

**SOUTHWEST LICKING COMMUNITY WATER & SEWER DISTRICT  
P.O. BOX 215, ETNA, OH 43018**

**SPECIAL BOARD MEETING MINUTES  
January 19, 2023**

**1. OPENING**

The January 19, 2023, Special Board Meeting of the Southwest Licking Community Water and Sewer District was called to order by Mr. Kretzmann at 4:00 p.m. The Pledge of Allegiance was led by Mr. Kretzmann. Mr. Kretzmann, Mr. Stepp, and Mrs. Carter were present at roll call. Also present were CJ Gilcher, Josephine Carrelli, and those members of the public who signed the sign in sheet. Andrew King was present but arrived at about 4:10pm. The meeting was also live streamed for public viewing.

**2. ADOPTION OF AGENDA**

Mr. Stepp made a motion, second by Mrs. Carter, to approve the agenda.

Discussion:

Mrs. Carter wanted to propose adding public comments to the agenda. Mr. Stepp said he was not opposed to that but since it is a special meeting he thinks we should consult with legal. Mrs. Carter said her understanding was that as long as public comments are pertaining to the subject at hand, it would not be an issue.

Mrs. Carter made a motion, seconded by Mr. Stepp, to amend the agenda to add public comments, prior to Board Action and Trustee Comments.

Upon roll call vote, all voted aye. Motion carried. Amendment approved.

Upon roll call vote, all voted aye. Motion carried. Amended agenda approved.

**3. BOARD ACTION AND TRUSTEES' COMMENTS**

- To Review, discuss and take possible action on the development consultant.

Mr. Kretzmann asked Mr. Platte if he wanted to say anything before the interview started. Mr. Platte thanked the Board for the opportunity. He said the District has a lot going on and he thinks some creative things can be done to find funding for the projects that will be needed. He said the District has taken a turn in the last couple of years on how it approaches development and keeping those costs off the backs of the existing customers through those funding solutions. He believes that is the way to go moving forward and he is happy to assist the District in that as a consultant and is happy to answer any questions.

Mr. Kretzmann said he called Mr. Platte's references, and they had good things to say about him. He said he doesn't think there is a resume that could match up to his credentials. He said

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they served together on the Board for 3 years and he didn't realize how much he had accomplished prior to those 3 years.

Mrs. Carter asked how Jersey Township feels about Mr. Platte entering into a consulting business, not just in reference to the water and sewer district, but in general in addition to his duties there. She asked if they found that to be a conflict in any way.

Mr. Platte said he is in a salary position with a flexible schedule. He has a lot of evening meetings and does a lot of work on the weekends so there is room to move things around in his schedule. He said they do not see it as a conflict. He said the agreements between the District and Jersey Township are already in place and have been for over a decade, so there is really nothing further that could pose an issue conflict wise. He said when he was a Board member, he recused himself from day one with anything to do with Jersey Township. He said he would only be making recommendations to this Board and would have no authority so there would be no conflict.

Mr. Stepp asked how he would respond to those who say he does have a conflict.

Mr. Platte said he would go back to the fact that the original agreement was made in 2010 and predates him. He said as soon as he took the position with Jersey, as a Board Member still for the District, he recused himself from anything to do with Jersey Township. He said moving forward he would not be making any decisions, only making recommendations. He said the reality is, conflict does not exist.

Mr. Platte asked if he had any legal opinion on that.

Mr. Platte said he knows the District's legal counsel has been in contact with Jersey Township's legal counsel and it has been cleared, as it was when he was a Board Member.

Mr. Stepp asked Mr. King if there has been any legal review.

Mr. King said he looked into the ethics of it and reached out to the Jersey Township's counsel and had that conversation with them. He said if there was not a conflict as a Board Member, there would not be a conflict as a consultant, with no decision making authority.

Mrs. Carter asked how he would handle privileged information he could gain, or has gained in his employment with Jersey Township, when it has effects on agreements with the District. She said while he may not directly be negotiating any agreements, he would be giving advice on potential agreements with the District and other entities he may have confidential information about and asked how he would handle that.

Mr. Platte said he would go back to the 2022 agreement between the District and Jersey. He said it is all spelled out in there that it is a compensation agreement that has already been signed. He said there is no need for any additional negotiating between the District and Jersey Township. He said the main focus with Jersey will be zoning and administration of the Township. He said if there was utility issues it would probably be with roads.

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Mrs. Carter asked if he had knowledge that was gained in executive session that was then pertinent to something the District would be dealing with, not just with the District but with any other entity.

Mr. Platte said there is obviously an obligation to adhere to confidentiality in certain circumstances and he would have to make those decisions as they came up and will make sure he recuses himself if necessary. He said any consultants working in a place with multiple clients, or in his case an employer, you could have the potential for those situations to come up and you just have to be aware and respect the confidentiality of it.

Mr. Kretzmann asked if he disclosed those up front to all his clients.

Mr. Platte said he absolutely would.

Mr. Stepp asked for some details about the model he used for the JEDD agreements he helped put in place while he was a Board member and explain how that could be beneficial for the District moving forward.

Mr. Platte said historically the District has not been a recipient of development revenue and has always had to survive off of user fees and tap fees and DE fees. He said a couple of years ago the District took a different stance to make sure developers were paying their fair share. He said in 2021 the District was aware Union Township was looking to have water extended out RT 40 and SR 37 as they wanted to see those corridors develop. He said he reached out to Union Township at that time to have a discussion on if the District was to get involved, are there revenues mechanisms the Township is willing to put into place to cover the costs to the District. Ultimately Union Township is now completing a JEDD, which will enact a 2% income tax on all commercial and light industrial development in Union Township along the SR 37 and RT 40 corridors and the District will be a 20% recipient of the net revenues of that JEDD. He said this has historically never been done. The District did ask Etna Township to be included in some JEDD dollars some years ago but there was not much interest from the Township to do so. He said the District also has a say in a seat on the JEDD board.

Mr. Kretzmann asked Mr. Platte if when he had those conversations with other entities, if they were shared with the other Board members.

Mr. Platte said some of those conversations occurred in executive sessions but the Board asked him to take the lead on those discussions as he had the knowledge and experience to do so. He said he would share information with the Board when it was necessary.

Mrs. Carter said Mr. Platte's qualifications are really not her concern with this situation. She asked Mr. Platte if he had any input in the contract that was presented to the Board at the last meeting.

Mr. Platte said that he did have input and he said it had a 3-year term because that is what the posting online said that they were looking for a consultant for a 3-year term. He said he did not draft the contract but did have input.

Mrs. Carter asked what the purpose of a 180 day termination clause was.

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Mr. Platte said it was more for protection for him and his work knowing these are long term projects and not short quick turnaround items.

Mrs. Carter asked if he would be interested in a more as needed type contract instead of what was proposed.

Mr. Platte said he thinks as needed can be captured in a shorter contract with a shorter notice period and he is not opposed to that, was only trying to match what was posted. He said he sees the amount of work that will go into this and thought it was fair but would not be opposed to a 90 day notice period and thinks that would be fair when working with long term negotiations. He said he would not be opposed to a one year contract.

Mr. Stepp asked how a JEDD or TIF does not put the cost on the backs of the current customers. He said he knows it does take some time for those revenues to ramp up and asked for some input.

Mr. Platte said it could take some time. He said TIFs are based on property taxes and there is a delay due to the process. The JEDDs could take a few years for those revenues to come in as well. He said the District is going to pull that debt and start the project but the District will capture those costs from day 1 . He said it may take a few years for that revenue to come in but the District will be made whole. The existing customers are not paying for that. The agreements spell out that the District is laying out those costs and all of those costs will be paid back as the revenues come in.

Mr. Stepp asked if that would include the water line that was run up SR 310.

Mr. Platte said it does, he said that project provided an interconnect with the City of Pataskala but also taking the water line North into Jersey and St. Albans Township and those costs are captured in the reimbursement agreement with Jersey Township to pay those back. He said the water line on Worthington Rd is captured in that agreement as well.

Mr. Stepp asked if that project started before Mr. Platte was a member of the Board.

Mr. Platte said it did.

Mrs. Carter asked how he sees the role as the consultant in conjunction with the manager.

Mr. Plate said in his consultant role he will only make recommendations to the Board. He said his proposal states he will attend meetings with the General Manager and/or Legal Counsel. He said he is not a member of the board and would only be an asset to the General Manager and Chief Legal Counsel.

Mr. Stepp stated he believes Public Comments was added to the agenda at this time.

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Mr. King said he was not present at the start of the meeting and wanted to know why public comments were added to the agenda as it is a special meeting, and the posted agenda should be what is followed.

Mrs. Carter said she requested to add public comments.

Mr. King said his recommendation would be to reconsider that decision. He said public comments were not on the posted agenda.

Mrs. Carter said in her experience, if the comments pertained to an agenda item it was ok.

Mr. King said given what was printed and noticed, his suggestion would be to not have public comments.

Mrs. Carter said if they have to notice it properly in order to receive public comments then they shouldn't make a decision today and allow public comments at the next meeting, which is a week away.

Mr. Kretzmann said they have no reason to violate an OMA rule.

Mr. Stepp made a motion, seconded by Mrs. Carter, to remove public comments at this point in the agenda out of an abundance of caution at the advice of the Chief Legal Counsel.

Discussion: Mrs. Carter said she would prefer that before any decisions are made, they allow for public comments at the meeting next week.

Mr. Stepp said he does not see any good reason the board would not want to hear the comments of anyone who wishes to provide them.

Upon roll call vote, Mr. Stepp and Mrs. Carter voted yes. Mr. Kretzmann abstained.

Mrs. Carter said she feels like this situation with this contract and how this came about, was sprung on her and she has an uneasy feeling about how it is moving forward. She said she doesn't necessarily care for the fact that while it was posted and put out there, they were not brought the responses, such as from Mr. Platte, and it was presented to them the night before the meeting, with the contract that Mr. Platte had input into. She said it does not appear to be a transitional contract and that is what she was under the impression she was voting for. She said she is not sure how she feels about public comments not being on the agenda. She said while true or not, there is the perception that this board is not transparent and doesn't allow for input or feedback and she does not want to perpetuate that. She said that Mr. Platte's position in Jersey Township and also providing recommendations to this Board, to her, does not pass the smell test. She said she believes they can get assistance from a company that they could solicit and use them on an as needed basis. She said you could use a firm with people with no connections and work outside of the area so there is no conflict or internal questions. She wants to make sure they continue on a solid path and this feels rocky.

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Mr. Stepp said he doesn't think he disagrees with anything that Mrs. Carter said. He said getting someone who is familiar with the area, the people and the projects and have them not have any involvement in any local subdivisions is relatively difficult. He said he has had a number of conversations with folks who have no interest in an as needed type contract. He said he does not think they can sit on this for another 60 days and they need to move forward with something soon. They have projects going on right now with entities who have approached him directly concerned about the ball getting dropped, which is troublesome to him. He said it has to happen soon and has to be someone who can engage quickly and move quickly or there will be balls that drop and he does not want that for the District.

Mr. Kretzmann said at some point you have to stand up and say what you are about and say what you are going to do. He said in good conscious he cannot let this District suffer while they search for people who don't know what they already know. He said he believes the General Manager has served admirably for 3 years with little help and would be confident enough in Mr. Platte to take his advice and bring it to the Board and then they could decide what is in the best interest of the District.

**RESOLUTION:**

Mr. Kretzmann made a motion, second by Mr. Stepp

**RESOLUTION TO APPROVE CONTRACT WITH RMP DEVELOPMENT LLC**

**THE BOARD AUTHORIZES THE BOARD PRESIDENT, UPON FINAL LEGAL REVIEW AND APPROVAL, TO EXECUTE A CONTRACT FOR SERVICES WITH RMP DEVELOPMENT, LLC (EXHIBIT 1)**

**THAT IT IS FOUND AND DETERMINED THAT ALL FORMAL ACTIONS OF THIS BOARD OF TRUSTEES CONCERNING AND RELATING TO THE ADOPTION OF THIS RESOLUTION WERE ADOPTED IN AN OPEN MEETING OF THIS BOARD OF TRUSTEES, AND THAT ALL DELIBERATIONS OF THIS BOARD OF TRUSTEES AND OF ANY OF ITS COMMITTEES RESULTING IN SUCH FORMAL ACTION, WERE IN MEETINGS OPEN TO THE PUBLIC, IN COMPLIANCE WITH THE LAW, INCLUDING SECTION 121.22 OF THE REVISED CODE OF OHIO.**

**DISCUSSION:**

Mrs. Carter said she understands they have a lot of things going on right now but she is not sure how it is incumbent on them to provide the funding mechanism or advice for funding mechanisms for infrastructure for other communities. She said they tell us what they need, we tell them what it costs and it should be up to them to figure out the funding. She said they should be worrying about having someone to advise them on TIFs and JEDs. She said she does not think that waiting one week, to allow for public comments, and additional consideration is going to sink the ship.

Mr. Stepp said he agrees and the reason he seconded the motion was to make the comment that he has worked with Mr. Platte very well over the last 2 years and being able to lean on his expertise is an appealing thing to him because he knows the District

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needs it. He also doesn't want to put that in front of the opportunity to hear from the public, regardless of the decision or influence that may have, he thinks the public needs to have the opportunity to speak on that. He is not opposed to moving forward with Mr. Platte with an amended contract based on some of the conversations they have had, regardless of how he may vote on this particular item, he is not opposed to continuing to have this conversation.

Mr. Kretzmann said his expertise on funding through TIFs and JEDDs is not well which is why they have consultants. He said they have the right to vote on any agreement and if the consultants tell them it is not a good JEDD or TIF they would vote accordingly. He said they can postpone this as long as they like, and they can listen to all the public comments they want.

**UPON ROLL CALL VOTE, MR. STEPP AND MRS. CARTER VOTED NO. MR. KRETZMANN VOTED YES. RESOLUTION WAS NOT APPROVED.**

**4. ADJOURNMENT**

Mrs. Carter made a motion, second by Mr. Stepp, that the meeting be adjourned. Upon Roll Call vote, all voted aye. The meeting was adjourned at 4:58 p.m.

ATTEST: \_\_\_\_\_

  
Melissa Carter, Secretary