

City of Flint, Michigan

*Third Floor, City Hall
1101 S. Saginaw Street
Flint, Michigan 48502
www.cityofflint.com*



Meeting Agenda - Final

Monday, March 1, 2021

8:30 PM

ELECTRONIC PUBLIC MEETING

SPECIAL CITY COUNCIL

*Kate Fields, President, Ward 4
Maurice D. Davis, Vice President, Ward 2*

*Eric Mays, Ward 1
Jerri Winfrey-Carter, Ward 5
Monica Galloway, Ward 7*

*Santino J. Guerra, Ward 3
Herbert J. Winfrey, Ward 6
Allan Griggs, Ward 8*

Eva L. Worthing, Ward 9

Inez M. Brown, City Clerk

Davina Donahue, Deputy Clerk

SPECIAL PUBLIC NOTICE -- ELECTRONIC PUBLIC MEETING**AMENDED PUBLIC NOTICE****In Accordance with the Newly Revised Open Meetings Act
FLINT CITY COUNCIL ELECTRONIC PUBLIC MEETING**

On Friday, October 5, 2020, the Michigan Supreme Court (MSC) issued an order declaring the Emergency Powers of Governor (EPG) Act as an unconstitutional delegation of legislative authority, which was the primary authority relied on by Governor Whitmer for her COVID-19 related executive orders. Subsequently, Governor Whitmer requested that the MSC clarify that their order does not go into effect until October 30, 2020. On Monday October 12, 2020, the Michigan Supreme Court rejected Governor Whitmer's request to delay the effect of its decision to strike down the EPG. On Tuesday, October 13, 2020, Senate Bill 1108 passed, amending the Open Meetings Act to allow municipalities to hold electronic meetings before January 1, 2021 and retroactive to March 18, 2020. On Friday, October 16, 2020, Governor Whitmer signed into law Senate Bill 1108 amending the Open Meetings Act. On November 15, an order from the Michigan Department of Health and Human Services (DHHS) prohibits gatherings at non-residential venues beginning November 18. Therefore, pursuant to the amended Open Meetings Act and the DHHS order, the following meeting is scheduled electronically:

Special City Council Meeting**Date: Monday, March 1, 2021****Time: 8:30 p.m.****Location: Via Electronic Public Meeting**

The meeting is being held for the following purpose:

· To consider Resolution No. 210081, a Contract with Rowe Professional Services Co. for FAST Start Program Phase VI management services; Resolution No. 210087, Setting a Public Hearing to allow review of the 2020-2021 Annual Action Plan; and Other General City Business.

1. The public and media may listen to the meeting online by live stream at <https://www.youtube.com/channel/UCp2cWTuocUM3awU4xXWzwaw> or through Start Meeting Solution by dialing (617) 944-8177.
 2. In order to speak during the PUBLIC SPEAKING PERIOD of the meeting by telephone, participants will also call (617) 944-8177:
 - a. All callers will be queued and muted until the Public Speaking portion of the agenda;
 - b. PUBLIC speakers will be unmuted in order and asked if they wish to address the City Council ON ANY SUBJECT;
 - c. Public speakers should state and spell their name for the record and will be allowed three (3) minutes for public speaking;
 - d. The speaker will be returned to mute after the 3 minutes have expired;
 - e. After the telephonic public speakers are completed, emailed public comments will be read by the City Clerk. All emailed public comments will be timed for 3 minutes;
 - f. Per Rules Governing Meetings of the Council (Rule 7.1 VII), there will only be one speaking opportunity per speaker. Consequently, public participants who call in and speak during the public speaking period of the meeting WILL NOT have written comments as submitted read by the City Clerk.
 3. The public may send public comments by email to CouncilPublicComment@cityofflint.com no later than 10 minutes prior to the meeting start time of 8:30 p.m.
 4. Persons with disabilities may participate in the meeting by the above-mentioned means or by emailing a request for an accommodation to CouncilPublicComment@cityofflint.com, with the subject line Request for Accommodation, or by contacting the City Clerk at (810) 766-7418 to request accommodation - including but not limited to interpreters.
- If there are any questions concerning this notice, please direct them to City Council office at (810) 766-7418.

***This Special City Council meeting is being held for the following purpose:
· To consider Resolution No. 210081, a Contract with Rowe Professional Services Co. for FAST Start Program Phase VI management services;
Resolution No. 210087, Setting a Public Hearing to allow review of the 2020-2021 Annual Action Plan; and Other General City Business.***

CALL TO ORDER

ROLL CALL

MEMBER REMOTE ANNOUNCEMENT

Pursuant to the newly revised Open Meetings Act, each Council member shall state that they are attending the meeting remotely and shall state where he or she is physically located (county or city and state).

MEMBER CONTACT INFORMATION

Eric Mays - (810) 922-4860; Maurice Davis - mdavis@cityofflint.com; Santino Guerra - sguerra@cityofflint.com; Kate Fields - kfields@cityofflint.com; Jerri Winfrey-Carter - jwinfrey-carter@cityofflint.com; Herbert Winfrey - (810) 691-7463; Monica Galloway - mgalloway@cityofflint.com; Allan Griggs - agriggs@cityofflint.com; Eva Worthing - eworthing@cityofflint.com.

PLEDGE OF ALLEGIANCE

PRAYER OR BLESSING

PROCEDURES ON CONDUCTING ELECTRONIC MEETINGS

All boards and commissions must adhere to all laws established under the Michigan Compiled Laws and in accordance with the revisions to the Open Meetings Act adopted in Senate Bill 1108, as passed on October 13, 2020, and signed into law on October 16, 2020.

READING OF DISORDERLY PERSONS CITY CODE SUBSECTION

Any person that persists in disrupting this meeting will be in violation of Flint City Code Section 31-10, Disorderly Conduct, Assault and Battery, and Disorderly Persons, and will be subject to arrest for a misdemeanor. Any person who prevents the peaceful and orderly conduct of any meeting will be given one warning. If they persist in disrupting the meeting, that individual will be subject to arrest. Violators shall be removed from meetings.

REQUEST FOR CHANGES AND/OR ADDITIONS TO AGENDA

PUBLIC SPEAKING**COUNCIL RESPONSE****RESOLUTIONS**

210081 CO#1/Contract/Rowe Professional Services Co./Project Management Services/FAST Start Program Phase VI

Resolution resolving that the proper city officials, upon City Council's approval, are hereby authorized to enter into change order #1 with Rowe Professional Services Co. for additional project management services for Phase VI of the FAST Start Program, as requested by DPW, in an amount NOT-TO-EXCEED \$500,000.00, for a total contract price NOT-TO-EXCEED \$2,638,735.00 [Water Infrastructure Improvements for the Nation (WIIN) Grant Acct. No. 496-540.006-801.051.]

210087 Setting Public Hearing/Review and Receive Public Input/City of Flint 2020-21 Annual Action Plan

Resolution resolving that the Department of Planning, Division of Community and Economic Development, will hold a Public Hearing [at 5:30 p.m.] March 8, 2021, [via electronic public meeting] for the purposes of allowing review of the [2020-21] Annual Action Plan and to receive public comment.

OTHER GENERAL CITY BUSINESS**FINAL COUNCIL COMMENTS****ADJOURNMENT**



210081

RESOLUTION NO. _____

PRESENTED: FEB 17 2021

ADOPTED: _____

Resolution Authorizing Change Order #1 with Rowe Professional Services Company for Continued Project Management Services

BY THE CITY ADMINISTRATOR:

WHEREAS, On March 11, 2019, Flint City Council approved Resolution #190075 to enter into an agreement with Rowe Professional Services Company for project management services with the FAST Start Program - Phase VI with a contract price not to exceed \$2,138,735.00; and

WHEREAS, Lead service line replacement and excavation construction (SLR/SLE) was authorized to continue services into 2021; and

WHEREAS, This extension has resulted in a change order for additional project management; and

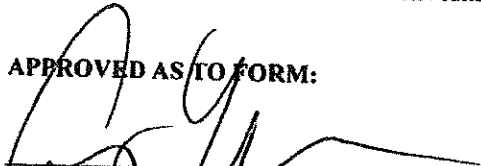
WHEREAS, This increase is based on the data on hand and anticipated production rate of SLR/SLE construction; and

WHEREAS, The cost for extended project management services is not to exceed \$500,000.00 for a total contract price not to exceed \$2,638,735.00; and

WHEREAS, Reimbursable WIIN funding will be made available in account 496-540.006-801.051 FEPA18WIIN-1; and

BE IT RESOLVED, that the Proper City Officials, upon Flint City Council's approval, are hereby authorized to enter into change order #1 contract with Rowe Professional Services Company, for additional project management services with the FAST Start Program - Phase VI, in an amount not to exceed \$500,000.00 for a total contract price not to exceed \$2,638,735.00 with disbursement of WIIN funding from EGLE.

APPROVED AS TO FORM:


Angela Wheeler, Chief Legal Officer

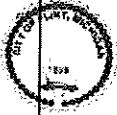
APPROVED AS TO FINANCE:


Amanda Trujillo, Acting Chief Financial Officer


Clyde Edwards, City Administrator

CITY COUNCIL:

Kate Fields, Council President



CITY OF FLINT

RESOLUTION STAFF REVIEW FORM

TODAY'S DATE: February 11, 2021

BID/PROPOSAL#

AGENDA ITEM TITLE: Resolution Authorizing Appropriate City Officials to Enter Into a Change Order#1 with Rowe Professional Services Company for Project Management Services

PREPARED BY: Yolanda Gray, Department of Public Works Accounting Supervisor

VENDOR NAME: Rowe Professional Services Company

BACKGROUND/SUMMARY OF PROPOSED ACTION:

On March 11, 2019, Flint City Council approved Resolution #1900755 to enter into an agreement with Rowe Professional Services Company for project management services with the FAST Start Program – Phase VI. Due to LSR/LSE construction being extended into 2021, a change order for additional project management is needed. This increase is based on the data on hand and anticipated production rate of SLR/SLE construction. This cost for additional project management services is not to exceed \$500,000.00 for a total contract price not to exceed \$2,638,735.00.

FINANCIAL IMPLICATIONS:

BUDGETED EXPENDITURE? YESx NO IF NO, PLEASE EXPLAIN:

Dept.	Name of Account	Account Number	Grant Code	Amount
496	Project Management Services	496-540.006-801.051	FEPA18WIIN-1	\$500,000.00
FY21 GRAND TOTAL				\$500,000.00

PRE-ENCUMBERED? YES NO x REQUISITION NO:

ACCOUNTING APPROVAL: Yolanda Gray Date: 2-11-21

WILL YOUR DEPARTMENT NEED A CONTRACT? YES NO
(If yes, please indicate how many years for the contract) YEARS

WHEN APPLICABLE, IF MORE THAN ONE (1) YEAR, PLEASE ESTIMATE TOTAL AMOUNT FOR EACH BUDGET YEAR: (This will depend on the term of the bid proposal)

BUDGET YEAR 1



CITY OF FLINT

BUDGET YEAR 2

BUDGET YEAR 3

OTHER IMPLICATIONS (i.e., collective bargaining):

STAFF RECOMMENDATION: (PLEASE SELECT): **APPROVED** **NOT APPROVED**

DEPARTMENT HEAD SIGNATURE: W. Edwards, Jr.
(PLEASE TYPE NAME, TITLE)



RESOLUTION NO.. 210087
PRESENTED: FEB 17 2021
ADOPTED: _____

Resolution t Set a Public Hearing on March 8, 2021 at the City of Flint Council Meeting to Allow Review and Receive Public Comment on the 2020-21 Annual Action Plan.

BY THE CITY ADMINISTRATOR:


The City of Flint receives Community Development Block Grant (CDBG); HOME Investment Partnerships Program funds (HOME), and Emergency Solutions Grant (ESG) from the U.S. Department of Housing and Urban Development and is required to report on the use of such CDBG, HOME, and ESG funds each year. The City is also required to provide interested citizens the opportunity to examine the Annual Action Plan and to make comments on the use of these funds.

The City of Flint will make copies of the report available to the public in the temporary main branch of the Flint Public Library, Flint Housing Commission, Genesee County Metropolitan Planning Commission, and online at www.cityofflint.com/dced.

A public hearing will be held on the 8th of March 2021 at 5:30 pm p.m at the scheduled City Council Meeting. Pursuant to the amended Michigan Open Meetings Act and COVID 19 related Executive Orders, all City Council meetings are currently scheduled to be conducted electronically through StartMeeting by dialing (617)944-8177. This hearing is being held to provide for the opportunity for public comment on the City of Flint's proposed Annual Action Plan.

IT IS RESOLVED, that the Department of Planning and Development, Division of Community and Economic Development, will hold a Public Hearing on March 8, 2021 for the purposes of allowing review of the Annual Action Plan and to receive public comment.

APPROVED AS TO FORM:



Angela Wheeler, Chief Legal Officer

FOR THE CITY OF FLINT:



Clyde Edwards, City Administrator

APPROVED BY CITY COUNCIL:

Kate Fields, City Council President



CITY OF FLINT

RESOLUTION STAFF REVIEW FORM

TODAY'S DATE: 02/08/2021

BID/PROPOSAL#: N/A

AGENDA ITEM TITLE: Resolution to Set a Public Hearing on March 8, 2021 at the City of Flint Council Meeting to Allow Review and Receive Public Comment on the 2020-21 Annual Action Plan.

PREPARED BY: Community and Economic Development Staff
(Please type name and Department)

VENDOR NAME: N/A

BACKGROUND/SUMMARY OF PROPOSED ACTION:

The City of Flint receives Community Development Block Grant (CDBG); HOME Investment Partnerships Program funds (HOME), and Emergency Solutions Grant (ESG) from the U.S. Department of Housing and Urban Development and is required to report on the use of such CDBG, HOME, and ESG funds each year. The City is also required to provide interested citizens the opportunity to examine the Annual Action Plan and to make comments on the use of these funds. This is historically conducted at a scheduled City Council Meeting.

FINANCIAL IMPLICATIONS: N/A

BUDGETED EXPENDITURE? YES NO **IF NO, PLEASE EXPLAIN:** Public Hearing Only

PRE-ENCUMBERED? YES NO **REQUISITION NO:** N/A

ACCOUNTING APPROVAL: _____ **Date:** _____

WILL YOUR DEPARTMENT NEED A CONTRACT? YES NO
(If yes, please indicate how many years for the contract) N/A YEARS

WHEN APPLICABLE, IF MORE THAN ONE (1) YEAR, PLEASE ESTIMATE TOTAL AMOUNT FOR EACH BUDGET YEAR: (This will depend on the term of the bid proposal)

BUDGET YEAR 1 N/A

BUDGET YEAR 2 N/A

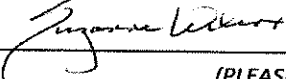


CITY OF FLINT

BUDGET YEAR 3 N/A

OTHER IMPLICATIONS (i.e., collective bargaining): Public Hearing to meet the requirements set forth as a part of receiving and awarding HUD Entitlement Funds.

STAFF RECOMMENDATION: (PLEASE SELECT): **APPROVED** **NOT APPROVED**

DEPARTMENT HEAD SIGNATURE:  Director, Dept of Planning and Development
(PLEASE TYPE NAME, TITLE)



RESOLUTION NO.: _____

PRESENTED: _____

ADOPTED: _____

RESOLUTION APPROVING THE APPOINTMENT OF SHELBI FRAYER AS CHIEF FINANCIAL OFFICER

BY THE MAYOR:

Pursuant to Flint City Charter Section 4-203(D), the Mayor of the City of Flint hereby appoints Shelbi Frayer as the Chief Financial Officer.

WHEREAS, the Chief Financial Officer shall be paid a salary based on an annual compensation rate of One-Hundred and Forty-Eight Thousand Dollars (\$148,000.00/\$71.153 hourly rate) and paid from account 101-191.100-703.000 (\$91,967.90) and 296.172.100.703.000 (LCSM-17-FRTA) (\$56,032.10), with the difference in compensation between the Interim Chief Financial Officer and Chief Financial Officer made retroactive to February 15, 2021. The terms of appointment and resume are attached.

WHEREAS, Mayor Sheldon Neeley recommends that Shelbi Frayer be appointed as the Chief Financial Officer.

NOW THEREFORE BE IT RESOLVED that the Flint City Council approves the recommendation by Mayor Sheldon Neeley to appoint Shelbi Frayer as the Chief Financial Officer.

APPROVED AS TO FORM:



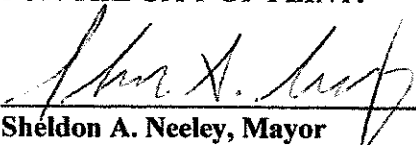
Angela Wheeler (Feb 23, 2021 13:51 EST)
Angela Wheeler, Chief Legal Officer

APPROVED AS TO FINANCE:



Jennifer Ryan (Feb 22, 2021 12:55 EST)
Jennifer Ryan, Deputy Finance Director

FOR THE CITY OF FLINT:



Sheldon A. Neeley, Mayor

APPROVED BY CITY COUNCIL:

Kate Fields, City Council President





CITY OF FLINT

RESOLUTION STAFF REVIEW FORM

TODAY'S DATE: 2/18/2021

BID/PROPOSAL# N/A

AGENDA ITEM TITLE: Resolution Approving Shelbi Frayer Appointment to Chief Financial Officer

PREPARED BY: V. Foster, Dept. of Finance

VENDOR NAME: N/A

BACKGROUND/SUMMARY OF PROPOSED ACTION:

Resolution authorizing the appointment of Shelbi Frayer as Chief Financial Officer. Ms. Frayer will be paid a salary based on an annual compensation rate of One-Hundred and Forty-Eight Thousand Dollars (\$148,000.00/\$71.15 hourly rate) and paid from account 101-191.100-703.000 (\$91,967.90) and 296.172.100.703.000 (LCSM-17-FRTA) (\$56,032.10).

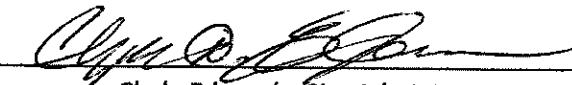
FINANCIAL IMPLICATIONS: Payment shall be drawn from appropriated funds in and line item 101-191.100-703.000 (\$91,967.90) and 296.172.100.703.000 (LCSM-17-FRTA) (\$56,032.10).

BUDGETED EXPENDITURE? YES NO IF NO, PLEASE EXPLAIN:

WILL YOUR DEPARTMENT NEED A CONTRACT? YES NO

STAFF RECOMMENDATION: (PLEASE SELECT): APPROVED NOT APPROVED

DEPARTMENT HEAD SIGNATURE: _____


Clyde Edwards, City Administrator

SHELBI FRAYER

sfrayer13@gmail.com | 517-881-3410

ACHIEVEMENTS

- Repaired numerous fiscally unhealthy business offices by creating long-term budget and cash flow projections, as well as establishing systems and procedures
- Successfully administered multimillion-dollar construction projects
- Lead the team that implemented legislation for fiscal solvency in Detroit Public Schools
- Served as Chief Negotiator for collective bargaining agreements and served as Chief Procurement Officer for all purchasing needs
- Proven successful in building office culture and leading a team in a variety of diverse departments
- Managed 250+ staff, as well as 6 directors in the areas of maintenance & custodial, food service, daycares, transportation, human resources and business office operations

EDUCATION

- Master's Degree in Administration- Central Michigan University
- Bachelor's Degree in Business Management and Administration- Northwood University

EXPERIENCE

Business Owner- July 2020 to Present **Frayer Consulting Services, LLC**

- ❖ Assist a variety of clients with business, operations, human resource, and finance functions. Current clients range from business start-ups, to municipal turn around work.

Chief Strategy & Financial Officer- August 2019 to July 2020 **City of Lansing- Lansing, Michigan**

- ❖ Serve the city as head of the finance team responsible for all budgets, accounting, procurement, and restructuring efforts.
- ❖ Repairing a business office with significant audit findings and restructuring the finance department.
- ❖ Responsible for all financial activity ensuring compliance, best practice, and transparency.
- ❖ Responsible for restructuring long & short term debt (to date, saved/made the city over \$8 million dollars).
- ❖ Manage cash flow and all investments to maximize earnings.
- ❖ Restructured all insurance plans (health/property & casualty/worker's comp) to save the city \$3.5 million of on going savings each year (additional restructuring and savings to come).
- ❖ Renegotiate all vendor and service contracts for additional revenue or savings.
- ❖ Serves as secretary to two pension boards, and the plan administrator for defined contribution plans.

Executive Director- June 2014 to August 2019 **State of Michigan, Lansing, Michigan**

Performing many strategic initiatives throughout the department, other departments, the Legislature, and Executive Branch. Held many positions (multiple at times) with growing responsibilities and challenges. Listed below are a few of my key roles and job duties.

SHELBI FRAYER

sfrayer13@gmail.com | 517-881-3410

- ❖ Serves as the Executive Director for the Financial Review Commission (for the implementation of PA 192 of 2016- creation of the Detroit Public Schools Community District).
- ❖ Director of the Office of School Review and Fiscal Accountability (OSRFA) serving all financially distressed districts in Michigan.
- ❖ Served as Director of Local Government overseeing the areas of audits, municipal borrowing, reporting and financially distressed schools.
- ❖ Managed a growing team of people while designing the work goals and outputs of a new office within Treasury (OSRFA after legislation passed).
- ❖ Created policies, identified practices, and drafted guidelines regarding technical aspects of maintaining good fiscal health of school districts and local governments in Michigan.
- ❖ Went "on-loan" to serve as Benton Harbor Schools CFO to assist both the district and the department in stabilizing the financial operations for the district.
- ❖ Assisted with the issuance of State bonds and notes, including General Obligation bond issues.
- ❖ Performed cash management, banking, accounting, and investment activities for bond issues and public finance programs.

Briefly left the department (<7 months) to grow my abilities to develop relationships and build business opportunities. My focus was on financially restructuring schools, municipalities, and non-profits organizations.

Executive Director of Business and Finance (CFO)- September 2013 to June 2014 Mason Public Schools (MPS), Mason, Michigan

- ❖ Administered district-wide coordination of budget development and long-term debt management.
- ❖ Human Resource Director serving over 450 employees and seven unions.
- ❖ Repaired a fiscally unhealthy business office with significant audit findings in less than a year.
- ❖ Directed all school district financial activity ensuring compliance, best practice, and transparency.
- ❖ Chief negotiator for all union contracts as well as managed all labor relations and grievances.
- ❖ Managed the district's cash and invested available funds to maximize earnings.
- ❖ Administered all insurance plans (health/property & casualty/worker's comp) for the district.

Business Manager (CFO)- February 2011 to September 2013 St. Johns Public Schools, St Johns, Michigan

- ❖ Managed 250+ staff, as well as 6 directors in the areas of maintenance & custodial, food service, daycares, transportation, human resources and business office operations.
- ❖ Successfully administered a multimillion-dollar bond projects at a public school district
- ❖ Directed all school district financial activity ensuring compliance, best practice and transparency.
- ❖ Chief negotiator for all union contracts as well as managed all labor relations and grievances.
- ❖ Served as the Director of Transportation overseeing staffing, routing, public/parent concerns.
- ❖ Administered all insurance plans (health/property & casualty/worker's comp) for the district.

Financial Manager- September 2008 to March 2011 Michigan Association of Intermediate School Administrators, Lansing, Michigan

- ❖ Responsible for day-to-day staff operations including all human resource functions.
- ❖ Financially managed three federal grants that total over \$30 million each fiscal year.
- ❖ Created, planned, and maintained budgets for several projects.
- ❖ Maintained accurate and organized records for state, federal, and single auditors.
- ❖ Interpreted laws and policies to administer grants properly.

INTERIM TERMS OF APPOINTMENT FOR SHEILBI FRAYER

The Mayor of the City of Flint hereby appoints **Shelbi Frayer** as Interim Chief Financial Officer in accordance with the provisions of Flint City Charter §§4-203(D) & 1-501.

1. **Scope of Services:** Under the general supervision of the Mayor and City Administrator, the Interim Chief Financial Officer duties shall include those enumerated for the Interim Chief Financial Officer in the Flint City Code of Ordinances, Chapter 2, Article XV, Department of Finance, the Interim Chief Financial Officer Job Description and other duties that shall from time-to-time be required, in the absolute discretion of the Mayor, or her designee and; she shall be subject to all work rules and policies established by the City of Flint.

2. **Term of Appointment:** This interim appointment shall commence on February 15, 2021 and shall continue at the will of the Mayor for no more than 90 days.

3. **Compensation:** The Interim Chief Financial Officer shall be paid a salary based on an annual compensation rate of Ninety-One Thousand Nine Hundred and Sixty-Seven Dollars and 90/100 (\$91,967.90/\$44.215 hourly rate). This salary shall be payable in regular timely installments, in the same manner as other employees of the City of Flint are paid. Such earnings shall be paid from account 101-191.100-703.000 (\$91,976.90), Wages & Salaries.

4. **Benefits:** The Interim Chief Financial Officer will be provided with fringe equal to those now or hereinafter provided for an exempt employee allocated above Level 23 including, but not limited to health care coverage, dental insurance, life insurance, personal time off, etc.; but expressly excluding membership in the Civil Service System. However, the Interim Chief Financial Officer shall be eligible to participate in the City of Flint Hybrid Pension Plan as provided to other appointed officials, which may change from time-to-time. The Interim Chief Financial Officer shall be 100% vested at all times, with respect to her own contributions.

For the purposes of providing to the Interim Chief Financial Officer the above compensation and fringe benefits, the City of Flint shall place the Interim Chief Financial Officer on the City's regular payroll so that all of said compensation and fringe benefits shall be provided to the Interim Chief Financial Officer in the same manner as other employees of the City of Flint.

5. **Indemnification and Insurance:** The City of Flint shall indemnify and provide appropriate insurance coverage for the Interim Chief Financial Officer for any attorney's fees, reasonable costs, and damage awards incurred by the Interim Chief Financial Officer as a result of any malpractice action brought against her by any person as a result of his performance of duties pursuant to her Appointment. To the fullest extent permitted by law, the City of Flint shall defend, pay on behalf of, indemnify and hold harmless the Interim Chief Financial Officer against any and all claims, demands, suits, or losses, including, but not limited to, civil rights actions, and providing for all costs connected therewith, and for any damages which may be asserted, claimed, or recovered against or from the Interim Chief Financial Officer by reason of any injuries or damages including losses that may arise as a result of her acts, omissions, faults or negligence in connection with the performance of the terms of her appointment. The City of Flint shall provide appropriate insurance coverage, although, the full indemnification of the Interim Chief Financial Officer as articulated above shall not be in any way limited by the insurance coverage chosen by the City of Flint.

6. Termination: The City may terminate, without cause, this Agreement (and the resultant employment relationship) with the Interim Chief Financial Officer before the expiration set forth herein. In the event that this Agreement is terminated without Good Cause, the Interim Chief Financial Officer shall be entitled to accrued PTO.

The City may terminate, for Good Cause, this Agreement (and the resultant employment relationship) with the Interim Chief Financial Officer before the expiration set forth herein. In the event that this Agreement is terminated with Good Cause, the Interim Chief Financial Officer shall be entitled to accrued PTO.

The Interim Chief Financial Officer may voluntarily terminate this Agreement before the expiration of the term set forth herein by providing fourteen (14) days advanced written notice, unless agreed upon otherwise by the Parties. In the event that this Agreement is terminated pursuant to this subsection, the Interim Chief Financial Officer shall be entitled to accrued PTO.

Upon the conclusion of the ninety (90) day term, the Interim Chief Financial Officer may not be re-appointed for another Interim Chief Financial Officer appointment. However, the Interim Chief Financial Officer, with City Council consent, may be approved for appointment as Chief Financial Officer.

"GOOD CAUSE". For purposes of this Agreement the term "good cause" is defined as sole proven acts or omissions as follows:

A. Any willful, knowing, grossly negligent, or negligent breach, disregard or habitual neglect of any provision of this Agreement, or any willful, knowing, grossly negligent, or negligent breach, disregard or habitual neglect of any duty or obligation required to be performed by the Interim Chief Financial Officer under this Agreement or applicable law.

B. Any misconduct of the Interim Chief Financial Officer involving an act of moral turpitude, criminal illegality (excepting minor traffic violations), or habitual violations of the traffic laws, whether or not related to the Interim Chief Financial Officer's official duties hereunder.

C. Any willful, knowing, grossly negligent, or negligent misapplication or misuse, direct or indirect, by the Interim Chief Financial Officer, of public or other funds or other property, real, personal, or mixed, owned by or entrusted to the City, any agency or corporation thereof, or the Interim Chief Financial Officer in her official capacity.


7. Waiver of Claims: Appointee agrees, in consideration for accepting payment pursuant to this Agreement, that Appointee will not file a lawsuit or claim of any type in any forum against the City for actions arising in any way related to employment by the City, and that if Appointee does, the lawsuit or claim will be immediately dismissed; and, notwithstanding the fact that the terms of this Agreement shall otherwise remain in full force and effect, Appointee will return to the City all of the consideration received from the City as a result of this Agreement, and Appointee will pay to the City all of the costs, expenses, and attorney fees incurred by the City in defending against such a lawsuit or claim. However, nothing in this

Agreement shall prevent Appointee from filing suit to challenge this Agreement or to enforce the terms of this Agreement.

8. **Whole Agreement:** Any additions, deletions or modifications to these terms of appointment must be in writing and signed by both parties. This document, consisting of three (3) pages in its entirety, embodies the entire agreement between the parties hereto.


Dated this _____ day of February 2021.

APPOINTEE:



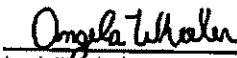
Shelbi Frayer

FOR THE CITY:



Sheldon A. Neeley, Mayor

APPROVED AS TO FORM:



Angela Wheeler (Feb 22, 2021 11:03 EST)

Angela Wheeler, Chief Legal Officer

S:\AWO\Terms of Appointment S Frayer\Final Documents\2021.02.22 (final) Frayer Terms of Appointment Interim Chief Financial Officer.doc