attorney Jim Smiertka to join the Closed Session.

The Special Board Meeting went into closed session at 5:34 p.m.

Motion by Commissioner Sandra Zerkle, **Seconded** by Commissioner Beth Graham, to return to open session.

The Special Board Meeting reconvened to open session at 6:15 p.m.

Motion by Commissioner Semone James, **Seconded** by Commissioner David Price to amend the agenda to add a resolution pertaining to the employment of the Internal Auditor.

RESOLUTION #2023-04-02
Authorization of Management to Execute
Severance Agreement and Release of Claims

WHEREAS, the Board of Commissioners convened for a Special Board meeting on April 20, 2023, to discuss a written attorney-client communication provided from the General Counsel regarding a personnel matter in closed session;

RESOLVED, that being fully apprised in the premises with regard to the employment of Internal Auditor Frank Macciocca (Appointee),

- (a) Management is directed to suspend Appointee without pay effective midnight April 12, 2023,
- (b) The offer to execute the previously provided severance agreement will remain open until, but must be received by the BWL on or before Close of Business on May 3, 2023,
- (c) If Appointee fails to execute the severance agreement by the deadline his employment shall be terminated for cause effective midnight May 3, 2023,
- (d) Management is authorized to provide Appointee with written notice of this resolution and the grounds for termination.

Motion by Commissioner David Price, **Seconded** by Commissioner Sandra Zerkle to approve final version of resolution for Authorization of Management to Execute a Severance Agreement and Release of Claims at a Special Board meeting held on April 20, 2023.

Action: Motion Carried.

Roll Call Vote:

Yeas: Commissioners Semone James, Beth Graham, Dusty Horwitt, David Price, Tracy Thomas, and Sandra Zerkle.

Nays: None.

Action: Motion Carried.

COMMISSIONERS' REMARKS/COMMENTS

There were no Commissioner remarks.

PUBLIC COMMENT

There were no public comments.

EXCUSED ABSENCE

Motion by Commissioner Beth Graham, **Seconded** by Commissioner David Price, to excuse Commissioners Tony Mullen, DeShon Leek, and Douglas Jester from tonight's meeting.

Action: Motion Carried.

ADJOURNMENT

Chairperson James adjourned the meeting at 6:22 p.m.

Preliminary Minutes filed (electronically) with the Lansing City Clerk 05-18-23
Approved by the Board of Commissioners: 05-23-23
Official Minutes filed (electronically) with the Lansing City Clerk 05-31-23