



Legislation Text

File #: 2020-312, **Version:** 1

Modification to GLWA Board's General Order of Business to Provide for Consent Items on the Board's Agenda

Agenda of: September 23, 2020

Item No.: **2020-312**

Amount: N/A

TO: The Honorable
Board of Directors
Great Lakes Water Authority

FROM: Sue F. McCormick
Chief Executive Officer
Great Lakes Water Authority

DATE: September 3, 2020

RE: Modification to GLWA Board's General Order of Business to Provide for Consent Items on the Board's Agenda

MOTION

Upon recommendation of William M. Wolfson, Chief Administrative and Compliance Officer, the Board of Directors (Board) of the Great Lakes Water Authority (GLWA or the Authority), approves the following modifications to its general order of business:

1. There shall be two new headings on the Board's Agenda; the first entitled "Consent Matters" and the second entitled "Approval of Consent Matters."
2. The "Consent Matters" heading shall appear on the Agenda following the "Quorum Call" heading and before "Approval of the Agenda" heading.
3. The "Approval of Consent Matters" heading shall appear on the Board's Agenda following the "Public Comment" heading and before the "Old Business" heading.
4. The "Consent Matters" heading will contain three subheadings:
 - A. Approval of Minutes
 - B. Communications; and

C. New Business.

5. Except as provided for in this motion, all items under “New Business” heading shall be initially considered as placed on the Board’s Agenda under the “Consent Matters” heading.
6. When taking up “Consent Matters” on the Board’s Agenda, the Chairperson of the Board shall first ask if there is any item under the “Approval of Consent Matters” heading that a Board Member wishes to have moved to “New Business, *Items for Discussion*” subheading. The Chairperson shall then ask staff if there are any additional communications that should be included under the “Consent Matters” heading.
7. Without further discussion, upon the request of any Board Member, any consent item appearing on the Board’s Agenda under the “Consent Matters, “*New Business*” subheading shall be moved to the “New Business”, *Items for Discussion*” subheading. A Board Member shall not be required to offer any explanation or support for a request made under this section.
8. Once all requested items have been moved to the appropriate subheading(s), the Chairperson shall move to the “Approval of Agenda” on the Board’s Agenda.
9. Following approval of the Agenda, the Board shall move to the “Approval of Consent Matters” heading on the Agenda. The Chairperson shall then ask “Are there any objections to approval of the matters designated for approval by Consent?” If no objection is heard, the vote is presumed unanimous and shall be recorded as such in the minutes.
10. The following items of “New Business” shall only be placed on the Board’s Agenda under the “New Business, *Items for Discussion*” subheading:

A. Items that are presented directly to the full Board.

- B. Items that require approval by a super-majority affirmative vote of at least five (5) members of the Board pursuant to the Articles of Incorporation of the Great Lakes Water Authority (the Articles), the By-Laws for the Great Lakes Water Authority Board of Directors (the By-Laws), or other applicable laws; including but not limited to:
- i. Setting or approving rates and/or charges for the provision of water and sewer services, including storm water collection and treatment services, or for a combination of such services;
 - ii. Establishing and adopting the GLWA’s operating budget;
 - iii. Establishing and annually approving a five-year capital improvement program;
 - iv. Establishing and adopting procurement rules and regulations which are consistent with the Articles and the Provision of Public Act 233 of 1955, as amended (the Act);
 - v. Selecting a Chief Executive Officer;
 - vi. Authorizing the issuance of debt;
 - vii. Removing a Board member for cause; or
 - viii. Approving or modifying the lease of DWSD assets with the City of Detroit.

- C. Items that require approval by an affirmative vote of the Board, including but not limited to:
 - i. Requests to meet in Closed Session pursuant to Michigan's Open Meetings Act (OMA), Public Act 267 of 1976, as amended.
 - D. Old Business
 - E. Annual election of Board Officers.
 - F. In-person presentations to the Board.
 - G. Any item requested by a Board Member to be moved to the "New Business, *Items for Discussion*" subheading under Section 7 of this Motion.
11. In addition to the matters discussed, the "Other Matters" heading is available for items that the Board wishes to consider under the OMA that may not have been incorporated into its printed Agenda or modifications to that Agenda.
12. The Board authorizes the CEO to take such other action as may be necessary to accomplish the intent of this vote; and

BACKGROUND

The Articles were adopted in 2014. Article 9, Section A. provides, in pertinent part, that "The Board shall conduct regular meetings as needed and not less than once during each quarter of each year." The Board wishes to make efficient use of the time available for its meetings by allowing routine matters appearing on its Agenda to be approved without individual discussion of each of those items. (A sample Agenda utilizing the previously outlined approach is attached to this Resolution.)

JUSTIFICATION

The use of Consent Agendas by assemblies is consistent with accepted rules of parliamentary procedure. *Robert's Rules of Order; Newly Revised*, 11th Edition (2011), p 361, II 10-32. While Michigan's OMA requires that Public Bodies meet in open session and publicly vote on items to come before the assembly, the OMA does not preclude the use of a consent agenda to promote efficient proceedings. The use of Consent Agendas was discussed on page 5 the Michigan Municipal League's 2017 publication of Meetings: Agendas and Minutes. A handbook for municipal officials; it states:

Consent Agenda

A consent agenda contains routine items which do not need further discussion. The whole group of items is approved in one motion and one roll call vote. In the minutes, the actions passed in the consent agenda are recorded individually and in full. If discussion of an item is desired, it can be removed from the consent agenda and discussed immediately after approval of the consent agenda or in its normal sequence on the agenda.

The printed agenda should contain a consent agenda definition like the one below:

All matters listed under Item 7, Consent Agenda, are considered routine by the council and will be enacted by one motion. There will be no separate discussion of these items. If discussion of an item is required it will be removed from the consent agenda and considered separately.

The use of a consent agenda by the Board will allow for efficient disposal of routine items as permitted by the rules of

parliamentary procedure and Michigan's OMA.

BUDGET IMPACT

This item does not impact the GLWA's budget.

COMMITTEE REVIEW

This matter is being presented to directly the full Board..

SHARED SERVICES IMPACT

This item does not impact the shared services agreement between GLWA and DWSD.