



PUBLIC LIGHTING AUTHORITY

Board of Directors Special Meeting

February 6, 2016, 11:00 a.m.

MINUTES

Board Members in Attendance:

Dr. Lorna Thomas
Eva Garza Dewaelsche
David W. Jones
Nicole Spieles
Rod Parker

Resolutions:

Resolution 2016-02

Motions (Carried/Failed):

Resolution 2016-02 Carried

CALL TO ORDER

The Board Meeting of the Public Lighting Authority (PLA) was held February 6, 2016 at the PLA, 65 Cadillac Square, Suite 3100, Detroit, MI 48226. Dr. Lorna Thomas, Chair of the Board, called the meeting to order at 11:16 a.m., welcoming everyone.

ROLL CALL

Roll call was taken by Nicole Spieles and members in attendance included: Dr. Lorna Thomas, Eva Garza Dewaelsche, Rod Parker, David W. Jones, and Nicole Spieles.

DISCUSSION

Employment Contract for Nicolette Carlone

- Floyd Allen, outside legal counsel, reviewed the terms of the Employment Agreement for Nicolette Carlone.
- David Jones expressed concern about the powers of the Chief Financial Officer residing in the Chief Executive Officer. Nicolette Carlone responded that she intended to hire a Chief Financial Officer to replace her, so that there should be no issues with lack of internal controls. Outside legal counsel Floyd Allen indicated that the Board could review financial controls policy if need be to address any concerns.
- David Jones expressed concern that though Dr. Lorna Thomas indicated Nicolette Carlone had the unanimous support of the PLA employees that he did not have the opportunity to speak with any employees about their thoughts on the PLA leadership transition.
- David Jones asked whether the hiring of Nicolette Carlone at CEO was an interim or permanent appointment. Dr. Lorna Thomas stated that it was for a term through August 1, 2017, and indicated that it was necessary to move quickly and decisively to address staff concerns of instability.
- David Jones inquired as to whether the Special Meeting was posted in accordance with the Open Meetings Act. General Counsel, Tifani Sadek, responded that it was, and agreed to send electronic proof of the posting time.
- David Jones was concerned that he received notice of the Saturday, February 6th, Special Meeting only 12 hours earlier, via an email from Dr. Thomas late Friday evening.
- David Jones expressed concern that none of the PLA Board Members had an opportunity to review the proposed contract for Nicolette Carlone prior to the Special Meeting. David Jones received an email at 11:12 a.m. on February 6, 2016, which was 12 minutes after the Special Meeting was scheduled to commence.



ACTION ITEMS

Resolution 2016-02 - Confirming Nicolette Carlone as CEO and Approving the Employment Contract

Motion made to approve Resolution 2016-02 by: Eva Garza Dewaelsche

Motion seconded by: Nicole Spieles

Vote called

Lorna Thomas (yea), Eva Dewaelsche (yea), Nicole Spieles (yea), Rod Parker (yea), David W. Jones (nay)

Motion Carried

PUBLIC COMMENT

There was one member of the public in attendance. He indicated that he saw notice of the special meeting prior to 5:00 p.m., the time required by the Open Meetings Act.

ADJOURNMENT

Meeting was adjourned at 12:10 p.m.