



Holland SmartZone Local Development Authority
Board of Directors Meeting
Wednesday, December 19 @ 12:00 PM
Training Room, Holland City Hall 270 S River Ave. Holland

Members:	Peter Beukema, Marcia Bishop, Brian Burch, Vince Bush, Frank Garcia, Craig Hall, Ann Harten, Paul Hunt, Jill Miller, Mat Nguyen, Randall Schipper, Tim Vagle
Ex-Officio Members:	Steve Bulthuis, Fred Molnar, Paul Sachs, Scott Spoelhof, Keith VanBeek
Lakeshore Advantage Staff:	Angela Huesman, Amanda Chocko, Kelsey Sivertson
Copies To:	Holland Charter Township, Township Clerk, Ottawa County Clerk

Agenda

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| 1. | Call to Order | Craig Hall |
| 2. | Public Comments | Craig Hall |
| 3. | Approval of Minutes | Craig Hall |
| 4. | Financial Update | Tim Vagle |
| 5. | Review & Approval of Amendment to Articles | Craig Hall |
| 6. | Project Process Update | Craig Hall |
| 7. | Executive Director's Report | Amanda Chocko |
| 8. | Updated Board Terms | Angela Huesman |
| 9. | 2019 Board Meeting Calendar | Angela Huesman |
| 10, | Adjournment | Craig Hall |

Next Meeting: Wednesday, March 27, 2019 @ 12:00 PM
Holland City Hall/ 270 S River Ave.



**Holland Satellite SmartZone Local Development Authority (LDFA)
Board of Directors Meeting
Holland City Hall
Minutes of June 27, 2018**

Members Present: Brian Burch, Vince Bush, Frank Garcia, Craig Hall, Ann Harten, Jill Miller, Randall Schipper, Tim Vagle

Ex-Officio Members Present: Steve Bulthuis, Paul Sachs, Scott Spoelhof, Keith Van Beek

Absent: Peter Beukema, Marcia Bishop, Paul Hunt, Fred Molna, Mat Nguyen

Lakeshore Advantage Staff: Angela Huesman, Brooke Corbin, Kelsey Sivertson, Emma Martens

Copies to: City of Holland Clerk, Holland Township Clerk, Ottawa County Clerk

1. Call to Order

A quorum being present the meeting was called to order at 12:05 pm.

2. Public Comment

Craig Hall asked if there were any public comments at this time. There being none, he moved to the first order of business.

3. Approval of Minutes

Motion made by Jill Miller to approve minutes from LDFA Board meeting held March 8, 2017. Support by Ann Harten. Unanimously approved

4. Next Gen Startup Scholarship Recap

Matt Gira presented on the success of the trip to the Next Gen Conference in New York City. He specifically touched on the value of serendipity for entrepreneurs. Craig Hall agreed with Matt's sentiments on serendipity.

5. Executive Director's Report & Project Pipeline

Brooke Corbin shared with the Board the up to date metrics including dollars leveraged through state and SmartZone programs, number of attendees at SmartZone events and number of entrepreneurs supported. Brooke also shared stories of local entrepreneurs' successes and opportunities. Craig suggested we become intentional about celebrating these entrepreneurs publicly, to which Angela responded in agreement and listed all the

social media platforms with which Brooke and Lakeshore Advantage publicize these success stories. Angela then suggested that Brooke do a success metrics breakdown at meetings from here on out.

6. Contract for Services Discussion Review & Approval

Motion made by Ann Harten to approve Contract for Services Approval. Support by Randy Schipper. Unanimously approved

7. Financial Update

Tim Vagle gave a financial update noting some changes to the SmartZone Budget.

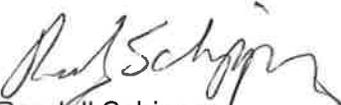
8. 2018-2019 Budget Review & Approval

Motion made by Randall Schipper to approve SmartZone Budget Review. Support by Ann Harten. Unanimously approved

9. Adjournment

Motion to adjourn the meeting at 1:05 pm was made by Tim Vagle. Supported by Vince Bush. Unanimously approved.

Respectfully submitted,



Randall Schipper
LDFA Secretary

Minutes submitted by Brooke Corbin
HSZ LDFA Board Minutes 6/27/18



Budget Performance Report

Fiscal Year to Date 12/07/18

Exclude Rollup Account

Account	Account Description	Adopted Budget	Budget Amendments	Amended Budget	Current Month Transactions	YTD Encumbrances	YTD Transactions	Budget - YTD Transactions	% Used/ Rec'd	Prior Year Total
Fund Y01 - Smartzone Fund										
REVENUE										
Department 000 - General Revenues										
450582.C	Contributions from Other Govts From City of Holland	128,900.00	.00	128,900.00	.00	.00	120,315.14	8,584.86	93	71,386.68
450582.H	Contributions from Other Govts Holland Township	29,500.00	.00	29,500.00	.00	.00	23,772.75	5,727.25	81	9,867.66
480665.0	Investment Income General	800.00	.00	800.00	.00	.00	617.86	182.14	77	966.97
480665.X	Investment Income Market Adjustment	.00	.00	.00	.00	.00	.00	.00	+++	(133.54)
Department 000 - General Revenues Totals		\$159,200.00	\$0.00	\$159,200.00	\$0.00	\$0.00	\$144,705.75	\$14,494.25	91%	\$82,087.77
REVENUE TOTALS		\$159,200.00	\$0.00	\$159,200.00	\$0.00	\$0.00	\$144,705.75	\$14,494.25	91%	\$82,087.77
EXPENSE										
Department 240 - Smartzone										
722804.0	Contractual-Legal General	1,000.00	.00	1,000.00	.00	.00	.00	1,000.00	0	42.00
722805.1	Contractual-Finance Independent Audit	750.00	.00	750.00	.00	.00	.00	750.00	0	750.00
722805.3	Contractual-Finance Accounting & Budget	3,000.00	.00	3,000.00	.00	.00	1,500.00	1,500.00	50	.00
722807.C	Contractual-Architect/Engineer Infrastructure Development -City	33,350.00	.00	33,350.00	.00	.00	.00	33,350.00	0	.00
722807.H	Contractual-Architect/Engineer Infrastructure Development -HCT	7,620.00	.00	7,620.00	.00	.00	.00	7,620.00	0	.00
722809.61	Contractual-Misc Management Services	40,000.00	.00	40,000.00	.00	.00	20,000.00	20,000.00	50	.00
722809.69	Contractual-Misc Entrepreneurial Programming	30,000.00	.00	30,000.00	.00	.00	.00	30,000.00	0	.00
722809.LA	Contractual-Misc Lakeshore Advantage Services	25,000.00	.00	25,000.00	.00	.00	12,500.00	12,500.00	50	17,000.00
722809.DDA	Contractual-Misc DDA Services	3,180.00	.00	3,180.00	.00	.00	.00	3,180.00	0	.00
723910.L	Commercial Insurance Premiums Liability Insurance	1,700.00	.00	1,700.00	.00	.00	.00	1,700.00	0	1,695.00
723955.0	Misc. General	.00	.00	.00	.00	.00	.00	.00	+++	3,400.00
723955.M	Misc. Misc Marketing Events	13,600.00	.00	13,600.00	.00	.00	10,163.56	3,436.44	75	7,696.44
Department 240 - Smartzone Totals		\$159,200.00	\$0.00	\$159,200.00	\$0.00	\$0.00	\$44,163.56	\$115,036.44	28%	\$30,583.44
EXPENSE TOTALS		\$159,200.00	\$0.00	\$159,200.00	\$0.00	\$0.00	\$44,163.56	\$115,036.44	28%	\$30,583.44
Fund Y01 - Smartzone Fund Totals										
REVENUE TOTALS		159,200.00	.00	159,200.00	.00	.00	144,705.75	14,494.25	91%	82,087.77
EXPENSE TOTALS		159,200.00	.00	159,200.00	.00	.00	44,163.56	115,036.44	28%	30,583.44
Fund Y01 - Smartzone Fund Totals		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$100,542.19	(\$100,542.19)		\$51,504.33
Grand Totals										
REVENUE TOTALS		159,200.00	.00	159,200.00	.00	.00	144,705.75	14,494.25	91%	82,087.77
EXPENSE TOTALS		159,200.00	.00	159,200.00	.00	.00	44,163.56	115,036.44	28%	30,583.44
Grand Totals		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$100,542.19	(\$100,542.19)		\$51,504.33

CITY OF HOLLAND, MICHIGAN

Balance Sheet

SmartZone Component Unit
June 30, 2018

Assets

Current assets:

Cash and pooled investments	\$ 70,466
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Fund balance

Unassigned	\$ 70,466
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CITY OF HOLLAND, MICHIGAN

Statement of Revenues, Expenditures and Changes in Fund Balance

SmartZone Component Unit
 For the Year Ended June 30, 2018

Revenues	
Contributions	\$ 81,255
Investment earnings	833
	<hr/>
Total revenues	82,088
Expenditures	
Current:	
Economic development	30,584
	<hr/>
Net changes in fund balance	51,504
Fund balance, beginning of year	18,962
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Fund balance, end of year	<u><u>\$ 70,466</u></u>

CITY OF HOLLAND, MICHIGAN

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HOLLAND
SMARTZONE LOCAL DEVELOPMENT FINANCE AUTHORITY

RULES OF PROCEDURE

Article I
Governing Body of Authority

Section 1. Governing Body. The authority shall be under the supervision and control of the Board pursuant to the Local Development Financing Act, Act 281 of the Public Acts of Michigan of 1986, as amended specifically by Act 248 of the Public Acts of Michigan of 2000 (the "Act").

Article II
Board

Section 1. Composition of Board. The Board of the authority shall consist of 12 members and six ex-officio members. Four members shall be appointed by the City of Holland Mayor and approved by the Holland City Council. Three members shall be appointed by the Holland Charter Township Supervisor and approved by the Holland Charter Township Board. One member shall be appointed by the Ottawa County Board of Commissioners. Two members each shall be appointed by the Superintendent of Holland Public Schools and Superintendent of West Ottawa Schools. The ex-officio members shall be designated by the City of Holland Manager, Holland Township Supervisor, Ottawa County, Michigan Economic Development Corporation, Holland/Zeeland Community Foundation and Holland Downtown Development Authority, and shall serve so long as the organizations determine, shall not have a vote and shall not count towards a quorum.

Section 2. Term of Office. The members of the Board shall be appointed for a term of four years except the members first appointed. The City of Holland members shall serve a one, two, three and four years term in the first appointments. The Holland Charter Township members will serve a term of one, two and four year term in the first appointments. The initial Ottawa County Commission member should be appointed to a three-year term. The initial Holland Public Schools members should be appointed to a two and three-year term. The initial West Ottawa Schools members should be appointed to a one and four year term. A member whose term has expired shall continue to hold office until the member's successor is appointed. Board members will be limited to a two-term limit.

Section 3. Effective Date of Appointment. The term of office of Board members shall begin on January 1, except for those members first appointed, whose terms shall commence on the effective date of appointment and expire the stated number of years after January 1, 2015.

Section 4. Filling of Vacancies. If a vacancy is created due to the death, resignation or removal of a Board member, a successor shall be appointed in the same manner as the original appointment to serve for the remainder of the term vacated.

Section 5. Removal of Board Member. (i.) Subject to proper notice and an opportunity to be heard, a Board member may be removed from office before the expiration of his or her term for neglect of duty including nonattendance at meetings, misconduct, malfeasance or for any other good cause by a majority vote of the elected body of the governmental jurisdiction that appointed the member.

Section 6. Compensation of Board Members. Board members shall serve without compensation, but shall be reimbursed for actual and necessary expenses, as approved by the Board.

Section 7. Disclosure of Interest. A Board member who has a direct interest in any matter before the authority shall disclose his or her interest prior to the authority taking any action with respect to the matter. Such disclosure shall become a part of the record of the authority's official proceedings. Any Board member making such disclosure shall refrain from participating in the authority's decision-making process relative to such matter and must leave the meeting while the issue is being discussed. All Board Members are required to sign a conflict of interest form prior to Oath of Office to disclose any conflicts.

Section 8. Oath of Office. Before assuming the duties of office, a Board member shall qualify by taking and subscribing to the constitutional oath of office.

Article III Power of Board

Section 1. Board Powers. The Board may:

- (a) Study and analyze unemployment, underemployment, recruitment, retention and joblessness and the impact of growth upon the authority district;
- (b) plan and propose the construction, renovation, repair, remodeling, rehabilitation, restoration, preservation or reconstruction of public facilities in express approval with the city and/or township in which the facility will or might reside;
- (c) develop long-range plans to promote growth within the authority district and take the necessary steps to implement the plans to the fullest extent possible including receiving the designation of the Authority District as a certified technology park in order to create jobs and promote economic growth;
- (d) implement any plan of development necessary to achieve the purposes of the Act in accordance with the authority granted by said Act;

(e) make and enter into contracts necessary or incidental to the exercise of the Board's powers and the performance of its duties;

(f) acquire by purchase or otherwise on terms and conditions and in a manner the authority considers proper; own or lease as lessor or lessee; convey, demolish, relocate, rehabilitate or otherwise dispose of real or personal property, or rights or interest in that property, which the authority determines is reasonably necessary to achieve the purposes of the Act, and to grant or acquire licenses, easements and options with respect to the property in express approval with the city and/or township in which the facility will or might reside;

(g) improve land, prepare sites for buildings, including the demolition of existing structures, and construct, reconstruct, rehabilitate, restore and preserve, equip, improve, maintain, repair or operate a building and any necessary or desirable appurtenances to a building as provided in the Act for the use, in whole or in part, of a public or private person or corporation, or a combination thereof in express approval with the city and/or township in which the facility will or might reside;

(h) fix, charge and collect fees, rents and charges for the use of a building or property or a part of a building or property under the authority's control, or a facility in the building or on the property, and pledge the fees, rents and charges for the payment of revenue bonds issued by the authority in express approval with the city and/or township in which the facility will or might reside;

(i) lease a building or property or a part of a building or property under the authority's control in express approval with the city and/or township in which the facility will or might reside;

(j) accept grants and donations of property, labor or other things of value from a public or private source in express approval with the city and/or township;

(k) acquire and construct public facilities in express approval with the city and/or township in which the facility will or might reside;

(l) incur costs in connection with the performance of the Board's authorized functions including, but not limited to, administrative costs, architects, engineers, legal and accounting fees; and

(m) plan, propose and implement an improvement to a public facility on eligible property to comply with the barrier free design requirements of the State of Michigan construction code in express approval with the city and/or township in which the facility will or might reside.

(o) The authority shall not enter into contracts or spend amounts in excess of its budgets without approval of the City of Holland and Holland Charter Township.

Article IV
Officers of the Board

Section 1. Elected Officers of the Board. The Board shall elect from its members a Chairperson, Vice Chairperson, Secretary and Treasurer.

Section 2. Term of Office. The officers of the Board shall serve two-year terms. An officer whose term has expired shall, however, continue to hold office until a successor is appointed.

Section 3. Effective Date of Appointment. The term of office of an officer of the Board shall begin on February 1, except for those officers first elected, whose term shall commence on the date of election and expire two years thereafter..

Section 4. Filling of Vacancies. If a vacancy is created due to the death, resignation or removal of an officer of the Board, a successor shall be elected by the Board within sixty days to serve for the remainder of the vacated term.

Section 5. Duties of Officers. The following officers shall have the following duties:

- (a) Chairperson – the Chairperson shall preside at all meetings of the Board and shall discharge the duties of a presiding officer.
- (b) Vice Chairperson – In the absence of the chairperson or in the event of inability to serve as chairperson, the vice chairperson shall perform the duties of the chairperson and when so acting, shall have all the powers and be subject to all the restrictions of the chairperson.
- (c) Secretary – the Secretary shall maintain custody of the official seal and the records, books, documents or other papers of the authority not required to be maintained by the Treasurer. The Secretary shall keep or cause to be kept a record of the proceedings of the Board and shall perform other duties as may be delegated by the Board.
- (d) Treasurer – The Treasurer shall keep the financial records of the authority and shall, together with approved contracted organization or individual, approve all vouchers for the expenditures of the Authority. The Treasurer shall perform such other duties as may be delegated by the Board and shall furnish a bond in an amount as may be prescribed by the Board. The premium of any required bond shall be paid for by the Authority

Article V
Appointment and Retention of Other Personnel

Section 1. Appointment of Executive Director. The authority may contract with an organization or individual to serve an executive director subject to review by the governing bodies creating the authority. The executive director shall take and subscribe to constitutional oath of office.

Section 2. Retention of Legal Counsel. The Board may retain legal counsel to advise the Board in the proper performance of its duties. Legal counsel may represent the authority in actions brought by or against the authority.

Article VI
Meetings of the Board

Section 1. Annual Meeting. An annual meeting of the Board shall be held in January of each year at a time and place to be set by the Board. The election of officers shall be held at the annual meeting. If the election of officers shall, for any reason, not be held at the annual meeting, the Board shall elect officers at a regular or special meeting of the Board within ninety days of the annual meeting.

Section 2. Regular Meetings. Regular meetings of the Board shall be held at times and places set by the Board in compliance with the Open Meetings Act, Act 267 of the Public Acts of Michigan of 1976, as amended. At each regular meeting expenses of the authority shall be considered and approved by the Board.

Section 3. Special Meetings. Special meetings of the Board may be called by the Chairperson or any three members of the Board by giving Board members twenty-four hours written or telephonic notice of the special meeting and the purpose of the meeting. Notice of the meeting shall also be posted eighteen hours in advance in compliance with the Open Meetings Act.

Section 4. Meetings to be Public. All meetings of the Board shall be open to the public and provide for public participation in compliance with the Open Meetings Act.

Section 5. Meeting Agendas. The authority shall prepare the agenda for all meetings and whenever possible mail or deliver the agenda for receipt by Board members at least 48 hours prior to the meeting. At the beginning of any regular meeting any Board member may add an item to the meeting's agenda.

Section 6. Quorum and Voting. A majority of Board members (at least seven) in office shall constitute a quorum for the transaction of business of the Board. The concurring vote of a majority of those present and voting shall constitute the action of the Board unless the concurring vote of a larger number is required by law or elsewhere in these rules. In the event that the effective membership of the Board is reduced because of the disclosure of interest

pursuant to Article II, Section 7 hereof, the concurring vote of a majority of the remaining Board members eligible to vote shall constitute the action of the Board.

Section 7. Rules of Order. Unless otherwise required by law or provided in these rules, the most recent version of Robert's Rules of Order shall govern the conduct of all meetings of the Board.

Article VII Committees and Advisory Boards

Section 1. Committees. The Board by resolution may designate one or more committees to advise the Board. Committee members shall be members of the Board. The Chairperson of the Board shall appoint the members and shall select the chairperson of each committee. Committees may be dissolved by vote of the Board. At each annual meeting of the Board, all committees will be evaluated and either continued or dissolved. A majority of the members of a committee constitutes a quorum. The concurring vote of a majority of committee members present at a meeting at which a quorum is present shall constitute the action of the committee.

Section 2. Advisory Boards. The Board by resolution may designate one or more advisory boards to advise the Board. Members of advisory boards need not be members of the Board. The Chairperson of the Board shall, with the advice and consent of the Board, select members of each advisory board. The members of each advisory board shall select a chairperson of the advisory board. An advisory board may be dissolved by vote of the Board. At each annual meeting of the Board, all advisory boards will be evaluated and either continued or dissolved. A majority of the members of an advisory board constitutes a quorum. The concurring vote of a majority of committee members present at a meeting at which a quorum is present shall constitute the action of the advisory board.

Article VIII Contracts, Funds and Gifts

Section 1. Contracts. The Board may authorize the chair or approved contracted organization or individual to enter into any contract or to execute and deliver any instrument on behalf of the authority within the limits authorized by the Act. The authorization of the Board may be general or limited to a specific contract or instrument. All purchase of property or facilities can only occurred with a majority vote of the authority and in express approval with the city and/or township in which the facility will or might reside.

Section 2. Authority Funds. All funds of the authority shall be placed in such banks, trust companies or other depositories as selected by the Board. All checks, drafts or other orders for the payment of money shall be signed by the Treasurer or officer of the board. All notes or other evidence of indebtedness issued in the name of the authority shall be signed by

any two officers of the Board. All resources must be placed in a FDIC assured banking institution.

Section 3. Gifts and Grants. The Board may accept on behalf of the authority any gift, grant, contribution or bequest for the general purposes or for any special purpose of the authority.

Article IX Books, Records, Audits and Financial Reports

Section 1. Books and Records. The authority shall keep current and complete records of the books and accounts of the authority and minutes of all meetings of the Board. All records and minutes shall be kept at Holland City Hall. The records of the authority shall include the names and addresses of all board members and advisory board members.

Section 2. Annual Audit. An annual audit of the authority's financial books and records shall be conducted by an independent certified public accounting firm.

Section 3. Annual Report of Tax Increment Financing Plan. The authority shall submit annually to the City of Holland, Holland Charter Township, Michigan Economic Development Corporation and the Michigan State Tax Commission a financial report of the status of any tax increment financing plan of the authority.

Article X Funding of Authority Activities

Section 1. Sources of Funding. The activities of the authority may be financed from one or more of the following sources:

- (a) contributions to the authority for the performance of its functions;
- (b) revenue from any property, building or facility owned, leased, licensed or operated by the authority or under its control;
- (c) tax increments received pursuant to a tax increment financing plan established pursuant to the Act;
- (d) money obtained from any other legal sources approved by the Holland City Council and Holland Charter Township Board.

Article XI
Miscellaneous

Section 1. District Boundaries. The authority shall exercise its powers within an authority district established or amended from time to time by the Holland City Council and Holland Charter Township Board pursuant to the Act.

Section 2. Fiscal Year. The fiscal year of the authority shall begin on January 1 of a year and end on December 31 of the following year, provided, however, the first fiscal year of the authority shall begin upon final approval from the Michigan Department of Treasury and end December 31, 2015.

Section 3. Annual Budget. The authority shall prepare or cause to be prepared and shall submit for the approval of the Board a budget for the operation of the authority for the ensuing year. The budget shall be prepared in the manner and contain the information required by the municipal departments of the City of Holland and Holland Charter Township. Before the budget may be adopted by the Board, it shall be approved by the Holland City Council and Holland Charter Township Board. The authority shall not enter into contracts or spend amounts in excess of its budgets without approval of the City of Holland and Holland Charter Township.

Section 4. Amendment to Rules. These rules may be altered, amended or repealed and new rules adopted (i) by majority vote of the Board members present at a Board meeting and upon approval of the Holland City Council and Holland Charter Township Board; or (ii) by majority vote of the elected bodies of the Holland City Council and the Holland Charter Township Board

Approved by the Holland
City Council on
October 1, 2014

Approved by the Holland
Charter Township Board on
October 2, 2014

Approved by the Board on
October 8, 2014

**HOLLAND SMARTZONE
LOCAL DEVELOPMENT FINANCE AUTHORITY**

**SECRETARY'S CERTIFICATE
OF
AMENDMENT TO RULES OF PROCEDURE**

December 19, 2018

I, Randall S. Schipper, hereby certify that I am the duly elected, qualified and acting Secretary of the Holland SmartZone Local Development Finance Authority (the "SmartZone"), and as such, am authorized to execute this Secretary's Certificate on behalf of the SmartZone. At its meeting on December 19, 2018, the Board of Directors of the SmartZone approved the following Resolution:

1. Resolved, that Article II, Section 2 of the SmartZone's Rules of Procedure is hereby amended as follows: The last sentence is replaced with the following: Board members will be limited to two consecutive four year terms. A partial term, whether due to the initial shortened terms as provided in this section or due to appointment to fill a term of another person, is disregarded for the purposes of this two-term limit.

2. Resolved, that Article XI, Section 2 of the SmartZone's Rules of Procedure is hereby amended to read as follows: The fiscal year of the authority is July 1 to June 30 of the following calendar year.

The undersigned has executed this Secretary's Certificate of the Holland SmartZone Local Development Finance Authority as of the date first written above to certify the above actions.

Printed Name: Randall S. Schipper
Secretary



LAKESHORE ADVANTAGE

Holland SmartZone Local Development Finance Authority (L DFA) Board of Directors Meeting Notice

The regular meetings of the Holland SmartZone Local Development Financing Authority for 2019 are scheduled as follows:

Location	Date	Time
Holland City Hall	Wednesday, March 27	12:00pm
Holland City Hall	Wednesday, June 26	12:00pm
Holland City Hall	Wednesday, September 25	12:00pm
Holland City Hall	Wednesday, December 18	12:00pm

Meeting Location Address

City of Holland City Hall / 270 N. River / Holland, MI / Training Room

Other Important Dates

Location	Date	Time
SURGE Meetup @ Treehuis	January 23 rd	5:00
SURGE Meetup @ TBD	February 20 th	5:00
TEDX Macatawa	March 19 th	TBD