

POLICIES & PROCEDURES COMMITTEE

Kimberly L. Murphy
County Administrator

301 N. Main St, Adrian, MI 49221
p: 517-264-4508 | f: 517-264-4512
lenawee.mi.us



MEMBERS

Nancy Jenkins-Arno, Kevon Martis, Karol "KZ" Bolton

MEETING LOCATION

Chambers
301 N. Main Street - Adrian, MI

Agenda: Monday, November 6, 2023 – 10:00 a.m. or
Immediately following 9:00 a.m. - Airport Commission meeting

- I. **Approval of Minutes** – October 9, 2023
- II. **Old Business**
 - A. **Further Review / Recommendation:** Corresponding w/ Legal Counsel
 - B. **Further Review / Recommendation:** Conflict of Interest Policy
- III. **New Business**
- IV. **Other Business**
 - A. **Ethics Policy**
- V. **Public Comment**
- VI. **Adjournment**

Policies are available: <http://www.lenawee.mi.us/639/County-Policies-Guidelines>

LENAWEE COUNTY BOARD OF COMMISSIONERS

301 N. Main St. Courthouse ~ Adrian, MI 49221

(517) 264-4508

www.lenawee.mi.us

CHAIR

James Van Doren

VICE-CHAIR

Dustin Krasny



Dawn Bales

Karol "KZ" Bolton

Terry Collins

Nancy Jenkins-Arno

Kevon Martis

David Stimpson

Ralph Tillotson

POL#2023-00x

CORRESPONDING WITH LEGAL COUNSEL

PURPOSE

It is the policy of the Lenawee County Board of Commissioners to have the governmental business of the County conducted within the bounds of Federal, State, and local law as defined by statute and also as defined by court interpretation of the statute. To this end, it will be necessary, from time to time, to consult with legal counsel regarding specific matters.

ADMINISTRATOR

The County Administrator is generally responsible for implementing the policies set by the Lenawee County Board of Commissioners and ensuring that employees of County government work toward fulfilling the policies. The County Administrator is the communications contact between Lenawee County Departments and the Board of Commissioners; therefore, all appointed and elected officials are expected to keep the County Administrator apprised of legal counsel activities.

ELECTED AND APPOINTED DEPARTMENTS

The authorities between elected and appointed department heads vary and it is imperative that communications between departments, the County Administrator, and the Board of Commissioners remain open, clear, and concise. This policy has been created to provide procedural guidance and defined expectations.

A. Legal Matters: There are three avenues for the conduct of the County's governmental legal affairs:

- 1. Risk management legal matters** are handled through the County's risk management insurance carrier. Any and all matters requiring assigned legal counsel through our insurance carrier will be immediately forwarded to the Administrator's office.
- 2. Personnel matters** such as collective bargaining and labor hearings are handled through a private law firm(s). Costs for legal services are billed at an hourly rate. Because of this and in order to minimize costs, contact with legal counsel is limited to the following County officials:
 - a. County Administrator
 - b. Other County officials as designated from time to time and as described in this policy.

3. **All other legal affairs** not previously identified are handled through a private law firm (referred to as “Corporation Counsel”). Costs for legal services are billed at an hourly rate. Because of this and in order to minimize costs, contact with Corporation Counsel is limited to the following County officials:
 - a. County Administrator
 - b. Other County officials as designated from time to time and as described in this policy.

B. Requests for Counsel Regarding Personnel Matters. Appointed department heads shall refer all requests for legal service assistance to the Administrator.

Elected department heads who act as co-employers with the Board of Commissioners are authorized to contact Counsel to discuss sensitive personnel issues. Such contact shall not exceed two billing hours for a single issue and the County Administrator shall be copied in all communication to and from legal counsel. If additional assistance is needed, the elected department head shall meet with the Administrator about the request. If it is determined that additional time is warranted, the Administrator shall take appropriate action to secure the assistance of legal counsel.

C. Requests for Corporation Counsel Advice. Any county department in need of Corporation Counsel advice shall submit a written request to the Administrator. In that request, the department head should explain the need for retaining the assistance of corporation counsel. The Administrator shall take appropriate action to secure the assistance of Corporation Counsel.

BOARD OF COMMISSIONERS

The Board of Commissioners are the elected representatives of those who live within Lenawee County and whose primary purpose is to set policy for the activities to be conducted by Lenawee County government.

A. Written Legal Opinion: It will inevitably be requested by either an individual commissioner, the commission as a whole, or the County Administrator to provide a written legal opinion on one or more issues. The *general rule* shall be any request for a written legal opinion be made through the Chair of the County Commission and the Administrator. Upon approval, the Administrator will submit the request for a written legal opinion. All Commissioners will be made aware of any request for a written legal opinion.

Corporation Counsel will provide the **written legal opinion** to the entire Board of Commissioners and the County Administrator.

Although all Commissioners may not agree with requesting of a written legal opinion, individuals may have their own reasons for requesting a written legal opinion that should not require the approval of the full Board prior to requesting such an opinion. The same holds true for legal opinions requested by the County Administrator. These are important protocols ensuring everyone is aware of written legal opinions being sought and everyone receives a copy of the written legal opinion at the same time.

B. Meetings: Given the broad responsibility of the Board of Commissioners, there may be times when one or more commissioner requests a meeting with corporation counsel on a given subject. This is permissible as long as there is not a quorum present.

If corporation counsel is requested to provide a written legal opinion as a result of a meeting with one or more county commissioners, corporation counsel will promptly advise the entire County Commission of the request while also notifying the County Administrator.

C. Requests for Corporation Counsel Advice. A commissioner seeking Corporation Counsel advice shall notify the Chair of the Board; in their absence contact the County Administrator.

PASSED BY ROLL CALL VOTE of the Lenawee County Board of Commissioners at a regular meeting held Wednesday, , 2023, in the Old County Courthouse, Adrian, Michigan.

James E. Van Doren, Chair

Roxann Holloway, County Clerk



LENAWEE COUNTY
MICHIGAN

Action Request Form

To: Policies & Procedures

Date of meeting: October 9, 2023

FROM: Kim Murphy

Title: Conflict of Interest Disclosure

DEPT: County Administrator

Description of
request

Summary: At the last Policy & Procedures meeting I was asked to follow up with Corporation Counsel to review the "Recusal from Voting and Deliberation" section of this proposed policy. More specifically, the concern was that if a member has to recuse themselves from voting, and by doing so there is a loss of a quorum, can the vote still take place with the remaining members or does the Rule of Necessity apply?

Upon review, Attorney Gillooly indicated that if there was a loss of a quorum due to a proposed conflict of interest which would prevent deliberation and decision, then the Rule of Doctrine of Necessity shall apply. Therefore, the proposed Conflict of Interest Disclosure has been updated to include Attorney Gillooly's language.

I believe this policy now meets with the intent of the Committee and is ready for recommendation to the Board of Commissioners.

Request: To recommend the Conflict of Interest Disclosure to the Board of Commissioners for adoption.

Amount Requested: N/A

Account Number: N/A

List Attachments: Conflict of Interest Disclosure

Prepared by klm

Upcoming agenda items shall be reported to the Administrator at least ten (10 **days prior** to the meeting. All supporting information shall be submitted to the Administrator's Office no later than seven (7) days prior to the meeting.

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POL#2023-0xx

Conflict of Interest Disclosure

Date of Adoption _____

Elected officials and county employees must be solely committed to the best interests of the citizenry. This is a foundational principle of effective government. To that end, Lenawee County attempts to avoid situations in which an employee's business or personal interests may unduly influence a decision-making process that involves real or apparent conflicts of interest. Both elected and appointed officials are individually responsible for evaluating their affiliations and interests, and those of their close relatives and professional associates, which relate to their duties to Lenawee County before they review any monetary proposals. For purposes of this policy, reference to "employee" shall refer to both elected and appointed officials. Further, it is in the public interest for employees to report to their immediate supervisor or the County Administrator any conduct on the part of any other employee that appears to be a conflict of interest.

Scope: This policy shall apply to all departments, administrative units, and elected officials of the Lenawee County Government.

Conflict of Interest Definition: A conflict of interest shall include, but is not limited to, any matter in which:

- a. An employee has a direct pecuniary interest in the matter or the outcome of the matter. Such an interest results in an incompatibility between the employee's private interests and the employee's fiduciary duties to the public and shall not be permitted. "Pecuniary interest" for purposes of this policy means that an employee has a reasonable likelihood or expectation of direct appreciable and immediate financial gain or loss. An employee does not have a direct pecuniary interest in the matter or the outcome of the matter if the interest is *so remote or insignificant* that it could not reasonably be regarded as likely to influence any decision of a member; or
- b. A person in the employee's immediate family has a direct pecuniary interest in the matter or the outcome of the matter. Such an interest results in an incompatibility between the employee's private interests and the employee's fiduciary duties to the public and shall not be permitted. "Immediate family" means an employee's spouse, children, stepchildren, grandchildren, parents, brothers, sisters, grandparents, parents-in-law, or any individual living in the employee's household.

Specific situations include but are not limited to, the following: An employee may not participate in the review or award of a contract or transaction in which any of the following has an interest:

1. The employee or the employee's spouse, children, stepchildren, grandchildren, parents, brothers, sisters, grandparents, parents-in-law, or any individual living in the employee's household.;
2. Any organization (including a parent or subsidiary) in which the employee or the employee's spouse, parent, child, or partner serves as an officer, director, trustee, partner, or is otherwise similarly associated;
3. Any organization (including a parent or subsidiary) in which the employee or the employee's spouse, parent, child, or partner is negotiating for or has an arrangement concerning prospective employment or other similar association; or
4. Any organization (including a parent or subsidiary) in which the employee or the employee's spouse, parent, child, or partner has an interest with respect to any pending contract or transaction competing under the same program as any other application to be reviewed by the committee.

Failure to Disclose: Any conflict or potential conflict of interest must be disclosed to the County. Failure to do so will result in discipline, up to and including termination of non-elected employees.

Recusal from Voting and Deliberation: Any voting employee having a conflict of interest shall disclose the conflict and request to abstain from conversation and voting on the item of conflict.

- The employee shall not attempt to exert his or her influence with respect to the matter, either at or outside the meeting.
- Any member who recuses themselves from a vote due to a conflict of interest would not be considered a "voting member" for purposes of a quorum on the matter that they recused themselves from. Simply stated, the employee's presence at the meeting shall not be counted in determining the presence of a quorum for the vote on the matter presenting the conflict of interest.
- In the event that a majority of the Board members present and constituting a quorum declare that they have a conflict of interest which would otherwise prevent them from deliberating toward or rendering a decision on a matter before them, then the Rule of Doctrine of Necessity shall apply allowing the otherwise conflicted Board members to deliberate toward and render a decision on such a matter.

PASSED BY ROLL CALL VOTE of the Lenawee County Board of Commissioners at a regular meeting held Wednesday, _____, 2023, in the Old County Courthouse, Adrian, Michigan.

James E VanDoren, Chair

Roxann Holloway, County Clerk

Conflict of Interest Disclosure Policy Acknowledgement Form

I have read and understand the definition of conflict of interest.

I have evaluated my affiliations and interests, and those of my close relatives and professional associates, as relating to my duties to Lenawee County.

I hereby certify that, based on the information provided to me,

- ☐ **I do not have a conflict** of interest with any current contracts or pending transactions
or
- ☐ **I have identified and listed below any potential conflict of interest**

I understand that should a situation involving a real or apparent conflict of interest arise, I will complete a Conflict of Interest Disclosure Form and submit it to the County Administrator.

Signature:

Printed Name:

Title:

Date:

Conflict of Interest Disclosure Form
Request to Abstain
(Board of Commissioners)

I have identified and am submitting the following potential conflict of interest

Motion/Resolution abstaining from: _____

Reason for Request: _____

Name of Committee Meeting: _____

Date of Meeting: _____

Signature: _____

Printed Name: _____

Title: _____

Date: _____

PA 196 of 1973; 15.342a MCL 15.301 to 15.310 and 15.321 to 15.330