

April 11, 2023 Approved Minutes

**Official Proceedings  
Pontiac City Council  
80<sup>th</sup> Session of the Eleventh Council**

**Call to order**

A Meeting of the City Council of Pontiac, Michigan was called to order at the City Hall Council Chambers, 47450 Woodward Ave Pontiac, MI 48342 on Tuesday, April 11, 2023 at 6:02 p.m. by Council President Mike McGuinness.

**Invocation** – Pastor Kathy Dessureau

**Pledge of Allegiance to the Flag of the United States**

**Moment of Silence**

**Roll Call**

**Members Present** – Mikal Goodman, Kathalee James, Mike McGuinness, Brett Nicholson, William Parker, Jr. and Melanie Rutherford

Mayor Greimel was present  
A quorum was announced.

**Excuse Councilmembers**

**Motion to excuse Council Pro-Tem William Carrington for personal reasons.** Moved by Councilperson Rutherford and second by Councilperson Parker.

Ayes: Goodman, James, McGuinness, Nicholson, Parker and Rutherford

No: None

**Motion Carried**

**Amendments to and Approval of the Agenda**

**Motion to approve the agenda.** Moved by Councilperson Rutherford and second by Councilperson Parker. Discussion.

**Motion to amend the agenda to add a resolution for Closed Session to discuss a letter for the City Attorney regarding the election petition filed with the Michigan Employment Relations Commission as permitted by MCL 15.268(c) and MCL 15.268(h).** Moved by Councilperson Rutherford and second by Councilperson Goodman.

Ayes: James, McGuinness, Nicholson, Parker, Rutherford and Goodman

No: None

**Motion Carried**

**Motion to amend the agenda and add on discussion #17 for Education Justice Meeting.** Moved by Councilperson Nicholson and second by Councilperson Rutherford.

Ayes: McGuinness, Nicholson, Parker, Rutherford, Goodman and James

No: None

**Motion Carried**

The vote was taken to approve the agenda as amended.

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Ayes: Goodman, James, McGuinness, Nicholson, Parker and Rutherford  
No: None  
**Motion Carried**

**Consent Agenda**

23-141 **Resolution to approve the consent agenda for April 11, 2023.** Moved by Councilperson Rutherford and second by Councilperson Nicholson.

Whereas, the City Council has reviewed the consent agenda for April 11, 2023.  
NOW, THEREFORE, BE IT RESOLVED that the City Council approves the consent agenda for April 11, 2023 including March 9, 2023 Finance and Personnel Subcommittee Meeting Minutes, March 27, 2023 Law and the Courts Subcommittee Meeting Minutes, April 3, 2023 Economic Development, housing and Planning Subcommittee Meeting Minutes and April 4, 2023 City Council Meeting Minutes.

Ayes: Nicholson, Parker, Rutherford, Goodman, James and McGuinness  
No: None  
**Resolution Passed**

**Subcommittee Reports**

1. Communications, Engagement & Operations
2. Economic Development, Housing & Planning
3. Facilities & Property
4. Finance & Personnel
5. Law & The Courts
6. Parks, recreation & Public Works

**Recognition of Elected Officials – None**

**Agenda Address**

1. Carlton Jones addressed item #14
2. James McQueen addressed add-on item #17 (Education Justice Meeting)

**Ordinance**

2408 **Zoning Map Ordinance Amendment with Conditions at 484 Auburn Road. (Second Reading)** Moved by Councilperson Rutherford and second by Councilperson Nicholson.

Ayes: Parker, Rutherford, Goodman, James, McGuinness and Nicholson  
No: None  
**Ordinance Adopted**

**\*\*Ordinance #2408 attached as Exhibit A after the minutes\*\***

Council Pro-Tem William Carrington arrived at 6:36 p.m.

**Resolutions**

Planning  
23-142 **Resolution to authorize the Mayor to execute the conditional rezoning agreement regarding 484 Auburn Avenue.** Moved by Councilperson Carrington and second by Councilperson Parker.

WHEREAS, before the City of Pontiac City Council for consideration is an Ordinance to amend the City

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of Pontiac Zoning Ordinance Map to conditionally rezone 484 Auburn Avenue; specifically to amend the Zoning Ordinance Map which list 484 Auburn Avenue as C-1 Local Business to C-3 Corridor Mixed Use District in accordance with the Conditional Rezoning Agreement.

WHEREAS, the City of Pontiac City Council finds it is in the best interest for the health, safety, and welfare, to reject the Planning Commission's Recommendation and approve the amendments to the Zoning Ordinance Map as presented.

NOW THEREFORE, BE IT RESOLVED by the Pontiac City Council that it hereby authorizes the Mayor to Execute the Conditional Rezoning Agreement regarding 484 Auburn Avenue.

Ayes: Rutherford, Carrington, Goodman, James, McGuinness, Nicholson and Parker

No: None

**Resolution Passed**

**\*\*Conditional Rezoning Agreement for 484 Auburn Avenue attached as Exhibit B after the minutes\*\***

City Council

23-143

**Resolution acknowledging Armenian Genocide Remembrance Day.** Moved by Councilperson Goodman and second by Councilperson Rutherford.

Whereas, 1.5 million men, women, and children of Armenian descent were victims of the genocide perpetrated by the Ottoman Empire in 1915, and thereafter; and,

Whereas, the killing of the Armenian people was accompanied by the systematic destruction of churches, schools, libraries, treasures of art, and cultural monuments in an attempt to eliminate all traces of the civilization with a history of more than three thousand years; and,

Whereas, there is great value in raising awareness about this dark chapter in the history of humanity, not only because it is an undeniable fact in world history, but also because learning more about this unconscionable tragedy will better help us understand the necessity of eliminating hatred; and,

Whereas, Pontiac has been home to Armenian residents and business owners for more than a century, including families that fled the genocide and relocated to America, settling in our Pontiac community; and,

Whereas, each year Armenians throughout the world honor those who perished from 1915 to 1923, with April 24th acknowledged as the Armenian Genocide Remembrance Day by many governmental bodies and municipalities; now,

Therefore, Be It Resolved, the Pontiac City Council hereby recognizes April 24, 2023 as Armenian Genocide Remembrance Day in the City of Pontiac; and further

Resolved, we pause to reflect on the brutality of this chapter in world history, and remember the lives lost during the Armenian Genocide; and further

Resolved, the City Council acknowledges, respects, and celebrates the integral role of the Armenian-American community in our economy, culture, and identity of the United States and our home of Pontiac, Michigan.

Ayes: Carrington, Goodman, James, McGuinness, Parker and Rutherford

No: None

**Resolution Passed**

Councilman Nicholson was absent during the vote

Department of Public Works (DPW)

23-144

**Resolution to approve the proposed budget amendment to establish budget appropriations in the amount of \$ 99,214 to account 285-485-977.007-ARPDPW Mowers, \$10,998 to account number 285-458-977.009-ARPDPW Trailers, and \$2,000 to account number 285-458-977.008-ARPDPW Special Equipment.** Moved by Councilperson James and second by Councilperson Goodman.

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WHEREAS, the City of Pontiac was awarded The City of Pontiac was allocated \$37.7 million from the State and Local Fiscal Recovery Fund (SLFRF) under the American Rescue Plan Act (ARPA), and;

WHEREAS, the funding provided under ARPA provides a unique opportunity for state and local governments to make strategic investments in long-lived assets, rebuild reserves to enhance financial stability, and cover temporary operating shortfalls until economic conditions and operations normalize in the wake of COVID-19, and;

WHEREAS, the City's Executive Administration worked to build a programming budget for the use of its \$37,700,000 in SLFRF funding that reflects the needs of the community, and;

WHEREAS, the Pontiac City Council unanimously approved the Executive Administration's ARPA Program Budget on November 10<sup>th</sup>, 2022, allocating \$1,000,000 to pedestrian enhancements and DPW Support; and,

WHEREAS, in an effort to put ARPA funds into action, and to mitigate the impacts of COVID-19 on Pontiac residents, the administration is proposing the purchase of 8 mowers, 2 trailers, and other special equipment to aid the Department of Public Works staff in blight removal and park maintenance; and,

WHEREAS, the following budget amendment reflects funding for the associated costs, and;

WHEREAS, the budget amendment will increase the budgeted appropriations in the amount of \$112,212, representing the purchase of the aforementioned equipment.

NOW THEREFORE, be it resolved that the City Council hereby approves the proposed budget amendment to establish budget appropriations in the amount of \$ 99,214 to account 285-485-977.007-ARPDW Mowers, \$10,998 to account number 285-458-977.009-ARPDW Trailers, and \$2,000 to account number 285-458-977.008-ARPDW Special Equipment.

Ayes: Goodman, James, McGuinness, Nicholson, Parker, Rutherford and Carrington

No: None

**Resolution Passed**

Finance

**Resolution to approve the proposed budget amendment for Budget Year 2022-2023. Increase the appropriation in the following GL accounts: 249-371-702.000 – Salaries & Wages - \$19,140, 249-371-715.000 – FICA City Contribution - \$1,465 249-371-716.000 – Medical Insurance - \$3,000 249-371-718.500 – MERS Employer Contribution - \$975. Moved by Councilperson Rutherford and second by Councilperson Nicholson. Discussion.**

**Motion to amend Resolution to approve the proposed budget amendment for Budget Year 2022-2023. Increase the appropriation in the following GL accounts: 249-371-702.000 – Salaries & Wages -\$19,140, 249-371-715.000 – FICA City Contribution - \$1,465 249-371-716.000 – Medical Insurance - \$3,000 249-371-718.500 – MERS Employer Contribution - \$975. Moved by Councilperson Parker and second by Councilperson Rutherford.**

The appropriation for GL Account number 249-371-702.000 – Salaries & wagers – shall be increased by \$119,140 \$19,140.

Ayes: McGuinness, Nicholson, Parker, Rutherford, Carrington, Goodman and James

No: None

**Motion Carried**

23-145 **Amended Resolution to approve the proposed budget amendment for Budget Year 2022-2023. Increase the appropriation in the following GL accounts: 249-371-702.000 – Salaries & Wages -\$19,140, 249-371-715.000 – FICA City Contribution - \$1,465 249-371-716.000 – Medical**

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**Insurance - \$3,000 249-371-718.500 – MERS Employer Contribution - \$975.** Moved by Councilperson Rutherford and second by Councilperson Nicholson.

WHEREAS, the Building Inspection Division is in urgent need of an Inspector to work in the ARPA Housing Rehabilitation Program.; and

WHEREAS, the Building Inspector is proposed to be paid at an annual salary of \$76,550:

WHEREAS, the Building Division require additional funding for the period from April through June in the current fiscal year to pay for this essential service; and

NOW, THEREFORE, BE IT RESOLVED that the budget of the City of Pontiac, Michigan for the fiscal year ending June 30, 2023, is hereby amended as follows for the Building Division:

The appropriation for GL Account number 249-371-702.000 – Salaries & Wages - shall be increased by \$19,140.

The appropriation for GL Account number 249-371-715.000 – FICA City Contribution - shall be increased by \$1,465.

The appropriation for GL account number 249-371-716.000 – Medical Insurance - shall be increased by \$3,000.

The appropriation for GL account number 249-371-718.500 – MERS Employer Contribution - shall be increased by \$975.

BE IT FURTHER RESOLVED that the total increase in appropriation for these four (4) items for the Building Division shall be \$24,580.

Ayes: James, McGuinness, Nicholson, Parker, Rutherford, Carrington and Goodman

No: None

**Resolution Passed**

Grants

23-146

**Resolution to authorize application for Environmental Justice Government-to-Government (EJG2G) program through EPA.** Moved by Councilperson Carrington and second by Councilperson Rutherford.

WHEREAS, the City of Pontiac desires to submit an application to the Environmental Justice Government-to-Government Grant Program through the U.S. Environmental Protection Agency Office of Environmental Justice and External Civil Rights; and,

WHEREAS, the grant program requires that the City of Pontiac certify compliance with all Grant Program requirements; and,

WHEREAS, The City of Pontiac will submit an application to the EJG2G program to fund blight remediation and prevention work related to public dumping; and,

WHEREAS, the grant program does not require matching funds.

THEREFORE, BE IT RESOLVED that the Pontiac City Council hereby authorizes participation in the Environmental Justice Government-to-Government Grant Program through the U.S. Environmental Protection Agency Office of Environmental Justice and External Civil Rights.

Ayes: Nicholson, Parker, Rutherford, Carrington, Goodman, James and McGuinness

No: None

**Resolution Passed**

Purchasing

23-147

**Resolution approving Abatement Services Contractors for the Home Repair Program.** Moved by Councilperson Rutherford and second by Councilperson Parker.

WHEREAS, The Purchasing Division has completed its due diligence by requesting a contract in accordance with the City's municipal code, Division II. Purchasing, Section 2-519;

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WHEREAS, the Purchasing Manager is requesting to establish a three-year agreement with contractors, which covers the same period of The Home Repair Program;

NOW, THEREFORE, The Pontiac City Council approves the bid award and that the mayor executes a three-year agreement, with options to renew, with Metropolitan Environmental, LLC, CTI Contractor Services, LLC, and Lake Star Construction Services, Inc.

Ayes: Parker, Rutherford, Carrington, Goodman, James, McGuinness and Nicholson

No: None

**Resolution Passed**

**Public Comment**

1. Carlton Jones
2. Beatrice Wright
3. Claude Vinegar
4. Renee Beckley

**Discussions**

Speed Humps Implementation in our Neighborhoods  
Affordable Housing Needs in the Community  
Education Justice Meeting (**Agenda Add-on**)

**Closed Session**

23-148 **Resolution to enter into closed session at 8:19 p.m. (Agenda add-on)** Moved by Councilperson Goodman and second by Councilperson Nicholson.

NOW, THEREFORE BE IT RESOLVED, the City Council goes into Closed Session to discuss a letter for the City Attorney regarding the election petition filed with the Michigan Employment Relations Commission, as permitted by MCL 15.268(c) and MCL 15.268(h)."

Ayes: Carrington, Goodman, James, McGuinness, Nicholson, Parker and Rutherford

No: None

**Resolution Passed**

**Motion to come out of Closed Session at 8:53 p.m.** Moved by Councilperson Carrington and second by Councilperson Nicholson.

Ayes: Carrington, Goodman, James, McGuinness, Nicholson and Parker

No: None

**Motion Carried**

Councilwoman Rutherford was absent during the vote

**Communications**

City Council and Mayor's Office

**Mayor, Clerk and Council Closing Comments**

Councilman Brett Nicholson gave first closing comments then left the meeting, Mayor Greimel, Councilwoman Melanie Rutherford, Councilman Mikal Goodman, Councilwoman Kathalee James, Councilman William Parker Jr., Council President Pro-Tem William Carrington and Council President Mike McGuinness made closing comments.

**Adjournment**

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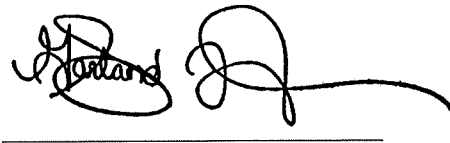
**Motion to adjourn the meeting.** Moved by Councilperson Parker and second by Councilperson Rutherford.

Ayes: Goodman, James, McGuinness, Parker, Rutherford and Carrington

No: None

**Motion Carried**

Council President Mike McGuinness adjourn the meeting at 9:10 p.m.

A handwritten signature in black ink, appearing to read "Garland S. Doyle", with a long horizontal flourish extending to the right.

---

Garland S. Doyle  
City Clerk

STATE OF MICHIGAN  
COUNTY OF OAKLAND  
CITY OF PONTIAC

ORDINANCE NO. 2408

ZONING ORDINANCE MAP AMENDMENT

AN ORDINANCE TO AMEND APPENDIX B OF THE MUNICIPAL CODE OF THE CITY OF PONTIAC, AMENDING ARTICLE 2, SECTION 2.103—ZONING MAP, TO CHANGE THE ZONING CLASSIFICATIONS FOR SPECIFIC PARCELS ON THE SOUTH SIDE OF AUBURN BETWEEN WOODWARD AND MARTIN LUTHER KING, SUBJECT TO THE AGREED UPON CONDITIONS.

THE CITY OF PONTIAC ORDAINS:

**Section 1. Amendments.**

That the Zoning Map of the City of Pontiac, said map being incorporated by reference in the Zoning Ordinance for the City of Pontiac pursuant to Article 2 therefor, be and the same is hereby amended, changed, and altered so that hereafter the zoning classifications for the below legal description, commonly referred to as 484 Auburn, Parcel ID: 14-33-205-021/22, from C-1 Local Business to C-3 Corridor Commercial with CR Conditional Rezoning, this Amendment is subject to the Conditions as described in Section 3.

**Provided Legal Description:**

T3N, R10E, SEC 33 OSMUN GARDENS NO. 2 LOTS 4 TO 8 INCL

**Section 2. Conditions.**

Said amendment is conditioned as provided in the voluntarily agreed Conditional Rezoning Agreement entered into between the City of Pontiac and 484 Auburn, LLC, which include:

- a) No heavy machinery will be utilized on the premises; and
- b) The property will not utilize any outside storage except for dumpsters.



If the conditions as described above, and any other conditions as provided in the Conditional Rezoning Agreement, are not adhered to, the property in this Amendment will revert back to C-1 Local Business.

**Section 3. Repealer and Severability.**

All other parts and provisions of the Zoning Ordinance shall remain in effect, amended only as provided above. If any section, clause or provision of this Ordinance shall be declared to be unconstitutional, void, illegal or ineffective by any Court of competent jurisdiction, such section, clause or provision declared to be unconstitutional, void or illegal shall thereby cease to be a part of this Ordinance, but the remainder of this Ordinance shall stand and be in full force and effect.

**Section 4. Effective Date**

The foregoing amendment to the City of Pontiac Zoning Map was approved and adopted by the City Council on \_\_\_\_\_, 2023, after a public hearing as required pursuant to the Michigan Act 110 of 2006, as amended. The Ordinance shall be effective on \_\_\_\_\_, 2023, which date is the eighth day after publication of a Notice of Adoption and Posting of the Zoning Map Amendment in a publication in a newspaper of general circulation in the zoning district as required by Section 401 of Act 110 of 2006, as amended. However, this effective date shall be extended as necessary to comply with the requirements of Section 402 of Act 110, as amended.

**ORDINANCE DECLARED ADOPTED.**

**CITY OF PONTIAC  
CONDITIONAL REZONING AGREEMENT**

This Conditional Rezoning Agreement (the “**Agreement**”) is made this \_\_\_\_ day of \_\_\_\_\_, 2023, by and between THE CITY OF PONTIAC, with its offices located at 47450 Woodward Ave., Pontiac, MI 48342 (the “**City**”), and 484 Auburn, LLC (“**484 Auburn**”) with its principal office located at 4301 Orchard Lake Rd., Ste. 180-225, West Bloomfield, MI 48323.

**THE PARTIES RECITE THAT:**

**WHEREAS**, the 484 Auburn owns certain parcels of real property located within the City of Pontiac, which is commonly described as follows:

484 Auburn Ave., Pontiac, MI 48342

**WHEREAS**, 484 Auburn seeks re-zoning of the property described in **Exhibit A**. The Property is currently zoned as Local Business (C-1) and 484 Auburn is requesting that the property be rezoned to Corridor Mixed Use District (C-3).

**WHEREAS**, under and pursuant to Section 405 of the Michigan Zoning Enabling Act, 2008 PA 110, as amended (codified at MCL §125.3405 *et seq*), certain conditions voluntarily offered by the owner of land, including an agreement between the City and the 484 Auburn, may become a condition of rezoning of the Property; and

**WHEREAS**, the 484 Auburn submitted the Application for Conditional Rezoning, which was supplemented by the Offer of Conditions on March 15, 2023 all attached as **Exhibit B** (collectively “**Application**”), voluntarily offering, in writing, certain conditions to rezone the Property as set forth above, subject to the conditions of this Agreement; and

WHEREAS, the City Planning Commission on [REDACTED] held a Public Hearing on the request for Conditional Rezoning and proposed amendment to the City's Zoning Map Ordinance; and

WHEREAS, the City Council on [REDACTED], voted to approve the request for Conditional Rezoning and adopted Ordinance No. [add Ordinance number] to amend the City's Zoning Map Ordinance based upon the conditions set forth in this Agreement and the attached Exhibits;

NOW, THEREFORE, in consideration of the foregoing and the mutual promises hereinafter set forth, the City and the 484 Auburn agree as follows:

1. **CONDITIONAL REZONING, PROJECT DEVELOPMENT, AND CONDITIONS AND EXCEPTIONS TO USE OF PROPERTY**

A. **Conditional Rezoning.** Consistent with MCL §125.3405, the Property has been conditionally rezoned from the classification(s) Local Business (C-1) to Corridor Mixed Use District (C-3) as set forth above, with conditions as approved by the City Council based upon the 484 Auburn's Offer of Conditions, subject to and in accordance with this Agreement, unless this Agreement is amended by mutual agreement of the City and 484 Auburn, following public hearing, or unless the 484 Auburn determines to use the Property in accordance with the zoning applicable to the Property under and in accordance with the termination provisions set forth herein. 484 Auburn and future owners of the Property shall not develop and use the Property in a manner inconsistent with this Agreement.

B. **Project Definition.** The Project shall be based on the 484 Auburn's Site Plan Approval Application Submittal Package that is to be submitted subsequent to the approval and execution of this Agreement and is a condition of this Agreement as more fully set forth in Section C below. Except as modified herein or pursuant to any variances or deviations approved by the City, the Property shall remain subject to all other zoning and use district regulations of the City Zoning Ordinance, for property zoned Corridor Mixed Use (C-3) above, as limited by 484 Auburn's Offer of Conditions, and shall remain subject to all other requirements of the City's building, zoning, and other land use regulations.

C. **Offered Conditions.** The 484 Auburn has voluntarily offered the following condition in consideration for the City's granting of the rezoning:

- i. 484 Auburn, its respective successors, assigns, and transferees, shall not utilize any heavy machinery on the premises; and

- ii. 484 Auburn, its respective successors, assigns, and transferees, shall not utilize any outside storage except for dumpsters.

D. **Acknowledgement.** 484 Auburn hereby acknowledges that the rezoning with conditions was proposed by the 484 Auburn to induce the City to grant the rezoning, and that the City relied upon such proposal and would not have granted the rezoning but for the terms spelled out in the conditional rezoning agreement; and, 484 Auburn further agrees and acknowledges that the conditions and conditional rezoning agreement are authorized by all applicable state and federal law and constitution, and that the Agreement is valid and was entered into on a voluntary basis, and represents a permissible exercise of authority by the City. 484 Auburn further represents and warrants that it agrees to all of the following:

- i. That the property in question shall not be developed or used in a manner inconsistent with this conditional rezoning agreement.
- ii. That each of the requirements and conditions set forth in this Agreement represents a necessary and reasonable measure which, when considered with all other conditions and requirements, is roughly proportional to the increased impact created by the use represented in the approved rezoning with conditions, taking into consideration the changed zoning district classification and the specific use authorization granted.
- iii. Nothing in this Agreement shall be construed as replacing the requirement for 484 Auburn to obtain preliminary and final Site Plan, subdivision, condominium, or special land use review and approval, as applicable.
- iv. That, in the event that 484 Auburn fails to adhere to the conditions above, the property in this Agreement will revert back to Local Business (C-1) .

2. **PERIOD OF APPROVAL.** Unless extended by the City Council for good cause, the rezoning with conditions shall expire following a period of two (2) years from the effective date of the rezoning unless bona fide development of the property pursuant to approved building and other permits required by the City commences within the two (2) year period and proceeds diligently and in good faith as required by ordinance to completion.

A. **Expiration.** In the event bona fide development has not commenced within two (2) years from the effective date of the rezoning, the rezoning with conditions and the conditional rezoning agreement shall be void and of no effect. 484 Auburn may apply for a one (1) year extension one (1) time. The request must be submitted to the City Clerk before the two (2) year time limit expires. 484 Auburn must show good cause as to why the extension should be granted.

B. **Effect of Expiration.** If the rezoning with conditions becomes void in the manner provided in this section, no development shall be undertaken or permits for development issued until a new zoning district classification of the property has been established. Either or both of the following actions may be taken:

- i. 484 Auburn may seek a new rezoning of the property and the City may approve same; and/or
- ii. Pursuant to MCL 125.3405, the land shall revert to its former zoning classification following the process for approval of a rezoning with conditions.

C. **Extension.** If an extension of approval is granted by the City Council, a new conditional rezoning agreement with the new expiration date shall be recorded.

3. **RECORDATION.** This Rezoning shall become effective following publication in the manner provided by law and recording of the conditional rezoning agreement with the County Register of Deeds.

4. **DEFAULT.** If development and/or actions are undertaken on or with respect to the property in violation of the conditional rezoning agreement, such development and/or actions shall constitute a nuisance per se. In such case, the City may issue a stop work order relative to the property and seek any other lawful remedies. Until curative action is taken to bring the property into compliance with the conditional rezoning agreement, the City may withhold, or, following notice and an opportunity to be heard, revoke permits and certificates in addition to or in lieu of such other lawful action to achieve compliance. In the event that the 484 Auburn defaults on the condition(s) of this Agreement, then, the City may, at its option and within its sole discretion, terminate this Agreement. In the event that this Agreement is terminated by then, by written notice given by the City to the 484 Auburn within three (3) months following such failure by the 484 Auburn, the City may, at its option and within its sole discretion, declare the Property to revert back to its previous Zoning District(s) and terminate the approval of any Site Plan for the Project.

5. **ENTIRE AGREEMENT.** This Agreement, the exhibits attached hereto, if any, and the instruments which are to be executed in accordance with the requirements hereof set forth all the covenants, agreements, stipulations, promises, conditions, and understandings between the City and the 484 Auburn concerning the Project as of the date hereof, and there are no covenants, agreements, stipulations, promises, conditions or understandings, either oral or written, between them other than as set forth herein.

6. **RELATIONSHIP OF THE PARTIES.** The relationship of the City and the 484 Auburn shall be defined solely by the expressed terms of this Agreement, including the implementing documents described or contemplated herein, and neither the cooperation of the parties hereunder nor anything expressly or implicitly contained herein shall be deemed or construed to create a partnership, limited or general, or joint venture between the City and the 484 Auburn, nor shall any party or their agent be deemed to be the agent or employee of any other party to this Agreement.

7. **MODIFICATION.** This Agreement can be modified or amended only by a written instrument expressly referring hereto and executed by the City and the 484 Auburn.

8. **MICHIGAN LAW TO CONTROL.** This Agreement and the rights and obligations of the parties hereunder shall be construed in accordance with Michigan law.

9. **DUE AUTHORIZATION.** The City and the 484 Auburn each warrant and represent to the other that this Agreement and the terms and conditions thereof have been duly authorized and approved by, in the case of the City, its City Board and all other governmental agencies whose approval may be required as a precondition to the effectiveness hereof, and as to the 484 Auburn, by the members thereof, and that the persons who have executed this Agreement below have been duly authorized to do so. The parties hereto agree to provide such opinions of counsel as to the due authorization and binding effect of this Agreement and the collateral documents contemplated hereby as the other party shall reasonably request.

10. **SUCCESSORS AND ASSIGNS.** The approval of the terms, provisions, and conditions of this Agreement are for the benefit of the Property and shall run with the Property and shall bind and inure to the benefit of the parties to this Agreement and their respective successors, assigns, and transferees.

11. **NO PERSONAL LIABILITY.** The obligations hereunder of the City and the 484 Auburn shall constitute solely the obligations of the respective entities to be satisfied solely from their respective assets, and no officer, Board member, agent, employee or partner of any of said entities shall have any personal obligation, responsibility or liability for the performance of the terms of this Agreement.

**IN WITNESS WHEREOF,** the parties hereto have executed this Agreement on the date first set forth above.

**[SIGNATURES COMMENCE ON NEXT PAGE]**



**WITNESSED:**

\_\_\_\_\_

**SIGNED:**

CITY OF PONTIAC

\_\_\_\_\_

By: Tim Greimel  
Its: Mayor

**WITNESSED:**

\_\_\_\_\_

**SIGNED:**

484 AUBURN MI

\_\_\_\_\_

By:  
Its:

Approved as to Form:

\_\_\_\_\_

By: \_\_\_\_\_  
Its: \_\_\_\_\_