

**GREENWOOD CEMETERY ADVISORY BOARD
MEETING MINUTES
FRIDAY, DECEMBER 8, 2017 AT 8:30 AM
MUNICIPAL BUILDING, ROOM 205, 151 MARTIN**

I. CALL TO ORDER

Chairperson Darlene Gehringer called the meeting to order at 8:30 AM.

II. ROLL CALL

Present: Linda Peterson
Margaret Suter
Darlene Gehringer
Linda Buchanan
George Stern
Absent: Kevin Desmond
Laura Schreiner

Administration: City Clerk Mynsberge, Deputy Clerk Arft

III. APPROVAL OF MINUTES

A. APPROVAL OF MEETING MINUTES OF NOVEMBER 17, 2017

Mr. Stern and Ms. Gehringer asked that on page 2, paragraph 4 the word "been" be deleted.

MOTION: Motion by Buchanan, seconded by Peterson:
To approve the November 17, 2017 minutes as amended.

VOTE: Yeas, 5
Nays, 0
Absent, 2 (Desmond, Schreiner)

IV. NEW BUSINESS

A. ADOPTION OF 2018 MEETING SCHEDULE

Ms. Gehringer noted the meeting schedule will remain the same with the Board meeting on the first Friday of the month at 8:30 AM. Mr. Stern announced he will be absent for the June meeting. Clerk Mynsberge noted that there will not be a meeting in August or November due to the elections.

MOTION: Motion by Stern, seconded by Suter:
To approve the 2018 meeting schedule as presented.

VOTE: Yeas, 5
Nays, 0
Absent, 2 (Desmond, Schreiner)

V. UNFINISHED BUSINESS

Items under Unfinished Business will be presented as a status update to the Board and may not require action at this time.

A. DISCUSSION OF CONTRACT REVISIONS REGARDING PAYMENT PLANS FOR LOT PURCHASES

Clerk Mynsberge suggested setting the policy first in order to establish the parameters for the payment plan and then ask the City Attorney to review the policy and advise the Board of the next steps in amending the contract. She noted that the City Manager has authorized the Board to request assistance from the City Attorney.

Ms. Gehringer suggested that the terms may not be agreeable to the parties, and would require a revision to the payment plan policy. She believes that before we submit to the City Commission, all parties should be in agreement with it.

Clerk Mynsberge suggested that the Board draft the payment plan policy as the Board would like to see it, with the understanding the Board would like to change the contract, submit the draft to the City Attorney and let him advise the Board how to go forward.

Chairperson Gehringer suggested several changes to the page titled Lot Sales-Payment Plan Policy.

Ms. Peterson asked what happens if the purchaser on a payment plan decides to walk away from the purchase. Ms. Gehringer said the purchaser would lose the money paid, since the contractor has done the paperwork and the plot has been off the market for a period of time.

Ms. Peterson asked when purchasers typically purchase plots. Clerk Mynsberge said we do not have that information, but added there are currently 12 payment plan agreements. Ms. Gehringer asked how many plots are involved in the 12 payment plans.

The Board was in agreement with a 24 month term for payments.

Ms. Peterson confirmed that graves would be used from the edges when more than 1 plot is purchased. Clerk Mynsberge suggested that should be included in policy as well, and added that the purchase plan agreement would be drawn from the policy.

Ms. Gehringer suggested removing the paragraph "For purchase agreements initiated in 2015 and subsequently, a 50% refund of the amount paid for any of the plots included in the purchase agreement will be granted as long as the plot is unoccupied."

Clerk Mynsberge noted that the paragraph cannot be removed, as it is part of the Rules and Regulations Lot Resale Policy (Section IX). Ms. Gehringer then suggested we say any purchase agreements after 2018.

Ms. Buchanan noted that we need additional language about selling the plot. Ms. Gehringer noted that the 50% refund applies to sold plots only and is discussed in a different area of the Rules and Regulations.

Ms. Gehringer stated she thinks the paragraph should not be included in the payment plan policy. She suggested For purchase agreements initiated in 2018 and subsequently, no refund of any amount paid will be granted. She explained that a purchaser would not own the plot, so they would get no money back.

Clerk Mynsberge explained that the Board needs to draft a payment plan default section for the policy.

Ms. Gehringer suggested removing the current paragraph which begins "For purchase agreements initiated in 2015...". The following paragraph would be added: For purchase agreements initiated in 2018 and subsequently, failure to pay entire contract in full on or before the final payment due date will result in forfeiture of property and all monies to date.

Ms. Gehringer asked that the Contractor attend the next meeting so the Board can have their input. She requested that we receive a copy of the Contractor's purchase plan agreement.

Ms. Gehringer suggested adding a statement to the 4th paragraph "A plot being purchased under a payment agreement may not be used for interment until the full purchase price has been paid. If plots are not paid in full, but interment is needed, the farthest plot on the end will be utilized first and others located adjacent subsequently as needed unless all plots are paid in full at that time.

The Board concurred with the changes thus far.

Clerk Mynsberge read the policy with the changes.

Mr. Stern asked Ms. Gehringer about her comment at the last meeting that adding to the existing Rules and Regulations would violate the existing contract. Ms. Gehringer said this is a draft of the policy, and as stated earlier, would have the City Attorney and the Contractor review the policy and ask for input. It will be brought back to the Board, and if approved by the Board, it will be submitted to the City Commission as an amendment to the contract and then become an amendment to the Greenwood Cemetery policy.

Clerk Mynsberge clarified that this is a draft at this point. After review by Contractor and City Attorney, the Board may make a recommendation to the Commission to amend the contract to include the payment plan policy. Until the Commission approves it, nothing has changed.

Mr. Stern said the word violates is a very strong word. He said there is a process to amend the contract. Ms. Gehringer said the Commission discussed this back in March and the Commission agreed that it was a violation of the contract and asked the Board to suggest a payment plan policy so the contract could be amended, and then we could amend our cemetery operational plan. We are just following the Commission's direction.

Mr. Stern does not think we should have an amendment to a regulation that specifies a specific contractor. The Rules and Regulations are generic and he objects to the specific wording of the first paragraph. He also does not feel the Rules and Regulations require the City to buy back a plot. It specifies that if an owner wishes to sell a plot, it must be sold to the City. The wording indicates to him that the City would automatically buy back the plot. A concern he has is that

someone could buy 8 plots and bury people in alternate spaces and then want to sell back alternate spaces. He thinks the City must retain the right to enforce the contract.

Ms. Gehringer noted that the issue of plot distribution is included in the revisions discussed today, and will be included in the next draft.

Clerk Mynsberge referred Mr. Stern to Section III. Plot Distribution which is on the proposed Purchase Agreement. She clarified that if a purchaser wants to bury loved ones in a specific order, they are obligated to pay for enough plots to do so before the first burial.

Ms. Gehringer agreed with Mr. Stern about removing the reference to Elmwood in the payment plan policy in the first paragraph. Mr. Stern confirmed that currently the payment agreement is between the purchaser and the City and executed by the Contractor. Mr. Stern suggested removing the entire first paragraph.

Clerk Mynsberge suggested the following language for the first paragraph: A payment agreement may be entered into to allow for the purchase price to be paid over a period of time.

Mr. Stern suggested not making the payment schedule definite. Clerk Mynsberge responded that monthly payments allow the Contractor to contact the purchaser quickly before payments get behind too far. She added the Contractor currently follows a monthly payment schedule, and Ms. Gehringer noted that the Board had discussed and agreed on the monthly terms previously.

MOTION: Motion by Buchanan, seconded by Suter:
To approve the revised draft of the Lot Sales-Payment Plan Policy, as amended.

VOTE: Yeas, 5
Nays, 0
Absent, 2 (Desmond, Schreiner)

Clerk Mynsberge clarified that she will invite the Contractor's representative to attend the January meeting, discuss the revised draft with the Contractor at that time, and possibly make further changes. Ms. Gehringer requested a copy of the Contractor's purchase agreement in the Board's packet to review prior to the meeting.

B. DISCUSSION ON REVISIONS TO RFP FOR GREENWOOD CEMETERY MASTER PLAN

Mr. Stern offered general comments about his credentials, and said he has a Master's Degree from Harvard Graduate School in business administration, and has been doing this kind of assessment and master plans since 1964. He has been a private consultant since 1975. He currently reviews over 100 business plans a year, so he feels he is qualified to make comments on the RFP.

Mr. Stern commented that the bonding requirement in the RFP is very difficult and expensive for non-capital work and he is not sure that many people would be able to obtain it.

He added that the supply/demand requirements have to be separated from the actual design requirements. Once demand is known, then there is a better position to do overall master plan design for a geographic space. The better the supply and demand for this cemetery is understood, the better the criteria for a design consultant can be framed. He asked the City Clerk if the records are public and indicated with his free time, he will look at the cemetery records and formulate as to what specific information he will extract from the records. More importantly, he will collate the data collected into a report to be submitted to the Board as background information for going out for an RFP. He distributed to the Board members what he proposed to do as a private citizen. He thinks too much is being requested in the RFP, and it is nebulous as to what we add for someone to do the kind of report we were asking for.

Ms. Gehringer asked Mr. Stern if he had any specific changes to the RFP he would like to see made. She stressed that the revised RFP is ready to go out to fulfill the Board's obligations to the City Commission.

Mr. Stern stated "delete in its entirety". She asked if that was a motion. He invited the other Board members to speak before making a motion.

Ms. Buchanan stated that the RFP requires a great deal of work by a master planner. She reminded the Board members that when the management contract was released for bid, the City only had one bidder. She feels there are not many companies who would be qualified to do this work. She suggested that the Board go through it to eliminate and simplify some of the requirements. In particular, the community contact might be able to be reduced to one meeting with the public. She also suggested stressing landscaping and maintenance be addressed, such as the roads.

Clerk Mynsberge noted that the master plan contractor will receive the amount they submit as their bid price. The contractor will give the City a plan to use as a blueprint to move forward. She reminded the Board that the Scope of Work section came out of the Board's Action Plan items, such as creating additional space. For example, master plan contractor will base recommendations for the future on current information and practices, but would not be involved in actually constructing a columbaria or road maintenance. She hopes the contractor would advise the City on its current practices and make suggestions for any improvements in the various areas of concern.

Ms. Buchanan confirmed that the master plan contractor would not contact other contractors to do any physical work, but that the document is a plan for the City to move forward as it has time and funds to make the improvements recommended.

Ms. Suter noted that the sub-contractors referred to in the RFP would be used for input in the creation of the master plan. Clerk Mynsberge said if the Board did keep the Financial Planning section, the contractor might look at hiring a sub-contractor to do that type of work.

Ms. Buchanan asked if the amount the Commission has budgeted for the Master Plan consultant is low. Clerk Mynsberge explained the cemetery is a small piece of land, not on par with the size of a city-wide master plan.

Mr. Stern stated the budget will not suffice for the amount of work the Board is requesting. He added that if bids come in higher than the budget the RFP should be ~~designated~~ designed more sharply. Work done ahead of time by him would offset the front end piece to the planning. He said someone preparing a proposal would have so much front end work to do that the whole budget could be depleted. He anticipates he will have 140 worksheets after completing the review.

Ms. Suter agreed with Ms. Buchanan that the original RFP was overwhelming. She suggested making it more user-friendly with the use of bulleted lists.

Mr. Stern thinks the very first question is going to be of supply and demand, and the Board does not know at this point what it is asking for. That is why he plans to do a little work to understand what the dimensions are. He suggested that a Master Plan for a cemetery should be for 100 years.

Ms. Peterson said she has received RFPs in her work. She suggested making it very simple.

Ms. Gehringer suggested deciding what to eliminate in the RFP. She suggested eliminating the following:

- financial planning requirement (Introduction)
- evaluation of financial strategies (Objectives)
- up to 2 community engagement meetings (Scope of Work #1)

It was agreed by the Board members to retain the requirement for community engagement meetings.

Ms. Gehringer continued:

- simplify the requirement for Comprehensive Community Engagement Plan (Scope of Work #2)

Clerk Mynsberge explained the community engagement plan requirement directs the Contractor to decide how stakeholders will be gathered. She agreed that the language could be simplified.

Ms. Gehringer suggested the following change to the Scope of Work #2 section:

- Create a Community Engagement Plan to facilitate ongoing public participation of stakeholders in the master planning process.

Clerk Mynsberge suggested deleting the word Comprehensive in the heading of that section. The Board concurred.

Ms. Gehringer continued:

- Asked if paragraphs c and d are necessary (Scope of Work #3)

Ms. Gehringer suggested that the review of the contract is not necessary, and that the quarterly report review is not necessary because the Board does not control the report.

Clerk Mynsberge commented that paragraph d is what Mr. Stern has been discussing relative to supply and demand. She suggested taking out "quarterly reports", and request review of "burials and sales".

It was agreed to retain paragraph c and change paragraph d to read: Review burials and sales.

It was agreed to delete #4 Financial Planning from the Scope of Work.

Ms. Gehringer asked for Mr. Stern's comments. Mr. Stern responded that what the Board is doing is worthless and is a waste of time.

Ms. Gehringer asked for input on #5 of Scope of Work. Clerk Mynsberge suggested, to simplify the description, begin with the words "Develop plan for optimization...".

Ms. Gehringer suggested the #6 Plan Preparation under Scope of Work read, "Contractor will prepare a preliminary report for review by the City upon completion of the Community Engagement Plan, and Review and Analysis of Current Practices in Relation to Best Practices. The Contractor will prepare one reproducible PDF digital file of the draft version of the Plan."

Mr. Stern asked if the contractor recommends building a columbaria space does the Board want an estimate from the contractor as to the cost. Clerk Mynsberge responded that the Board will develop a prioritized work plan based on the master plan, available funding, and the City Commission's concurrence.

Ms. Gehringer confirmed that changes in #2 of Instructions to Bidders were made.

Ms. Gehringer questioned #2 in Contractor's Responsibilities/Submission Requirements. Clerk Mynsberge said this a resume-related item.

Ms. Gehringer suggested the following change to #9 (Contractor's Responsibilities/Submission Requirements):

- Delete word "Comprehensive" (a)
- Delete Financial Planning (c)
- Change d. Planning for Infrastructure, Features, and Landscape to c.

Ms. Gehringer confirmed that changes in #16 of Attachment A - Agreement were made.

Clerk Mynsberge said the bond requirements are a City requirement.

Clerk Mynsberge asked if the changes made address the Board's concerns. Ms. Suter commented the changes clean up the RFP a bit. Clerk Mynsberge said she will make the changes discussed and email the revised RFP to the members. The Board can discuss additional changes at the January meeting.

Ms. Gehringer asked for other input from the Board members.

Ms. Buchanan said the RFP is better, but some things are out of the Board's control.

Ms. Gehringer asked if the Board is happy with the revisions made today and wants to make a motion to issue the revised RFP, or does the Board want to see the revisions in January.

Ms. Suter would be in favor of voting today to issue the RFP after the revisions are made.

Ms. Peterson asked if holding this until January will hold it up.

Mr. Stern stated he wanted to see it again with the revisions. He wants to review it.

MOTION: Motion by Buchanan, seconded by Suter:
To accept the revised conditions of the RFP.

VOTE: Yeas, 3
Nays, 2
Absent, 2 (Desmond, Schreiner)

Motion failed.

Clerk Mynsberge said she will include the revised timeline.

Ms. Peterson suggested a special meeting in a week. It was agreed that December 15th at 8:30 AM would be acceptable.

MOTION: Motion by Buchanan, seconded by Peterson:
To hold a Special Meeting of the Board on December 15th at 8:30 AM to finalize the RFP.

VOTE: Yeas, 4
Nays, 0
Absent, 2 (Desmond, Schreiner)
Abstain, 1 (Stern)

Clerk Mynsberge noted that the Board may have to meet in another room for the meeting. She will provide paper packets in that case.

VI. CONTRACTOR REPORT

A. THIRD QUARTER 2017 FINANCIAL REPORT

Ms. Gehringer asked that the record reflect that the report is two months late, and the Board would like to see it on a more timely basis.

Ms. Gehringer noted that the sales are definitely slowing down, and noted that more non-residents are purchasing plots.

Clerk Mynsberge said that the purchases do not really tell the whole story. She noted that there could be several reasons for that, such as former Birmingham residents, now retired elsewhere and wanting to be buried in the cemetery, or perhaps a child purchasing a grave space for a parent(s). She asked that the Board give some consideration as to whether or not the sales should continue being broken down by resident versus nonresident.

Ms. Gehringer said she thinks it is vital, and when the Master Plan is being done, we need to keep in mind that the Board needs to consider the non-Birmingham residents as well. Mr. Stern said that the digitization of the records would be helpful to know where every purchaser originated.

Ms. Buchanan noted that the gate has been repaired after many years. She questioned whether the gate is being closed. Ms. Gehringer said that should be handled by the Contractor. Ms. Buchanan suggested that an automatic, light-sensitive timer might be installed, as well as a sign informing visitors of the opening and closing times.

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

VIII. BOARD COMMENTS

IX. ADJOURN

The meeting adjourned at 9:40 AM.

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