

Village of Gates Mills
MINUTES OF A REGULAR MEETING OF COUNCIL
March 18, 2025

A regular meeting of the Council of the Village of Gates Mills, Ohio was held at the Community House on Tuesday, March 18, 2025, at 5:30 p.m. with Mayor Siemborski presiding. The meeting was live-streamed to the internet.

1. Roll Call starts at 1:34

Councilmembers present: Atton, Broome, Press, Steinbrink, Turner.

Other Village officials present were Clerk DeCapite, Service Director Biggert, Police Chief Minichello, Fire Chief Majeski, and Law Director Hunt.

Councilmember Steinbrink moved to excuse Councilmember Deacon, and Councilmember Broome seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.

Nays: None

Motion carried.

Mayor Siemborski advised that Mr. John Onysko, who was recently appointed by Council to fill Councilmember Ed Welsh's seat, is on Zoom today. He could not make this first meeting given the short amount of time but is going to listen to the discussion.

2. Reflection on Councilmember Ed Welsh starts at 2:32

The Mayor spoke of Ed's passing on February 24th and his devotion over the 25 years he served on Council. Ed's chair was retired and gifted to his family - a longstanding tradition reminding us of pre-Covid times when Council sat at the large council table in the town hall to discuss issues and legislation without the use of microphones, Zoom, or live streaming.

3. Oath of Office New Councilmember starts at 5:48

The Mayor discussed the vacancy created by Ed's passing. The Charter of the village provides for Council to fill the seat in 30 days with very little guidance on how to do that. Council and the Mayor agreed to first inform villagers that Ed had passed away and the seat was vacant, and also to offer a short introduction session covering what it takes to be a Councilmember. Nine people attended that information session on Monday, March 10. Five individuals indicated an interest in being interviewed. Council and the Mayor agreed to prepare questions to distribute to candidates in advance for return prior to interviews on the morning of Thursday, March 13. Pursuant to the agreed plan, Council and the Mayor met Sunday, March 16 when deliberations were held in executive session as is permitted by law and lasted about an hour and a half. After that Council went back into normal session. There was a motion and a second and approval to appoint John Onysko to the open vacant seat. John accepted

the position on Monday. The oath of office will be administered when John returns sometime early next week.

4. Minutes of the Regular Council meeting of February 18, 2025 starts at 8:24

Councilmember Turner referred to the last paragraph on page 6 and provided wording for a clearer statement: "Councilmember Turner found Councilmember Atton's comments about the process at P & Z during the 781 River Road meeting to mean that he supported the outcome of that process. However, he implied that the "administration" at that time was not supporting the process. It should be noted that such a statement is unfair".

Councilmember Atton referred to page 5, last paragraph, line 3 and proposed modifying "we shouldn't get too caught up in what we believe" by adding "as current Councilmembers".

Councilmember Steinbrink questioned changing the content of the minutes based on what was meant or intended versus what was actually said, when the time stamp identifies where to go within the video for somebody wanting more detail. Discussion ensued.

At 15:40 Councilmember Atton proposed changing the word "stuff" to "matters" on page 8, last paragraph, line 7. Also "781 River Road" should be "781 Chagrin River Road" on page 5, last paragraph, line 5. Councilmember Turner disagrees with changing words when they are clear.

Councilmember Broome moved to approve the February 18, 2025 minutes as amended by Councilmembers Turner and Atton. Councilmember Press seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink.

Nays: Turner

Motion carried.

5. Minutes of the Special Council Meeting of February 10, 2025 starts at 17:30

This item will be on the April agenda.

6. Pay Ordinance # 1295 \$715,047.81 starts at 18:35

Councilmember Steinbrink moved to approve Pay Ordinance #1295. Councilmember Broome seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.

Nays: None

Motion carried.

7. Mayor's Report starts at 19:51

a. Committee Appointments

Per the document entitled Village Boards, Commissions and Committees, the Mayor is seeking approval of two appointments - 1) Katherine Goss, CEO and President of Lakeview Cemetery, to replace Ed Welsh as Chairperson of the Board of Cemetery Trustees, and 2) Doug Horner to replace Larry Frankel as Chairperson of the Service Committee, including oversight of the roads program and the waste/recycling contract. Larry Frankel retains his role as Chairperson of the Safety and Emergency Management Committee.

In addition, the Mayor sees six boards/commissions/committees that could be treated as ad hoc committees where we only need to staff people and a Chair if there's an issue. There are a few opportunities to merge a few committees into one, and three places where a committee could be dropped where it no longer needs to have a separate purpose. The Mayor asked Councilmembers for comments back and candidate suggestions for appointments still needed before the next meeting.

Councilmember Atton moved to approve the appointments of Katherine Goss and Doug Horner to chair the Board of Cemetery Trustees and the Service Committee, respectively. Councilmember Turner seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.

Nays: None

Motion carried.

b. Annual Report starts at 23:08

Mayor Siemborski presented the glossy Annual Report produced in house but for printing and mailing; most of the photography was done by staff or residents. Our achievements in 2024 needed to be documented within something more than the typical Mayor's annual review letter. Council and the Administration have taken the Comprehensive Plan work and used it as a guide, turned it into three strategic priorities - safety, environmental stewardship, and community engagement - and put those priorities into action. These three priorities and the accomplishments made are documented in the Annual Report. Extra copies and a pdf version are available.

8. Financial Report attached and, on the website, starts at 27:08

Mayor Siemborski reported we're expecting either \$240,000 or \$270,000 more, about 10%, in real estate taxes this year than last year due to the county reassessment. Councilmember Atton pointed out the real estate taxes on the front page are those that flow directly into the general fund. Two streams of real estate tax flow directly into special funds - Land Conservation and Police Pension Fund - so that reduces the number and the biggest increase is actually in the conservation fund.

Councilmember Press noted traffic camera revenue is down relative to our budget. He would have expected the number to be going the other way because we lowered the threshold. The Mayor indicated passes and people speeding are down. That may be seasonality. We need about two years of data before we can start relying on that as predictors.

9. Clerk's Report - None

10. Police Department Report attached and starts at 31:16

Police Chief Minichello read his report and added details. He announced the addition of part-time police officer Van Snider, currently a full-time officer with over 25 years of experience with the Mayfield Heights Police Dept. and a school resource officer at Lander Road Elementary for the past four years.

11. Service Department Report attached and starts at 35:17

Service Director Biggert advised the first major overhaul of the common areas since we finished the Mills Building was completed during Sarah's recent closure. The Service Dept. did the painting of the common area walls and bathrooms, and the carpet and tile flooring was subcontracted out - these items are our responsibility.

Councilmember Turner gave a shout out to John Pata for becoming a licensed CDL instructor and Nick Nemastil for passing the state CDL exam (Report Item #4).

Councilmember Atton asked what Phase 2 Stormwater mapping is (Report Item #5). The Service Director explained it is a requirement of the permit we hold with Ohio EPA allowing all of our stormwater to go into Lake Erie. We must show we know where all our stormwater structures are and how the system is working. If there are discharge problems down the line, we know how to look for it and where it could be coming from.

12. Fire Department Report attached and starts at 40:12

Fire Chief Majeski reported a recent seminar provided additional tactics to predict and deal with potential flash flooding in the future.

Councilmember Broome thanked firefighter Scott Magoch for 37 years of service.

13. **Resolution No. 2025-5 (Third Reading)** starts at 41:51

"A Resolution Authorizing the Mayor to Enter into a Service Agreement, an Indefeasible Right-to-Use Agreement, and a Grant of Right of First Refusal Agreement with Chagrin Valley GIG, LLC to Provide a Fiber Optic Broadband Communications Network in the Village of Gates Mills" was read by Mayor Siemborski. The preambles in the resolution summarize fairly well the evolution of this project since 2022. Councilmember Deacon has done a wonderful job, along with Michael Press as Council Representative, working with Chagrin Valley Gig. We used the volunteer time of two residents, Dennis Leazott and Rick Hymer, both knowledgeable in these kinds of areas. The documents were sent to John Onysko so he had a chance to familiarize himself. The Mayor wished to go around the table alphabetically to make sure everybody had a chance to comment.

At 44:04 Councilmember Atton stated he has seen a number of long term transactions driven by clear strategic benefits but undermined by overly optimistic pricing and lack of sustained long term overview from his experience at BP. His view of the proposed fiber arrangement with CVG is that it is based on a compelling strategy executing with a first class partner. However, he does not understand some of the

commercial aspects of the proposed agreements. The proposed prepayment of \$455,000 effectively provides, at no subsequent additional cost to the village, an upgradeable fiber service to the 11 village sites for 25 years and a roughly 8% average price discount on residential services for 7 years. This proposed prepayment would be paid to CVG when the service to be provided to the village sites is operational - possibly as early as this year. He does not understand the economic justification of the proposed prepayment which he thinks does insulate CVG from some of the residential subscription risk - something he expected the village to avoid. He does not understand how the prepayments are being secured against possible failure of CVG through the Indefeasible Right-to-Use Agreement. Section 4(d) of the Services Agreement is not sufficiently clear to endure 25 years of interpretation. Some illustrative quantitative examples of its application included in the binding documentation might be helpful for future village administration. His understanding was that CVG did not require any prepayment; it was an option made available to the village at the beginning of the process. Council might have been presented with a choice - either with or without prepayment. Finally, the village will need to conduct continuous oversight on CVG's current and future activities to ensure our residents are being served as promised in the proposed Services Agreement with CVG. That will be a 25-year project of oversight. In spite of his lack of understanding of some of the commercial terms, he is voting in favor of the resolution relying on our negotiating team having achieved their view of the best deal possible for Gates Mills.

At 47:26 Councilmember Broome said he has some hesitancy on the right-to-use and right of first refusal, but if it came to the point where the village really had a need for the OBT property, he supposes the village could buy our way out. Otherwise, he thinks they will be capable of doing the project. The big question he had concerned the need to increase faster than 1 gig upstream and downstream at some point. Their answer was that will occur - the system is capable of handling 10 gig. That's where their subscriber risk balances. If AT&T were to come in here and offer 3 gig, then CVGig would have to pony up to that or not. Fiber to the house underground is a great benefit. He is in favor.

At 49:47 Councilmember Press finds fiber optic is the way we want to go in the future. The agreement is directionally consistent with that. Councilmember Atton may be right - the agreement may not be perfect. However, CVG's offer is a lot better than whatever is in second or third place. So it's not a bad deal. Residents should understand we're not giving way for a monopoly. It's an option. Any resident can stay with their current server or sign up with new servers. Overall, although not perfect, it's a good thing.

At 50:56 Councilmember Steinbrink stated he is in support of this. This process started six years ago with the 2019 survey sent out to residents asking if they were happy with their internet service. We've done a lot of right things. Chagrin Valley Gig is relatively new, but we're a small rural village, and we don't have 5 or 6 different providers knocking down our door to offer this to residents. We're able to use a neighboring community as a free first look to see how things went and get some insight before moving forward. There aren't any obligations on residents. The village has security for 25 years along with the cell tower - if the power goes out and there is a large internet outage, we've got the cell tower as backup.

At 52:04 Councilmember Turner called this a huge step forward and an accomplishment. We have done our due diligence over time and come up with a wonderful solution. The comprehensive plan brought out the need for connectivity - business people sitting in their cars to do business because it was the best way they could connect was not a good look for the village. Bringing on a consultant who could go through an RFP and make this as objective as possible was a good move. The process has worked. Congratulations to Councilmember Deacon, the Mayor, and to all who have had a hand in bringing this to fruition.

Councilmember Press asked how many votes were needed for passage of the resolution. Law Director Hunt advised four votes.

At 53:44 Mayor Siemborski commented on the uptake risk mentioned by Councilmember Atton. Some would view that the village is the first body in eliminating some of the risk of who would be available. That's true, but we are not guaranteeing any uptake or any level of service by any resident. There's no penalty or requirement. Regarding capability to monitor, we know that. This is a utility, so there is monitoring done by others than us. But it is important for us, just as we do with our other utilities, to monitor and make sure our residents are getting fair service for their fair price.

The Mayor agreed we are fortunate to have second mover advantage behind Hunting Valley's first mover advantage. We checked again this morning, and they've had no problems in Hunting Valley on doing anything with burial delivery; all the lines currently in place have been buried; there is nothing hanging from any poles.

At 55:50 Mayor Siemborski detailed how an initial basic service price of \$115 was negotiated to \$84 for basic service plus the \$455,000 prepayment. We looked at what could we provide as a village as in kind services to drive the price down for our residents. We have the ability to let CVG hang their fiber under our bridges. That's something that they would otherwise have had to pay for, that's a value to them, and we used that as a cost reduction. We did the same thing with the OBT building and with several other services the village will be providing as CVG installs the fiber. The idea of prepayment of village service was attractive. The village will be paying less going forward for the next 25 years at a locked in price than we pay right now. Residents are locked in for 7 years. This was a good use of our balance sheet to get the price down for our residents. The goal was three things - buried service, access to every home and business in the village, and affordable prices. We have accomplished those.

Councilmember Atton moved to approve Resolution No. 2025-5 and Councilmember Press seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.

Nays: None

Motion carried.

Councilmember Press added he doesn't think any of us are smart enough to know what will be a good price in 25 years time. Most new technologies prices go down over time, not up.

14. **Ordinance No. 2025-10 (First Reading)** starts at 59:52

“An Ordinance Authorizing the Disposal by Sale of a Vehicle that is Unneeded for Village Purposes; and Declaring an Emergency” was read by the Mayor. It has been determined the Tesla vehicle should be replaced with an electric pickup truck, because the Tesla is not the best fit for police officers with equipment and gear, and the vehicle is needing more maintenance than when it was new. Selling the Tesla brings a higher price (\$29,800) than trading it in (\$24,000). The ordinance is in front of you today as an emergency because the price is only good until tomorrow.

Councilmember Broome moved that the rules requiring ordinances to be read on three different days be suspended and that Ordinance No. 2025-10 be placed on its final passage. Councilmember Steinbrink seconded the motion to suspend the rules.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

Councilmember Broome moved to approve Ordinance No. 2025-10 and Councilmember Turner seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

15. Resolution No. 2025-11 (First Reading) starts at 1:02:32

“A Resolution Authorizing the Mayor to Enter into a Professional Services Agreement with R. E. Warner and Associates, Inc. for Professional Engineering Services for a New Salt Dome” was read by Mayor Siemborski. Our current salt dome is in a perilous state and we will need a new one probably over the next 12 months. We had put into this year’s budget \$50,000 for initial assessment and design work - not for construction. The Service Director found a firm that can help us do that upfront work. The price came in higher than we were hoping at \$88,500 for two phases. We would only commit at this point to hire them for Phase One at \$6,500 which is the site preparation and three assessment drawings.

Service Director Biggert added Phase 1 is a study of how big the dome can be, the best location, and what the dome would look like. Other locations (Carpenter Road and Chagrin River Road at the old dump site) were discussed, but the rear yard seems to work best. Phase 2 covers preparing all the construction documents for bidding, helping us bid it, and then reviewing to determine our best option. We would then select a contractor out of those bidders to build the dome - hopefully not until next year as far as construction.

The Mayor indicated, although not critical, we did agree that we would get the design and funding pieces figured out in 2025.

Councilmember Turner moved that the rules requiring ordinances to be read on three different days be suspended and that Resolution No. 2025-11 be placed on its final passage. Councilmember Press seconded the motion to suspend the rules.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

Councilmember Broome moved to approve Resolution No. 2025-11 recognizing we will only engage at this point for Phase 1 but the agreement will be full. Councilmember Turner seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

16. **Resolution No. 2025-12 (First Reading)** starts at 1:08:18

“A Resolution Accepting a Bid and Awarding a Contract for the 2025 Road Program; and Declaring an Emergency” was read by the Mayor. This is the fourth year of our road program. We received six bids. Included in the roads bid are Hillcreek, Andrews, county road maintenance, local road maintenance, and concrete replacement on Colvin. The bids came back at roughly \$1,200,000. If you subtract out Colvin (\$205,000), which was a maybe from the start, that would bring the road program down to \$1,000,000. We have about \$850,000 in the budget, so we either work the number down with the contractor or find dollars elsewhere.

Service Director Biggert reminded all that we have been approved for reimbursement of half the material cost for county road maintenance. The Mayor suggested that fact plus Andrews and Hillcreek, because of their condition, could put at jeopardy some of our own local roads and how quickly we do those.

Councilmember Turner moved that the rules requiring ordinances to be read on three different days be suspended and that Resolution No. 2025-12 be placed on its final passage. Councilmember Atton seconded the motion to suspend the rules.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

Councilmember Steinbrink moved to approve Resolution No. 2025-12 and Councilmember Broome seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

17. **Resolution No. 2025-13 (First Reading)** starts at 1:13:45

“A Resolution Accepting a Bid and Awarding a Contract for the 2025 Guardrail Repair and Replacement Program; and Declaring an Emergency” was read by the Mayor. We had put \$100,000 in the budget for guardrail repair and replacement. With the sense being that the roads will cost us more than expected, the Village Engineer was asked to think about a number more like \$80,000 that we would award this year.

Service Director Biggert reported two bids were submitted - Cuyahoga Fence for \$134,700 and Lake Erie Construction for \$121,460. He is familiar with and comfortable with Lake Erie Construction as they have done our guardrails in the past. He recommends entering into a contract with Lake Erie and, similar to the roads program, start with the worst guardrails (the S curves on Chagrin River Road and Wilson Mills hill) and continue until we reach the \$80,000 number. Hopefully we can get some of Brigham done. Regarding timing, the sooner we can get Lake Erie locked in, the better it will be.

Councilmember Broome moved that the rules requiring ordinances to be read on three different days be suspended and that Resolution No. 2025-13 be placed on its final passage. Councilmember Steinbrink seconded the motion to suspend the rules.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

Councilmember Turner moved to approve Resolution No. 2025-13 and Councilmember Broome seconded the motion.

Ayes: Atton, Broome, Press, Steinbrink, Turner.
Nays: None
Motion carried.

18. Other Council Matters starts at 1:19:00

Mayor Siemborski received from Councilmember Atton earlier today potential items for the next agenda - the levy, timing of the levy, timing of the Conservancy levy vis-a-vis the economy and perhaps a contingency plan for some of our real estate, particularly the post office given the effects of Washington.

Councilmember Atton asked where are we on the discussions with the Hunt Club relating to the sewage integration project. The Mayor and Law Director indicated we will be ready in the next two weeks with a draft of a contract and a list of documents we would need from them in negotiation.

Councilmember Steinbrink asked if we would ever consider moving meetings back to Town Hall Council Chambers. Positive discussion ensued. What's on the agenda can impact where the meeting will be held. Next month's meeting will be held in Council Chambers since the Art Show will be at the Community House.

19. Business from the Audience - None


20. Adjourn

There being no further business, it was moved by Councilmember Broome, seconded by Councilmember Atton, and unanimously carried, that the council meeting be adjourned.

Respectfully submitted,


Beth DeCapite, Clerk

Approved:


Steven L. Siemborski, Mayor