

**Minutes Special Meeting of the Board
of the Village of Elmwood Park**

April 5, 2016

Meeting was called to order by President Steiner at 6:30 p.m.

Present were: President Steiner, Trustee Clouthier, Trustee Haas, Trustee Klimek, Trustee Rude, Trustee Bagg and Trustee Wells. Attorney John Bjelajac and Attorney Elaine Ekes are in attendance to assist the Board.

PRAYER AND PLEDGE OF ALLEGIANCE

Trustee Wells made a motion for Trustee Haas to take minutes seconded by Trustee Clouthier. Trustee Haas indicated he did not want to take the minutes. Motion fails. Attorney Elaine Ekes indicates she will take the minutes for the Board. Trustee Wells made a motion for Attorney Ekes to take minutes seconded by Trustee Bagg. Motion passes.

President Steiner read the following: I will entertain a motion to go into closed session pursuant Wisconsin State Statutes 19.85 (1)(e) . Before governmental body votes on the motion, the chief presiding officer must announce and record in open session the nature of the business to be discussed and the specific statutory exemption that is claimed to authorize the closed session: Taylor Complex Offer.

Trustee Bagg made a motion to go into closed session pursuant Wisconsin State Statutes 19.85 (1) (e) in accordance with the Agenda and statement read by President Steiner. Trustee Clouthier seconded the motion. Roll Call Vote taken:

Trustee Wells - No
Trustee Haas - Yes
Trustee Bagg - Yes
Trustee Clouthier - Yes
Trustee Rude - No
Trustee Klimek - Yes
President Steiner -- No

Motion passes 4 to 3. Board goes into Closed Session.

Motion by Trustee Haas to reconvene into open session from closed session. Trustee Bagg seconded the motion. Roll Call Vote taken:

Trustee Wells - Yes
Trustee Haas - Yes
Trustee Bagg - Yes
Trustee Clouthier - Yes
Trustee Rude - Yes
Trustee Klimek - Yes
President Steiner -- Yes

Motion passes. All in favor.

Atty. Bjelajac presents the proposed Amendment to Offer to Purchase which amends the agreement to sell the Taylor Home Complex to Evergreen Academy, Inc. Atty. Bjelajac explains that there were two versions of the amendment. The first version would transfer all personal property to Evergreen with a few exceptions and the second version would essentially transfer the kitchen equipment and kitchen personal property only and the Village would then retain all other personal property. The Amendment to be voted on is the second version where the Village would retain all personal property except for the kitchen equipment and kitchen personal property. Also included in the amendment are Exhibit A – Lease Agreement for the Village to lease back certain portions of the complex, Exhibit B – Restrictive Covenant to create a green space along the southerly 100 feet of the property, and Exhibit C – Assignment of Communications Tower Ground Lease Agreement. Atty. Bjelajac indicates the amendment was negotiated with Evergreen with the assistance of some of the trustees and that it protects the core governmental functions of the Village and the Board needs to decide, if as a matter of policy, it should approve the proposed amendment.

Trustee Haas moves to approve the second version of the proposed amendment that provides for only the kitchen equipment and kitchen personal property to be transferred to Evergreen, along with Exhibits A, B and C as presented. Trustee Clouthier seconded the motion. Roll Call Vote taken:

Trustee Wells - No
Trustee Haas - Yes
Trustee Bagg - Yes
Trustee Clouthier - Yes
Trustee Rude - No
Trustee Klimek - Yes
President Steiner -- No

Motion passes 4 to 3.

Trustee Rude departed the meeting to assist the Clerk with closing of the polls at 7:57 pm.

Motion to adjourn made by Trustee Klimek. Motion seconded by Trustee Bagg. Motion passes.

Meeting adjourned at 8:00 pm.

Respectfully submitted by:
Elaine Ekes, Pruitt, Ekes & Geary, S.C., Village
Attorney.