



CITY of NOVI CITY COUNCIL

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**Agenda Item 1
August 13, 2007**

SUBJECT: 1. Adopt changes to the Articles of Incorporation of the Building Authority; and 2. Adopt Resolution Delegating Responsibilities in Connection with Library Construction to delineate how City bond proceeds will be expended if the measure to expand the Novi Public Library is approved by the voters on November 6, 2007.

SUBMITTING DEPARTMENT: Assistant City Manager *AA*
City Attorney

CITY MANAGER APPROVAL: *[Signature]*

BACKGROUND INFORMATION:

As previously discussed at the July 23rd City Council meeting, the responsibility for the general obligation bonds received, if the Library millage passes, falls with the City Council. There are several ways that the Council can meet the legal requirements related to the oversight of the bond proceeds, as well as fully partner with the Library Board to support the expansion of the Novi Public Library. Several options were discussed at the last meeting. The attached Articles of Incorporation and "process" resolution seek to incorporate the points raised by Council at the last meeting.

The changes to the Articles of Incorporation are significant. They address the concerns raised about the long-term membership of the City Engineer and Library Director. They provide that those two additional offices will automatically expire on December 1, 2009 (by which time construction will hopefully be largely completed). The terms for the original 5 members still expire on March 1, on the same 3-year cycle as the original appointments.

The changes to the resolution attempt to take into account the desire to make sure that the library staff has appropriate input on the day-to-day decision making process. The Board is allowed to designate 2 library employees to be part of the review process. The recommendations of the City staff and library staff are further required to be in writing, to ensure the ability to make such comments as are felt necessary.

RECOMMENDED ACTION: 1. Adopt changes to the Articles of Incorporation of the Building Authority; and 2. Adopt Resolution Delegating Responsibilities in Connection with Library Construction to delineate how City bond proceeds will be expended if the measure to expand the Novi Public Library is approved by the voters on November 6, 2007.

| | 1 | 2 | Y | N |
|-------------------------|---|---|---|---|
| Mayor Landry | | | | |
| Mayor Pro Tem Capello | | | | |
| Council Member Gatt | | | | |
| Council Member Margolis | | | | |

| | 1 | 2 | Y | N |
|----------------------|---|---|---|---|
| Council Member Mutch | | | | |
| Council Member Nagy | | | | |
| Council Member Paul | | | | |

AMENDMENTS TO
ARTICLES OF INCORPORATION
OF THE
NOVI BUILDING AUTHORITY

These Amendments to Articles of Incorporation of the Novi Building Authority (the “Authority”) are adopted, signed, and acknowledged by the City of Novi, County of Oakland, and State of Michigan (the “Incorporating Unit”), for the purpose of amending its Articles of Incorporation originally adopted on March 6, 1995, as amended on August 28, 2000, which formed a nonprofit municipal building authority under the provisions of Act 31, Public Acts of Michigan, 1948 (First Extra Session), as amended. Sections 1 and 2 Article V of the Articles of Incorporation are amended to read as follows:

ARTICLE V

GOVERNING BODY OFFICERS:

Section 1. The Authority shall be directed and governed by a Board of Commissioners of ~~seven (7) members~~ known as the “Commission_s.” Effective October 30, 2007, the Board shall have seven (7) members, one member to be the City Manager, one member to be the Finance Director, one member to be the Community Development Director, one member to be the City Engineer, one member to be the Library Director, and two additional members to be elected by the City Council of the City of Novi, which two additional members shall be residents of the City of Novi. No member of the legislative body of the incorporating unit shall be eligible for membership or appointment to the Authority. Effective December 1, 2009, on the lapsing of the terms of the City Engineer and the Library Director as set forth in Section 2 below, the membership shall be reduced to five members, which shall be the City Manager, the Community Development Director, the Finance Director, and the two residents appointed by the City Council

Section 2. The terms of the seven (7) commissioners as of the date of this amendment shall be:

The Community Development Director's term shall end on March 1, 2008.

The Finance Director's term shall end on March 1, 2009.

The City Manager's term shall end on March 1, 2010.

The City Engineer's term shall end on December 1, 2009.

The Library Director's term shall end on December 1, 2009.

One citizen representative's term shall end on March 1, 2009 and the other on March 1, 2010.

Thereafter, succeeding Commissioners shall serve for three year terms; provided, however, that effective December 1, 2009, on the lapsing of the terms of the City Engineer and the Library Director, the membership shall be reduced to five members, which shall be the City Manager, the Community Development Director, the Finance Director, and the two residents elected by the City Council.

These Amendments to Articles of Incorporation shall become effective and to be in full force and effect upon publication.

IN WITNESS WHEREOF, the Incorporating Unit has adopted and authorized to be executed these Amendments of Articles of Incorporation by the Mayor and City Clerk of the City of Novi, County of Oakland, and State of Michigan.

CITY OF NOVI

BY: _____
DAVID B. LANDRY, Mayor

BY: _____
MARYANNE CORNELIUS, Clerk

The foregoing Amendments to the Articles of Incorporation were adopted and authorized to be executed on behalf of the City of Novi, a municipal corporation of the State of Michigan, by the Mayor and City Clerk of the City of Novi, at a meeting duly held on the ____ day of _____, 2007.

MARYANNE CORNELIUS, Clerk

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CITY OF NOVI

COUNTY OF OAKLAND, MICHIGAN

**RESOLUTION DELEGATING RESPONSIBILITIES IN
CONNECTION WITH LIBRARY CONSTRUCTION**

Minutes of a regular meeting of the City Council of the City of Novi, County of Oakland, State of Michigan, held in the City Hall in said City on the ____ day of _____, 2007, at 7:00 o'clock p.m., prevailing Eastern Time.

PRESENT: Councilmembers _____

ABSENT: Councilmembers _____

The following preamble and Resolution were offered by Councilmember _____ and supported by Councilmember _____.

WHEREAS, the City Council for the City of Novi by Charter has the authority to contract on behalf of the City of Novi; and

WHEREAS, the City of Novi expects that there will be various agreements entered into in connection with the professional architectural design, construction, and construction oversight for the new library building that is proposed to be funded primarily through general obligation bonds of the City, {if approved by the voters}; and

WHEREAS, the construction of the library building and related improvements will likely include contracts for both major services (such as architectural design, project management, and

construction) and minor services, as well as decisions throughout the entire project with regard to contract change orders, material and fixture selections, and the like; and

WHEREAS, the City staff and administration have unique qualifications to undertake efforts toward the creation and processing of requests for proposals (RFPs) and bid documents and the review of same; and

WHEREAS, both the City staff and administration and the library staff have experience and qualifications in connection with the design and/or functioning of a public and/or library building and related improvements; and

WHEREAS, the City of Novi Building Authority has previously undertaken the successful management and completion of the construction of public buildings within the City (e.g., the City's senior center and ice arena); and

WHEREAS, the City Council believes that these unique experiences and qualifications will prove useful to the City in connection with the construction of a library building and related improvements, and that the oversight provided by a combination of all of these individuals and entities would be a significant benefit to the City Council in the carrying out of the various tasks related to this public building construction project, while recognizing that the City Council is ultimately responsible for the accomplishment of the project and the building construction;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. With regard to the preparation of RFPs and bid documents and similar materials for all major professional services and construction contracts, such as (but not limited to) architectural design, project management, and building construction, the City and library staff will jointly prepare such documents, with final approval by City staff, using the City's traditional proposal and bid regulations and forms and a QBS ranking system.

2. Upon receipt of proposals and bid documents in connection with such services and construction contracts, the City staff (with input by, at a minimum, representatives of the City Manager's office, the Finance Director's office, the Community Development office, and the City Engineer's office) and library staff (with input by, at a minimum, two library employees to be identified by the Library Board) will jointly review the same and make written recommendations to the Building Authority through the appropriate Building Authority members.

3. With regard to such major services and construction contracts, the Building Authority shall receive the written recommendations of the City and library staff described above and review same and the Building Authority shall thereafter be responsible for the selection of any service providers and the award of such construction contracts. The City staff, together with the City Attorney, shall prepare and approve any contract documents for execution by the chair of the Building Authority ~~or City Manager~~. The Project Manager, once chosen, shall assist in the preparation of contracts as requested.

4. With regard to ongoing project management, the City Council assumes that a professional project manager will be retained by the building through the above process. The professional project manager shall have responsibility for the day-to-day oversight of the planning and construction of the building, including causing and carrying out inspections, securing timely submission of plans and permit applications, and the timely and workmanlike accomplishment of the contracted services or construction work. The Building Authority shall be responsible for reviewing and approving the architectural design and building plans for the building and grounds. The Building Authority shall also be responsible for the selection and

approval of materials and fixtures, with a recommendation where necessary or appropriate by the City and library staff described above and/or the project manager.

5. With regard to the final selection and award of the major professional services and construction contracts, the action of the Building Authority with regard to such award shall be deemed to be ratified by the City Council unless a motion is adopted by the City Council to review the award by or before the first regular City Council meeting scheduled after such award. If such a motion is adopted, action of the City Council shall be required in order to award the contract.

6. The City Council reserves the right to revoke this resolution and the authority of the above-referenced individuals or entities upon the passage of an appropriate Council motion and alternative resolution.

AYES:

NAYS:

RESOLUTION DECLARED ADOPTED.

MARYANNE CORNELIUS, CITY CLERK

CERTIFICATION

I hereby certify that the foregoing is a true and complete copy of a resolution adopted by the City Council of the City of Novi, County of Oakland, and State of Michigan, at a regular meeting held this _____ day of _____, 2007, and that public notice of said meeting was given pursuant to and in full compliance with Act No. 267, Public Acts of Michigan, 1976, and that the minutes of said meeting have been kept and made available to the public as required by said Act.

MARYANNE CORNELIUS, CITY CLERK