

Birmingham City Commission Minutes

November 14, 2022

Municipal Building, 151 Martin

7:30 p.m.

Vimeo Link: <https://vimeo.com/763641377>

I. CALL TO ORDER AND PLEDGE OF ALLEGIANCE

Therese Longe, Mayor, opened the meeting with the Pledge of Allegiance.

II. ROLL CALL

City Clerk Bingham called the roll.

Present: Mayor Longe
Mayor Pro Tem/Commissioner Boutros (changed at Item 11-279-22)
Commissioner/Mayor Pro Tem McLain (changed at Item 11-279-22)
Commissioner Baller
Commissioner Haig
Commissioner Host
Commissioner Schafer

Absent: None

Staff: City Manager Markus; City Clerk Bingham, Investigative Captain Cook, Assistant City Manager Ecker, Assistant to the City Manager Fairbairn, City Attorney Kucharek, Human Resources Manager Lambert

III. PROCLAMATIONS, CONGRATULATORY RESOLUTIONS, AWARDS, APPOINTMENTS, RESIGNATIONS AND CONFIRMATIONS, ADMINISTRATION OF OATHS, INTRODUCTION OF GUESTS AND ANNOUNCEMENTS.

Announcements

- Proclamation recognizing the late Roger Reynolds for his service to the community.
- The City recommends members of the public wear a mask if they have been exposed to COVID-19 or have a respiratory illness. City staff, City Commission and all board and committee members must wear a mask if they have been exposed to COVID-19 or actively have a respiratory illness. The City continues to provide KN-95 respirators and triple-layered masks for attendees.
- The Clerk's Office would like to thank all of the Election Inspectors and City Staff that helped conduct a safe and successful November 8th State General Election. We appreciate all of the 12,680 voters who participated by absentee or in-person voting. 66.75% of Birmingham registered voters participated, which exceeds the Oakland County turnout average of 60.75%. Unofficial results are available at oakgov.com/elections under the November election tab. Official results will be available after the completion of the canvass of the Oakland County Board of Canvassers.

Organization of City Commission

11-277-22 Election of Temporary Chair of City Commission for purposes of conducting the Mayor and Mayor Pro Tem election.

MOTION: Nomination by Commissioner McLain:
To appoint Commissioner Schafer as temporary Chair of City Commission for purposes of conducting the Mayor and Mayor Pro Tem election.

VOICE VOTE: Ayes, Mayor Longe
MPT Boutros
Commissioner Baller
Commissioner Haig
Commissioner Host
Commissioner McLain
Commissioner Schafer

Nays, None

11-278-22 Election of the Mayor

Commissioner Baller commented on his nomination of Mayor Longe to serve a second term as Mayor.

MOTION: Nomination by Commissioner Baller:
To elect Mayor Longe to serve as Mayor.

VOICE VOTE: Ayes, Mayor Longe
MPT Boutros
Commissioner Baller
Commissioner Haig
Commissioner McLain
Commissioner Schafer

Nays, Commissioner Host

11-279-22 Election of the Mayor Pro Tem

Mayor Longe commented on her nomination of Commissioner McLain to serve as Mayor Pro Tem.

MOTION: Nomination by Mayor Longe:
To elect Commissioner McLain to serve as Mayor Pro Tem.

VOICE VOTE: Ayes, Mayor Longe
MPT Boutros
Commissioner Baller
Commissioner Haig
Commissioner McLain
Commissioner Schafer
Commissioner Host

Nays, None

Commissioner Haig thanked Commissioner Boutros for the mentorship he showed to new Commissioners over the past year.

11-282-22 Appointment of Commissioner Haig to SEMCOG as Alternate

MOTION: Nomination by Mayor Longe:
To appoint Commissioner Schafer to SEMCOG as Alternate.

VOICE VOTE: Ayes, Mayor Longe
 MPT McLain
 Commissioner Baller
 Commissioner Haig
 Commissioner Host
 Commissioner Boutros
 Commissioner Schafer

Nays, None

IV. OPEN TO THE PUBLIC FOR MATTERS NOT ON THE AGENDA

V. CONSENT AGENDA

11-283-22 Consent Agenda

MOTION: Motion by Commissioner Boutros, Commissioner Haig:
To approve the Consent Agenda.

ROLL CALL VOTE: Ayes, Commissioner Schafer
 Commissioner Host
 MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller

Nays, None

- A. Approval of the minutes from the Strategic Planning Workshop on Tuesday, October 11, 2022.
- B. Approval of City Commission minutes from October 24, 2022.
- C. Approval of warrant list, including Automated Clearing House payments, of October 26, 2022 in the amount of \$1,387,875.21.
- D. Approval of warrant list, including Automated Clearing House payments, of November 2, 2022 in the amount of \$642,163.98.
- E. Approval of warrant list, including Automated Clearing House payments, of November 9, 2022 in the amount of \$646,282.69.
- F. Resolution to approve the purchase of one (1) Xtreme Vac Model LCT600 from MTECH Company, located at 7401 First Place, Cleveland, Ohio 44146, through the Sourcewell Cooperative Purchase

- O. Resolution to authorize the City Clerk to complete the Local Approval Notice at the request of Wilders, LLC, to approve the transfer of the Class C Liquor License from Ren’s East Lake Chinese Restaurant, Inc. to Wilders, LLC. With a new SDM Liquor License, Sunday Sales permit (AM and PM) and Outdoor Service area on public property to Wilders, LLC that will be located at 460 N Old Woodward, Birmingham, Oakland County, MI.

VI. UNFINISHED BUSINESS

VII. NEW BUSINESS

11-284-22 Public Hearing of Confirmation of the Roll for BSD Assessment District

The Mayor opened the public hearing.

FD Gerber presented the item.

Seeing no questions from the public, the Mayor closed the public hearing.

Seeing no questions from the Commission, the Mayor entertained a motion.

MOTION: Motion by Commissioner Boutros, Commissioner Schafer:
To move the proposed resolution as written on page four of New Business - Public Hearing - A.

ROLL CALL VOTE: Ayes, Commissioner Schafer
Commissioner Host
MPT McLain
Commissioner Boutros
Commissioner Haig
Mayor Longe
Commissioner Baller

Nays, None

The Mayor thanked the members of the BSD in attendance.

11-285-22 Amendment to City Code Charter, Chapter VI. Contracts

CA Kucharek presented the item. She advised the Commission that a public hearing was not required because the proposed change was not a zoning ordinance.

MOTION: Motion by Commissioner Baller, Commissioner Boutros:
To adopt the Charter amendment in Chapter VI. Contracts in accordance with the ballot language of the November 8, 2022 General Election and adopting the amended City ordinance Chapter II. Administration, Article VI. Finance Division, Division II. Purchases, Contracts and Sales, in addition, to authorize the Mayor and City Clerk to sign the proposed ordinance amendments.

In reply to Commissioner Haig, CM Markus stated there would be limits for certain actions below \$75,000, such as soliciting quotes. He explained if the City sets a limit for quotes, the City Manager’s report could be populated with that information.

Commissioner Baller said he would support some kind of notification for purchases that are above a certain dollar amount, while still being below \$75,000.

CM Markus that recommendation could be integrated into the City's upcoming new draft purchasing policy.

ROLL CALL VOTE: Ayes, Commissioner Schafer
 Commissioner Host
 MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller

Nays, None

11-286-22 Lease of Public Property Adjacent to 35001 and 35075 Woodward

CM Markus and CA Kucharek presented the item and answered informational questions from the Commission.

Commissioner Host commended the City Manager and the City Attorney for their work on this item.

Public Comment

David Hart, attorney for H3, provided background information from his client's perspective on the development of the proposed tri-party lease. He noted the City advised him that the proposed lease was non-negotiable, and that he was provided with updates to the lease that seemed to stem from negotiations between Select and the City. He stated that there were some items of concern in the lease, including the possibility that Select Commercial Assets Hospitality (Select) could give notice and end H3's interest in the property. He said it was of concern that Select was under no obligation to complete its project. He said that language in the proposed lease provided no benefit to the City, and said he believed the language in the lease could be modified to address that concern. He said that a number of different versions of the proposed lease were provided to the parties and provided in the evening's agenda packet. He asked the Commission to allow for a tri-party discussion on the terms of the lease.

Commissioner Baller noted that CA Kucharek said a general consideration of the proposed lease's terms would allow the City to terminate the lease if Select did not complete the project. He asked Mr. Hart what specific activation he would like to see for the long-term aspect of the lease with Select.

Mr. Hart stated site plan approval, permitting, financing, and proof that the project would move forward would serve as adequate reason to activate the long-term aspect of the lease. He said a timeframe would also be appropriate.

Commissioner Baller said it was his impression that Select would not require outside financing, but said representatives from Select could clarify that.

In reply to Commissioner Haig, Mr. Hart said it was his understanding that one of the partners of Select questioned whether the other partner of Select had the authority to enter into this lease. He noted that there were a number of other scenarios that could not be predicted about how this process would progress without a requirement that Select build the project.

CA Kucharek drew attention to Sections 2.01 through 2.03 of the proposed lease. She noted that while the City could lease the property to Select, that would not prevent H3 and Select from making some agreement to allow H3 use of the property until construction commences. CA Kucharek explained the language of the two previously proposed leases, which were negotiated and agreed to by the parties, were included in the presently proposed lease. She explained that was why the City did not negotiate the language of the presently proposed lease. She noted that the activation of the long-term lease with Select would only occur at construction, which would require all appropriate permitting, approvals, and permission from the City's Building Department. She noted that the tri-party lease would allow the City to use its property as it deems appropriate.

CM Markus noted that this project, more generally, has been a matter of contention between H3 and Select for years, and said that the negotiations being requested by Mr. Hart would be unlikely to yield different results.

In reply to Commissioner Boutros, Mr. Hart said he would like language added to the lease that would require that construction would go to completion in a reasonable period of time. He noted that installation of a fence around the property would signal commencement of construction and result in the transfer of the lease to Select. He contended that then, if the construction does not continue at a reasonable pace, H3 could go out of business since it would no longer have use of that property.

Kelly Cobb, owner of H3, said he called Hesham Gayar, one of the partners of Select, three times to discuss the proposed lease. He said the existence of a number of different versions of the proposed lease made the present conversation procedurally inappropriate. He said it was also unreasonable that he was advised that the proposed lease was non-negotiable when Select had been able to make modifications to the language. He noted he was only given about five hours to review the final language of the proposed lease before being expected to sign it, which he also characterized as unreasonable. He said the Staff memorandum regarding the matter left out context regarding the fact that he did not sign the lease.

James Porritt, minority partner of Select, said there was no vote among the partners of Select to approve the signing of the proposed lease. He noted that a unanimous vote on a lease was required by Select's operating agreement. Mr. Porritt said H3 had been very co-operative, and that there would be an opportunity for an amicable resolution. He said the proposed lease, as contemplated, would likely lead to litigation. He noted that Select had the right to file a lawsuit to clarify the title issues, which it has chosen not to do. He said the proposed tri-party lease would arm one party and not the other. He recommended the City only enter into a lease that was negotiated between all three parties. He said the other available solution was a confidential one between H3 and Select.

In reply to the Mayor, CA Kucharek said Mr. Porritt's description of the requirements of Select's operating agreement did not align with the actual language of Select's operating agreement. Consequently, she advised that a simple reading of Select's operating agreement would not prevent the City from entering into the proposed lease, and that it was reasonable to believe that Dr. Gayar had the authority to act on behalf of Select.

Robert Weisberg, attorney for Select, stated that Select has met the City's requirements and requests for developing this property. He noted that the changes made to the proposed lease represented technical changes that made no substantive difference to either party. He said that the lease included language he was concerned about, such as requiring all necessary approvals, but chose not to ask the City to modify it. He noted that language could conceivably continue H3's lease with the City indefinitely if the City did not approve some aspect of the project. He said the project would be better for the overall interests of the

City with the lease in place, and that should be the Commission's focus. Mr. Weisberg then concurred with CA Kucharek that the operating agreement for Select did not give Mr. Porritt the rights he described. Mr. Weisberg then described what he viewed as Mr. Porritt's conflicts-of-interest regarding the matter.

Dr. Gayar explained, in his view, both Messrs. Porritt's and Cobb's conflicts-of-interest regarding the matter. He said he plans to complete the project and live in it, and that concerns that he would not continue with the project were unfounded. In reply to Commissioner Baller's previous question, Dr. Gayar stated that he paid in cash for the property. He advocated that the Commission allow the property to be developed, and said he believed he and Mr. Cobb could come to amicable relations if that occurred.

In reply to the Mayor, Dr. Gayar stated he anticipated two years from the beginning of construction to the end. He noted that it was in his interest to complete the project expeditiously.

Mr. Porritt replied to some of Mr. Weisberg's comments. He reiterated his concern that the presently proposed tri-party lease would arm Select over H3.

Seeing no further public comment, the Mayor returned the conversation to the Commission.

Commissioner Host recommended that H3 be given until November 28, 2022 to sign the tri-party lease, and that if the lease was not signed the City should not allow the use of the relevant property.

Commissioner Baller suggested that H3 be given a few days to sign the tri-party lease, with the Commission extending permission to CM Markus and CA Kucharek to make whatever changes to the lease might be necessary before that time. He said Dr. Gayar had a right to develop his property, and that his use of the City's land as part of the development made sense.

Commissioner Haig said he was partially supportive of not allowing the property in question to be used by either Select or H3 presently.

Commissioner Schafer said she did not support any resolution that allowed the property in question to be used by either Select or H3 presently. She noted that while the private agreement between Select and H3 was not the Commission's purview, protection of the City's interests was the Commission's purview. She said that while Select has met the City's zoning and Planning requirements, it has not met the Commission's request that the matter with H3 be resolved.

Commissioner Boutros emphasized that his focus was the City's interests generally, and the best use of the City's land in this case. He said the best use of the land in question would be by Select, given the project proposal and the property's prominent location in the City.

MOTION: Motion by Commissioner Boutros, Commissioner Baller:
To approve the Ground Lease between the City of Birmingham, the Original Hunter House Hamburgers, Inc., and Select Commercial Assets Hospitality, LLC. for the leasing of City property for the privilege and purpose of utilizing City property for parking cars for patrons of Original Hunter House Hamburgers, Inc. located at 35075 Woodward Avenue, Birmingham, Michigan in the amount of \$5,042.00 per month, and for the immediate transfer of the lease to Select Commercial Assets Hospitality, LLC upon all site plan approvals and the issuance of all necessary permits to begin construction, in the amount of \$60,500.00 per year, as signed by all parties by Friday, November 18, 2022 at 12:00 noon, in addition, to authorize the Mayor and City Clerk to sign the lease on behalf of the City.

If all parties do not sign the tri-party agreement by noon on 11/18/2022, then the Commission has adopted a resolution to approve the Ground Lease between the City of Birmingham and Select Commercial Assets Hospitality, LLC. for the leasing of City property located at 35075 Woodward Avenue, Birmingham, Michigan in the amount of \$60,500.00 per year, in addition, to authorize the Mayor and City Clerk to sign the lease on behalf of the City.

MPT McLain stated the Commission was responsible for the City's interests, and that the issues arising between Select and H3 remained between them. She stated that both Select and H3 had an opportunity to make the situation right.

Commissioner Host said he did not support the City leasing the property in question to either party.

Commissioner Schafer concurred, and said a creative use for the property in question could be sought.

CM Markus provided perspective on the process.

Commissioner Haig explained he did not want to favor either party, and wanted to do what was best for the City. He said supporting the tri-party lease seemed to be the best option.

The Mayor said she was disappointed that Select and H3 did not return to the Commission having resolved their issues between themselves.

ROLL CALL VOTE: Ayes, MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller

 Nays, Commissioner Schafer
 Commissioner Host

11-287-22 Motion to Extend Meeting

MOTION: Motion by Commissioner Boutros, Commissioner Haig:
To take a two-minute recess and then to extend the meeting to 10:30 p.m.

VOICE VOTE: Ayes, MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller
 Commissioner Schafer
 Commissioner Host

 Nays, None

**11-289-22 Consideration of Potential Sanctions Stemming From Board of Ethics
 Advisory Opinion 2022-01**

CA Kucharek presented the item.

Commissioner Baller said he believed that sanctions were reasonable and required in the situation. He said the Samuel Oh's transgression of the Ethics Ordinance was magnified by somewhat self-serving actions and a difficulty listening to the facts of the matter.

A majority of the Commission concurred.

Commissioner Haig said a formal notification of reprimand and an offer of additional Ethics education was appropriate. He said a removal was not appropriate presently because it could be too harsh of a message for volunteers. He said the Commission should acknowledge there are expectations that must be met. He recommended that the City also consider implementing additional mandatory Ethics training for its volunteers.

It was noted that the Ethics Board has an online recording discussing the Ethics ordinance. Staff said they would circulate the recording to all serving board and committee members and would encourage them to watch it.

Commissioner Baller said he was in favor of removal, given Mr. Oh's difficulty integrating information from Staff that ran contrary to Mr. Oh's beliefs. He emphasized that Mr. Oh seemed to exhibit a 'reckless disregard for the truth', which should prevent him from continued service on the Triangle District Corridor Improvement Authority (TDCIA).

Commissioner Boutros concurred with Commissioner Baller. He explained removal would make it clear that volunteers have to be prepared to perform their duties appropriately.

Commissioner Host said he felt that Mr. Oh's concerns were dispelled at the meeting where the Commission reviewed the second draft of the Master Plan.

The Mayor disagreed with Commissioner Host, saying that Mr. Oh's comments during the Ethics meeting indicated that his concerns persisted after the meeting referenced by Commissioner Host.

MPT McLain noted that this Advisory Opinion was meant to be preventative and not punitive. She noted this was Mr. Oh's first contact with the Ethics Board. She said it was important to send a measured message about the consequences of putting forth inaccuracies, intentionally self-serving information, or information otherwise detrimental to the public's trust in government. She noted that Mr. Oh expressed some remorse during the Ethics meeting. She said that officials should all be held to the same standard. She recommended that the message be sent in writing, and that the end of the letter should explain that if other incidents occur the next action would be a due process consideration of suspension.

Commissioner Schafer concurred.

The Mayor also noted that the Ethics Board's findings stemmed from a request for an Advisory Opinion and not a complaint.

CA Kucharek informed the Commission that Mr. Oh received notice that this matter would be before the Commission.

In reply to the Mayor, CA Kucharek said she could not answer whether Mr. Oh's continued service on the TDCIA could pose an issue for the City. She noted that the Commission could advise Mr. Oh that if his public presentation of erroneous information continued, the next action would be a due process

consideration of suspension.

CM Markus said he would not weigh in on the matter since he sought the request for the Advisory Opinion.

MPT McLain said she witnessed Mr. Oh speak heatedly to Commissioner Baller about this matter after the meeting referenced by Commissioner Host. She then read the final paragraph of Advisory Opinion 2022-01 into the record.

11-288-22 Motion to Extend Meeting

MOTION: Motion by Commissioner Host, MPT McLain:
To extend the meeting to 11:00 p.m.

VOICE VOTE: Ayes, MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller
 Commissioner Schafer
 Commissioner Host

Nays, None

11-289-22 (Cont'd) Consideration of Potential Sanctions Stemming From Board of Ethics Advisory Opinion 2022-01

The Mayor said that while she agreed removal could be appropriate, she said she was also concerned that proceeding immediately to removal could have a chilling effect on volunteers in the community and could seem heavy-handed. She said she was comfortable with a performance-based letter that would require Mr. Oh to affirm he would cease a reckless disregard for the truth, would cease voicing that opinion, would watch the Ethics training video, and that if he did not do those things then he would be making a decision to proceed with the imposition of a removal hearing.

The Mayor Pro Tem and Mayor said an additional condition in the letter should be that Mr. Oh not reference his position on the TDCIA in the course of communicating his personal opinion.

Commissioner Haig recommended that the letter explain Mr. Oh could choose to comply with the sanction, choose to resign, or the City could commence a due process hearing for removal.

The Commission concurred.

Commissioner Baller noted there are many volunteers in the City and that this case was an extreme outlier.

MOTION: Motion by Commissioner Baller, MPT McLain:
To send a letter to Mr. Oh requiring that he cease misrepresenting facts, that he cease a reckless disregard for the truth, that he watch the City's Ethics video and affirms that he watched, understood, and had no further points of clarification, and that he agrees to do these things, resign, or be subject to a due process hearing for removal.

ROLL CALL VOTE: Ayes, MPT McLain

Commissioner Boutros
Commissioner Haig
Mayor Longe
Commissioner Baller
Commissioner Schafer
Commissioner Host

Nays, None

11-290-22 Strategic Goals

AtCM Fairbairn presented the item.

MOTION: Motion by Commissioner Baller, Commissioner Haig:
To adopt a resolution to approve the City's strategic goals and direct the City Manager to begin implementing the strategic goals.

VOICE VOTE: Ayes, MPT McLain
Commissioner Boutros
Commissioner Haig
Mayor Longe
Commissioner Baller
Commissioner Schafer
Commissioner Host

Nays, None

The Mayor thanked AtCM Fairbairn for her work on the item.

11-291-22 Settlement Agreement and Contract Renewal with Birmingham Michigan Association of Police

HRM Lambert presented the item.

MOTION: Motion by Commissioner Boutros, Commissioner Haig:
To adopt a resolution approving the settlement agreement dated September 29, 2022 between the City and MAP for a renewal of the collective bargaining agreement through June 30, 2025. Further, to authorize the transfer of funds in the wage adjustment account 101.0- 272.000-709.0000 to the Police department.

ROLL CALL VOTE: Ayes, MPT McLain
Commissioner Boutros
Commissioner Haig
Mayor Longe
Commissioner Baller
Commissioner Schafer
Commissioner Host

Nays, None

The Mayor thanked HRM Lambert for his work on the item.

11-292-22 Mental Health Co-Response Team (CoRe) amended interlocal agreement to expand the program by hiring a second full-time clinician and the inclusion of the City of Rochester

IC Cook presented the item.

In reply to Commissioner Haig, IC Cook explained that Wayne State University was studying the program and would have more information about the program’s results in the next year. He said quarterly reports about numbers of residents engaged via the CoRe program were also available.

Commissioner Baller noted that the grant application contained some information about metrics and outcomes.

The Mayor said one of the metrics to be tracked would be how many residents required only one intervention.

In reply to the Mayor Pro Tem, IC Cook said residents could call either call 911 in case of emergency or Police Dispatch directly at (248) 644-3405 with concerns about individuals in the City potentially facing mental health issues. He explained that officers would then attempt to triage the situation and provide the person with access to services.

Commissioner Boutros thanked IC Cook.

MOTION: Motion by Commissioner Boutros, Commissioner Host:
To approve the Second Amended Interlocal Agreement for the Mental Health Co-Response Team between the City of Birmingham, the Township of Bloomfield, the City of Auburn Hills, the City of Rochester and the Oakland County Health Network (OCHN). In addition, to authorize the Mayor and the Chief of Police to sign the agreement on behalf of the City.

ROLL CALL VOTE: Ayes, MPT McLain
 Commissioner Boutros
 Commissioner Haig
 Mayor Longe
 Commissioner Baller
 Commissioner Schafer
 Commissioner Host

Nays, None

Commission Items for Future Discussion

In reply to Commissioner Host, CA Kucharek confirmed she had already been directed by CM Markus to research options for expanding renters’ rights in the City.

Commission Discussion On Items From A Prior Meeting

VIII. REMOVED FROM CONSENT AGENDA

IX. COMMUNICATIONS

- A. Leaf Blower Communication from Mr. Alan Rogers

X. REPORTS

- A. Commissioner Reports
 - 1. Notice of Intention - Alternate Museum Board Member
 - 2. Notice of Intention - Alternate Board of Zoning Appeals Member
- B. Commissioner Comments

The Mayor invited the Mayor Pro Tem to provide information on the Civility Project to be included in the Commission's next agenda packet.

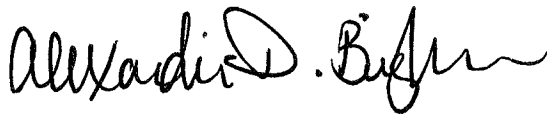
The Mayor congratulated Haley Stevens, Mallory McMorrow, Natalie Price, and Charlie Cavell on their reelections.

- C. Advisory Boards, Committees, Commissions' Reports and Agendas
- D. Legislation
- E. City Staff
 - 1. 1st Quarter Investment Report
 - 2. 1st Quarter Budget Report

INFORMATION ONLY

XI. ADJOURN

Mayor Longe adjourned the meeting at 11:25 p.m.



Alexandria Bingham
City Clerk



Laura Eichenhorn
City Transcriptionist