



DRAFT

THOMAS TOWNSHIP
SPECIAL BOARD MEETING MINUTES
8215 Shields Drive, Saginaw, MI 48609
April 17, 2023
7:00 p.m.

1. The Special Board Meeting was called to order at 7:00 p.m. by Supervisor Weise.

2. PRESENT: Witt, Weise, Sommers, Monahan, McDonald, Thayer
ABSENT: DeLine

ALSO PRESENT: Township Manager, Russ Taylor; Assistant Township Manager/Finance Director, Deidre Frollo; Deputy Clerk/Administrative Assistant, Connie Watt; Director of Community Development, Dan Sika; Parks & Recreation Director, John Corriveau; Police Chief, Al Fong; Rick Hopper; DPW Director, Trevor Schultz; Assistant DPW Director, Otto Brandt; Township Attorney, Jean Inman and Lee Keysor; Saginaw Township, and other interested parties.

3. The Pledge of Allegiance was recited.
4. Motion was made by Thayer, seconded by Witt, to approve the agenda as presented. Motion carried unanimously.

THOMAS TOWNSHIP SPECIAL BOARD MEETING
8215 Shields Drive, Saginaw, MI 48609
April 17, 2023 @ 7:00 p.m.

1. Call to Order
2. Roll Call
3. Pledge of Allegiance
4. Approval of Agenda
5. Consent Agenda
 - A. None
6. Communications-Petitions-Citizen Comments

It is requested that you state your name and address for the record.
7. Public Hearing
 - A. None
8. Unfinished Business
 - A. None
9. New Business
 - A. Approve the proposed Two-Party Bonding Agreement with Hemlock Semiconductor, LLC.
 - B. Approve the Memorandum of Understanding (MOU) with Saginaw Charter Township pertaining to terms for system improvements in both Townships.
 - C. Approval of the Revised Development (3-Party) Agreement with Hemlock Semiconductor and Saginaw Charter Township pertaining to the Sanitary Sewer System expansion and increased sewage treatment capacity.

- D. Award the Geddes Road Sewer Project Division A Construction Project to Isabella Corporation in the amount of \$9,228,263.75.
 - E. Award the Geddes Road Sewer Project Division B Construction Project to American Excavating in the amount of \$ 448,002.00.
 - F. Award the Geddes Road Sewer Project Division C Construction Project to RCL Construction in the amount of \$6,217,023.00.
10. Executive Session
- A. None
11. Adjournment
5. Consent Agenda
- A. None.
6. Communications-Petitions-Citizen Comments
- A. None.
7. Public Hearing
- A. None.
8. Unfinished Business
- A. None.
9. New Business
- A. It was moved by Witt, seconded by McDonald, to approve the proposed Two-Party Agreement with Hemlock Semiconductor, LLC providing that changes can be made under the guidance of the Township Manager, Bond Counsel and Township Treasurer provided the primary points of the document are not significantly altered, HSC is committed to paying excess costs over the \$16.7 million State funding and all other related project and financing agreements are approved and executed. Motion carried unanimously.
- B. It was moved by Sommers, seconded by Thayer, to approve the Memorandum of Understanding (MOU) with Saginaw Charter Township pertaining to terms for system improvements in both Townships contingent upon approval of all agreements and contracts by all parties pertaining to the financing and construction of the Thomas Township and Saginaw Township projects to support HSC expansion. Motion carried unanimously.
- C. It was moved by Monahan, seconded by McDonald, to approve the revised Development (3-Party) Agreement with Hemlock Semiconductor and Saginaw Charter Township pertaining to the Sanitary Sewer System expansion and increased sewage treatment capacity that obligates HSC to paying costs for the projects that exceed the State funding upon the following conditions:
- 1. Final review and approval by the Township Attorney and Township Manager of any minor changes. This may include some minor revisions proposed by the bond counsel.
 - 2. Approval and acceptance by Hemlock Semiconductor, LLC of any and all agreements related to the proposed projects to support their expansion in Thomas and Saginaw Townships, including the bonding agreement, this Development Agreement and the Wastewater Capacity agreement.
 - 3. It is clearly understood that all improvements related to this agreement and all other agreements with the State, HSC and Saginaw Charter Township are to support HSC projects within the boundaries of Thomas Township.
- Motion carried unanimously.
- D. It was moved by Witt, seconded by Sommers, to award the Geddes Road Sanitary Sewer Project Division “A” Construction Project to Isabella Corporation in the amount of \$9,228,263.75. Motion carried unanimously.
- It was moved by Witt, seconded by Sommers, to amend the motion to include the

following contingencies:

1. That the Three-Party Agreements between Hemlock Semiconductor, LLC, Thomas Township and Saginaw Charter Township are approved and executed.
2. The Memorandum of Understanding (MOU) between Saginaw Charter Township and Thomas Township is approved and executed.
3. It is understood and acknowledged by all parties that all agreements and projects related to the sanitary sewer improvements known as the “Geddes Road Sanitary Sewer Transmission System” (Thomas Project) are to support projects within Thomas Township boundaries.
4. It is understood and acknowledged that costs for the “Thomas Project” that exceed the State funding of \$16.7 million are ultimately the responsibility of Hemlock Semiconductor, LLC.
5. Approval and execution of all agreements related to the financing, including the bonding agreement and construction contracts for the proposed sanitary sewer improvements to support HSC’s current \$375 million expansion.
6. All State Grant agreements and State Required Agreements are approved and executed by all parties.
7. All insurances and bonds are provided as required by the contractor.
8. Township Attorney shall approve all construction contract language.

Motion carried unanimously.

- E. It was moved by Sommers, seconded by McDonald, to award the Geddes Road Sanitary Sewer Project Division “B” Construction Project to American Excavating in the amount of \$448,002.00 contingent upon the following:

1. That the Three-Party Agreements between Hemlock Semiconductor, LLC, Thomas Township and Saginaw Charter Township are approved and executed.
2. The Memorandum of Understanding (MOU) between Saginaw Charter Township and Thomas Township is approved and executed.
3. It is understood and acknowledged by all parties that all agreements and projects related to the sanitary sewer improvements known as the “Geddes Road Sanitary Sewer Transmission System” (Thomas Project) are to support projects within Thomas Township boundaries.
4. It is understood and acknowledged that costs for the “Thomas Project” that exceed the State funding of \$16.7 million are ultimately the responsibility of Hemlock Semiconductor, LLC.
5. Approval and execution of all agreements related to the financing, including the bonding agreement and construction contracts for the proposed sanitary sewer improvements to support HSC’s current \$375 million expansion.
6. All State Grant agreements and State Required Agreements are approved and executed by all parties.
7. All insurances and bonds are provided as required by the contractor.
8. Township Attorney shall approve all construction contract language.

Motion carried unanimously.

- F. It was moved by Monahan, seconded by Thayer, to award the Geddes Road Sanitary Sewer Project Division “C” Construction Project to RCL Construction in the amount of \$6,217,023.00 contingent upon the following conditions:

1. That the Three-Party Agreements between Hemlock Semiconductor, LLC, Thomas Township and Saginaw Charter Township are approved

- and executed.
 2. The Memorandum of Understanding (MOU) between Saginaw Charter Township and Thomas Township is approved and executed.
 3. It is understood and acknowledged by all parties that all agreements and projects related to the sanitary sewer improvements known as the “Geddes Road Sanitary Sewer Transmission System” (Thomas Project) are to support projects within Thomas Township boundaries.
 4. It is understood and acknowledged that costs for the “Thomas Project” that exceed the State funding of \$16.7 million are ultimately the responsibility of Hemlock Semiconductor, LLC.
 5. Approval and execution of all agreements related to the financing, including the bonding agreement and construction contracts for the proposed sanitary sewer improvements to support HSC’s current \$375 million expansion.
 6. All State Grant agreements and State Required Agreements are approved and executed by all parties.
 7. All insurances and bonds are provided as required by the contractor.
 8. Township Attorney shall approve all construction contract language.
- Motion carried unanimously.
10. Executive Session
 - A. None.
 11. It was moved by Sommers, seconded by Witt, to adjourn the meeting at 7:45 p.m.
Motion carried unanimously.

Michael Thayer, Clerk

Dated