



Regular Meeting Minutes

Monday, February 22, 2016

*(Meeting Held at the Village of Richfield Town
Hall, Council Chambers)*

REGULAR MEETING

Call to Order:

The Regular Meeting of the RJRD Board of Trustees was "Called to Order" at 6:30 p.m. by Chairperson Mr. Dominic Cugini with Roll Call taken by the Administrator. The Pledge of Allegiance followed.

In Attendance:

Mr. Bob Becker *(Arrived after the Approval of the Minutes)*
Ms. Kelly Clark
Mr. Dominic Cugini
Mr. Rich Fleming
Mr. Ralph McNerney
Mr. Pat Norris
Mr. Bill Taylor *(Not Present)*

Mr. Bill Hanna, Legal Counsel
Mr. Keith Shy, Capital/Public Improvements Consultant/Manager
Mrs. Debbie Bluso Rogers, Administrator

Business:

Approval of Meeting Minutes:

Monday, January 28, 2016 Special Meeting

Chairperson Cugini dispensed with the formal reading of the minutes and there were no changes or comments heard.

MOTION made by Ms. Clark and seconded by Mr. Norris to approve the January 28, 2016 Special Meeting Minutes as presented.

DISCUSSION: None

MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

Monday, February 8, 2016 Work Session:

Chairperson Cugini dispensed with the formal reading of the minutes and there were no changes or comments heard.

MOTION made by Ms. Clark and seconded by Mr. McNerney to approve the February 8, 2016 Work Session Minutes as presented.

DISCUSSION: None

MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

Capital Projects Report:

No report.

Committee Reports:

a. Budgets & Finance Committee, 2016 Chairperson Mr. Norris

Trustee Norris noted that the Board was in receipt of the January Financial Reports and Financial Analysis Report. Trustee Norris read into the record Fiscal Agent Sandy Turk's report for January. The cash balance as of January 31, 2016 was \$3,628,195 with \$141,201 in the General Fund, \$2,395,871 in the Capital Improvement Fund and \$191,120 in the Bond Retirement Fund.

Total expenditures as of January 31, 2016 were \$94,474 and part of these expenditures reflected the payment for the Tax Anticipation Note.

Total revenue as of January 31, 2016 was \$4,923. \$2,252 in the General Fund was from the real estate tax rollback, donations, American Cell Tower revenue and interest. \$2,671 in the Bond Retirement Fund was from real estate tax rollback.

Trustee Cugini stated that one of the items from the Saturday, February 13, 2016 Work Session was the determination of the exact amount of money required to be spent from the Capital Improvement Fund. Trustee Norris stated that \$2,200,000 was required to reach the 85% IRS threshold and \$3,500,000 to spend the entire fund. Cugini confirmed with Norris that \$3,500,000 was the entire bond money remaining.

b. Buildings & Grounds Committee, 2016 Chairperson Mr. Becker

Trustee Becker stated that he reviewed the work performed by Great Lakes Fencing on the perimeter fence and stated that the payment to Great Lakes could be released which represented 85% of work completion with 10% retainage

c. Communications Committee, 2015 Chairperson Mr. Taylor

No report.

d. Volunteers Committee, Chairperson Mr. Fleming

Trustee Fleming stated that he attended the Ohio Parks and Recreation Association Conference & Trade Show. Trustee Fleming attended the following sessions: Building a Stewardship Policy for Parks, Assertively Managing Conflict, Improving Your Business Model, The Value of Varying Views and Successfully Managing Change Programs. Due to the weather, work has been limited. Trustee Fleming noted that at the February 8, 2016 Work Session, the volunteer procedure was state and distributed for all to follow. Appreciation and thanks was extended to Jeff Deluca and the other volunteers.

e. Special Revenue Committee, Chairperson Mr. McNerney

No report.

f. Recreation Services Committee, Chairperson Ms. Clark

Trustee Clark stated that there were 33 visitors to the park for the month of January. After extensive discussion and deliberation, the Have a Heart 5K Walk on Valentine's Day was cancelled due to the harsh weather and the safety impact to the participants. The event will be re-scheduled.

g. Personnel & Administration Committee, Chairperson Mr. Cugini

The Administrator read into the record the following affidavit provided by Trustee Mr. Cugini that was notarized on January 11, 2016 by Notary Public Debbie Bluso Rogers.

"I, Dominic Cugini, having been duly cautioned and sworn hereby state the following based upon personal knowledge:

- 1. I am a member of the **Richfield Joint Recreation District Board**.*
- 2. I am also an employee of KeyBank National Association ("Key Bank") and serve as a Quality Assurance Services Director.*
- 3. KeyBank and KeyBanc Capital Markets, Inc. ("KBCM") are each subsidiaries of KeyCorp.*
- 4. I own stock in KeyCorp, which represents less than .1% of the outstanding shares of that company.*
- 5. In connection with my commencement of service on **Richfield Joint Recreation District Board**, I am providing notice of my association with KeyBank, and plan to withdraw from all decisions and deliberations in any manner to matters related to my employer.*

FURTHER AFFIANT SAYETH NAUGHT.

"Sworn to before me and subscribed in my presence this 11 day of January, 2016, Debbie Bluso Rogers, Notary Public, Resident Summit County, Notary Public, State of Ohio. My Commission Expires: 06.10.2019.

Trustee Cugini shared to all in attendance that the banking industry is highly regulated and this affidavit was necessary for the successful relationship with him, his employer and the RJRD. If there were any situations involving KeyBank, Mr. Cugini stated that he would recuse himself from any board action involving Key Bank due to a conflict of interest.

Legal:

Mr. Hanna stated that the TWP BZA granted the RJRD Board's conditional use application for a zoning certificate to operate a governmentally owned park for passive activities. The full Board extended their appreciation to Mr. Hanna for his hard work, perseverance, patience and diligence in the matter.

Old Business:

Discussion to modify the Contract & Bid Authority Policy, "To Take from the Table" and the 02.18.2016 Briefing Memo, Purchasing Policy Summary

Chairperson Cugini stated that this item was previously tabled and the full Board was in receipt of the RJRD Purchasing Policy Summary to prepare them for this matter. The matter was "taken from the table" and the champion of the matter, Trustee Fleming re-opened the discussion.

MOTION made by Mr. Fleming and seconded by Ms. Clark to amend the RJRD Contract Bid Authority Section B spending levels to \$500 and \$5000, Section C to \$5000 and \$15,000 and Section E to \$25,000 to maintain better fiscal responsibility on the Board's current and future funds.

DISCUSSION: Trustee Norris requested the purpose for the amendment to the policy. Fleming re-stated that the capital fund is \$3,295,000 and the operating fund is \$167,000 and the current policy was fashioned after other governmental entities that have higher budgets and revenue. Fleming opined that this would not cause the Board undue hardship moving forward with necessary projects. Trustee Norris asked Legal Counsel if this change required three (3) written quotations or the three (3) bid long and difficult legislative process.

Legal Counsel Mr. Hanna stated:

1. The Chairman, with approval of the Treasurer and the Fiscal Agent, may expend up to \$5000, if appropriations have been made.
2. Purchases from \$5001 to \$25,000 must be first approved by motion and vote of the Board at a meeting. Two (2) written quotations must be obtained in advance.
3. Purchased from \$25,001 to \$50,000, a purchase may be made if first approved by Board motion and vote at a meeting. All members of the Board must be provided in advance with "a written explanation of the amount at purpose of the proposed expenditure.." At least three (3) written quotations are required.
4. Purchased exceeding \$50,000 requires a Board Resolution to cause plans and specifications to be prepared, and to authorize competitive bidding. After bids are received, Board determines the lowest and best qualified bidder and authorizes a written contract by Resolution. This is Ohio Law.
5. Competitive bidding, \$50,000 plus and multiple quote, \$5000 to \$49,999 requires may be waived by the Board if an exception to competitive bidding applies under Ohio law. The waiver must be authorized by Board Resolution. For procurement of design professional services, the Board was reminded to refer to Legal Counsel's memo dated September 28, 2015.

Continuing, Hanna stated that a change to the spending levels would still require the same process for the Board to ensure transparency. It would be a Board determination as to the effects of a spending level change and how it impacts the Board's flexibility.

If the spending levels were changed, Trustee Norris asked at what point in the spending level thresholds when the Board would be forced to use the cumbersome method and the answer was at \$25,000. Cugini stated that the state law is \$50K and Norris stated that this proposal is more stringent than the Ohio Law and then expressed disappointment that

Council Person Roger Swan was not in attendance to explain the Village's experience in changing the levels of spending. Norris stated that the intention was good but the proposed changes just slow down the process more and it would cost the taxpayers more money in the long run.

Clark clarified that the change being proposed is for spending levels and not a change to the process described in the current policy.

Becker stated that the reduction of spending levels would make the ability to spend money longer and even more cumbersome for the Board than it is currently.

Referring to the Policy Summary, Cugini stated that

- 1. The level as Chairperson would be changed to \$1,500.**
- 2. Purchases from \$5001 to \$25,000 would be changed to \$501 to \$15,000 with the same process as previously stated.**
- 3. Purchases from \$25,001 to \$50,000, with the same process as previously stated and would require additional work.**
- 4. Purchased exceeding \$50,000 would be changed to \$25,001 with the same process as previously described and the level of work required would start at a lower level for competitive bidding.**

Cugini stated that the existing policy is strong but would be in favor of considering a change to the Chairperson's spending level. The current policy requires enforcement.

MOTION TO AMEND MADE by Mr. Cugini and seconded by Mr. Norris to leave items 2, 3, 4, and 5 of the policy summary in place reduce item 1 to \$1500.

DISCUSSION ON THE AMENDMENT: None

MOTION PASSED ON THE AMENDMENT: Mr. Becker (nay), Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), Mr. Taylor (Not Present)

Prior to the vote on the original motion, it was stated that the amendment motion passed only affected the spending level authority of the Chair and all the other spending levels remained the same.

MOTION FAILED ON THE ORIGINAL MOTION: Mr. Becker (nay), Ms. Clark (yea), Mr. Cugini (yea), Mr. Fleming (yea), Mr. McNerney (nay), Mr. Norris (nay), Mr. Taylor (Not Present)

For all in attendance it was stated for the "Record of Proceedings" that the original motion failed and resulting "no change" to the spending levels in the RJRD Contract & Bid Authority Policy.

Discussion of tree removal & conservation easement guidelines

This was an item that was discussed at the February 13, 2016 Work Session and the Chair deferred to Legal Counsel to lead the discussion to clarify the questions and possible issue.

Mr. Hanna stated that the information distributed to the board in advance was to clarify the provisions of the conservation easement with respect to commercial timbering. Timbering or tree removal is generally prohibited within both the Clean Ohio and Non Clean Ohio areas of the Property; subject to certain exceptions and not for commercial timbering.

Mr. Hanna read into the record from the Non-Clean Ohio Section 2; General Reserved Rights, item (d) Tree Removal: *"Grantor reserves the right to remove or trim (i) from anywhere on the Protected Property dead, diseased or materially damaged trees and trees that pose a danger to human life of neighboring properties, (ii) trees from area within which existing trails are being widened or new trails created (as provided in subsection 5© (iii) trees from areas required for the maintenance, repair, replacement, improvement or enhancement of the Existing improvements, or (iv) trees from areas required for the creation, maintenance, repair, replacement, improvement and enhancement of the Future Improvements (hereinafter defined.)"*

In part for the Non-Clean Ohio Area Section % use Restrictions and Permitted Use, Item (c): *"...that existing trails may be widened and new trails may be created so long as they do not exceed eight feet (8-feet) in width, and they are not covered with impervious materials and any tree removal involved in such widening or creation is restricted exclusively to the trail corridors.*

(f) Habitat Disturbance. Except as otherwise permitted in this Grant, Grantor shall not cut down, remove or destroy native trees or other plants."

In part for the Clean Ohio Area, the language is the same.

Mr. Hanna stated that these restrictions must be complied with in connection with any Board consideration of tree removal and timbering.

No other comments or discussion were heard from the Board with the exception of an interpretation question from Trustee Norris. Trustee Norris requested legal interpretation from Mr. Hanna regarding the trail corridor in that the width of the trail is eight feet but the dead, dying or diseased trees could be within the "fall zone of the trail" thus outside the eight foot trail corridor. Legal agree with this clarification.

Summing up, Chairperson Cugini stated that the Board needs to be cognizant of this language and the restrictions as the board moves forward with trail work, road work and work around the dams. To Trustee Norris' point, discussion and communication with WRLC is required to ensure that the easements and property restrictions are understood and interpreted accurately. The Board was reminded that RJRD activities, plans and contracted services are monitored by WRLC and that point was emphasized during a meeting with WRLC.

New Business:

Resolution 2-2016, 02.03.2016 Briefing Memo, Timbernook Use Agreement:

Championing this resolution, Trustee Clark briefly stated that this was a follow-up to the previous briefing memo discussed at the February 8, 2016 Work Session.

Rebecca Bowen is the Camp Director for Timbernook and she is a speech-language pathologist who has dedicated her career to helping children through nature based programs. Timbernook's request to enter into an agreement with RJRD and use the property compliments RJRD's overall mission and strategy and does not interfere with any master planning activities. Timbernook is aware that construction and/or maintenance could be occurring during their program time and that occupancy of any building is not possible at this time. Timbernook has expressed their interest in a long-term relationship with RJRD and the use of the property. If there are any threatening weather conditions, the children and adults will leave the property.

Ms. Rebecca Bowen was introduced and presented to the board her low impact program and expressed enthusiasm in using the property and working with RJRD. Ms. Bowen explained how she got interested in Timbernook stating that "kids today just don't get out and play." Ms. Bowen visited and hiked the property and commented on the beauty of the property and its long tradition of teaching children about nature. In closing, Ms. Bowen expressed her respect for the property and the honor for Timbernook to continue with the long-standing tradition of the property as well as the RJRD's commitment to continuing nature education.

The Trustees had no questions for Ms. Bowen.

Trustee Mr. McNerney stated that he had questions for Legal Counsel Mr. Hanna regarding the agreement. McNerney asked if the agreement was multiple years and opined that the fee should be part of the resolution. Mr. Hanna replied that the use agreement was for 2016 only and it was appropriate to be part of the agreement. However, the Board could determine if the fee could be included in the resolution.

McNerney asked if the \$35 fee would be negotiated every year and Hanna responded that the fee was for 2016 only. Mr. Hanna explained that since a fee schedule has not been established by the Board, it was included in the agreement. It was a fee negotiated reasonably for a structure/shelter based on the condition of the structures, occupancy of

buildings and infrastructure. Timbernook expressed that their camp is a “pack in pack out” program.

Cugini stated that the agreement was not a MOU but a property use agreement in the absence of an RJRD general use agreement. Cugini emphasized that once a general use agreement is developed and approved by the Board, use agreements would be routinely handled and not requiring Board approval. McNerney agreed.

McNerney questioned section three, paragraph three of the use agreement regarding RJRD’s inability to control property access for commercial use citing that Timbernook is charging fees and is a commercial enterprise. McNerney opined that RJRD should have the authority to limit access for commercial use and enterprises. Mr. Hanna emphasized that the fee was not for access but for the reservation of a structure/shelter.

The property is a public park and is open to the public at no charge; a key point for recreational immunity. McNerney opined that this recreational immunity would allow any commercial enterprise the ability to use the property for profit. Cugini and Hanna stated that McNerney interpretation and assertion was not accurate. The Use Agreement states that Naturally Speaking needs to abide by the rules and regulations and park uses.

McNerney stated that anyone can use the park and charge others any amount regardless of the rules and regulations as a commercial enterprise. Hanna stated that if the park rules and regulations prohibit that activity then it is impactful to the requestor. Cugini stated that this is dependent upon the parameters and specifics of the RJRD rules and regulations. McNerney repeated his concern and continued to opine that people could use the property for their own profit, charging any amount, and RJRD would be unable to do anything about it with or without a use agreement. Mr. Hanna explained that the property is a public park and is open to the public subject to park rules, regulations and policies that govern activities on the property.

Responding, McNerney stated that Timbernook is charging fees therefore it is a commercial enterprise and Mr. Hanna stated that it is analogous to the baseball league who charges fees for participants but pays a use fee for the reservation of the fields in the Township and the Village. McNerney stated that other baseball leagues could charge fees for participants but could conceivably use the fields without making a reservation. Cugini stated that this could be discussed by the Board during review of the use agreement and rules, regulations and policies. McNerney stated he would drop the issue for the time being.

Ms. Bowen stated that Naturally Speaking is a limited liability corporation and the fees charged cover the cost of supplies, staff, insurance and liability. McNerney stated that he supports the Timbernook program.

Trustee Norris requested details about the number of weeks for the camp since the Timbernook website stated four weeks and the agreement states two weeks.

Ms. Bowen stated that the agreement to use of the park was for a minimum of two weeks in July with the option for more. Ms. Bowen hopes to add an additional two weeks for a total of four weeks this summer and then renew the agreement for next summer if the Board is agreeable. Ms. Bowen would communicate this with the Administrator.

Norris asked Ms. Bowen to explain why Timbernook needed access through the Oviatt Gate and Ms. Bowen stated that as she hiked the property she was overwhelmed with the vast amount of resources available. The ages of her “campers” are from four to thirteen and hiking from the north area around Coach House to Mill would be hard for the younger children. Access through Oviatt would be minimal and the gate would be locked upon entering. Using the gate when the children were in the area would assist the parents for drop off and pick up.

Ms. Bowen shared that another program director has a camp program on 50-acres of private property in Ashtabula.

Trustee Becker urged the Chair to recognize a resident in the audience since he [Becker] was very interested in hearing the comments.

The Chair recognized Pam Fenn, 4001 Pine Lake Circle, Village of Richfield. Ms. Fenn passionately shared her opinion that the property was not ready for this type of use citing latrine issues, road problems and poor condition of the trails. Ms. Fenn stated that the taxpayers are limited in their use of the property and opined that residents would be concerned that this organization would make a profit on “their” property.

MOTION made by Ms. Clark and seconded by Mr. McNerney to approve the adoption of Resolution 2-2016 Authorizing and Directing the Chairperson and the Treasurer of the Board of Trustees to Enter into an Agreement with Naturally Speaking, LLC.

DISCUSSION: None

MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Abstain), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

02.16.2016 Briefing Memo: Code Assessment:

Championing this matter, Trustee Mr. Cugini stated that the full Board was in possession of the briefing memo describing the necessity to pursue the contracting of an independent consultant to perform code assessments of the park buildings for the master plan. Through motion, this matter will authorize the Capital Projects Consultant, Mr. Keith Shy, to obtain proposals for a consulting certified building official/construction estimator and/or code assessment architect and make a recommendation to hire.

This consultant will provide a report on the list of buildings provided by the Board that will include the items that are required to be corrected to meet current public use, standards and accessibility with approximate cost. The report will include a ranking system from "A-F" and associated cost.

MOTION made by Mr. Cugini and seconded by Mr. Becker to authorize Keith Shy to prepare a Request for proposal for a consulting certified building official/construction estimator and/or code assessment architect per the RJRD Contract & Bid Authority Policy and to make a hire recommendation to the full board.

DISCUSSION: None

MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

02.16.2016 Briefing Memo, Dam Survey

Following up on the February 8, 2016 Work Session, Trustee Mr. Cugini referenced the briefing memo dated February 22, 2016 distributed to the full Board.

A survey and an engineering assessment is require on the dams based on the April 23, 2014 ODNr Report. The motion will permit Keith Shy, Bill Hanna, and three Trustees to use the Statements of Qualifications currently on file for engineering and surveying services [summarized in the Pre-Qualifications matrix] to select an engineering firm and negotiate a contract. The scope of services for the surveyor and engineer were outlined in the briefing memoand the coordination of the activity falls under the capital projects consultant per Resolution 15-2015.

MOTION made by Mr. Cugini and seconded by Mr. Becker to authorize Keith Shy, Bill Hanna, Trustees Cugini, Becker and McNerney to select a qualified dam engineer based on the scope and services defined in the Briefing Memo date February 22, 2016 from the Statements of Qualifications currently on file for engineers and surveying services [summarized in the Pre-Qualifications matrix] and begin contract negotiations.

DISCUSSION: The contract will be reviewed by the Board.

MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

02.17.2016 Briefing Memo, FOCH Memorandum of Understanding, Resolution 3-2016

At the request of FOCH and the full Board, this item was removed from the agenda for additional time to review and anticipated action at the next regular meeting.

FOCH Update:

FOCH stated that they presented a "History Talk" at the Middleburg Heights Public Library on February 3, 2016. A "History Talk" has been scheduled on April 5, 2016 at the Richfield Library.

FOCH also met with Professor of Biology, Chris Stanton, Baldwin-Wallace University who is also a FOCH member. Mr. Stanton led a discussion on cicadas. Mr. Stanton also shared programs where the schools can give back in a variety of ways: volunteering, teaching and research on the property. Ms. Ringle will work with Trustee Clark about some of these programs.

Ms. Ringle stated that FOCH is developing a relationship with ODNR and Division of Wildlife to assist with issues on the property.

Ringle shared that FOCH received the MOU on February 5, 2016 and a revision prior to this meeting. FOCH requested FOCH's attendance at the next Work Session to discuss outstanding items in the MOU. Chairperson Cugini requested that Ms. Ringle work through the Administrator if there were still outstanding items that needed to be discussed at the time of the Work Session.

Comments from the Floor:

Chairperson Cugini recognized Ms. Ruth Jocek, Village Parks and Recreation. Ms. Jocek invited members of the Board and Keith Shy to attend the Parks & Recreation Board Meeting on March 7, 2016. Ms. Jocek felt it would be a good interactive meeting.

Chairperson Cugini recognized Ms. Fenn. Ms. Fenn requested the timeframe to learn about the master plan. Cugini stated that a number of infrastructure items, dams and code assessment, were necessary to be completed before the draft of the master plan was completed so the unveiling of the plan is "TBD" sometime in June. Specific plans for parking and the driveway are not determined but will be part of the master plan. Cugini expressed his appreciation for the public's patience in the matter and the master plan process stating that a number of items need to be addressed with limited funds.

Chairperson recognized Jim Gramba. Mr. Gramba spoke about the Forestry Management process and suggested that a white oak from the property be used to repair the spokes on the Mill's water wheel.

Action Items and Agenda Items:

Work Session, March 14, 2016, 6:30 p.m.

- General Use Agreement
- FOCH Agreement
- Renovation Plans and Use of Gund Hall

- Action on the Dam
- Other People's Uses

Regular Meeting, March 28, 2016, 6:30 p.m.

- Resolution 3-2016 and FOCH MOU

Chairperson Cugini requested that the Board submit agenda items to the Administrator by Tuesday, March 2, 2016.

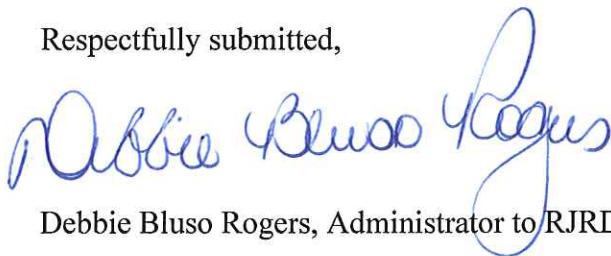
Adjournment:

MOTION made by Mr. Cugini and seconded by Ms. Clark to adjourn at 7:30p.m.


DISCUSSION: NONE


MOTION PASSED: Mr. Becker (Yea) Ms. Clark (Yea), Mr. Cugini (Yea), Mr. Fleming (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), and Mr. Taylor (Not Present)

Respectfully submitted,



Debbie Bluso Rogers, Administrator to RJRD Board



Richfield Joint Recreation District,
Chairperson

Richfield Joint Recreation District,
Secretary