

BOONE COUNTY BOARD OF COMMISSIONERS

MINUTES OF THE JANUARY 29, 2025 SPECIAL MEETING

The Boone County Board of Commissioners met in regular session at 6:00 PM on Wednesday, January 29, 2025 in the Connie Lamar Meeting Room located on the main floor of the Boone County Annex Building at 116 W. Washington Street, Room 105, Lebanon, IN 46052 with the following personnel in attendance:

Scott Pell	Commissioner, President
Tim Beyer	Commissioner, Vice President
Donald Lawson	Commissioner
Bob Clutter	County Attorney
Kaylee Jessie	Executive Administrator

DETERMINATION OF QUORUM AND PLEDGE TO THE FLAG

Commissioner Pell opened the meeting at 6:00 PM with a quorum of all three (3) Commissioners present and led the Pledge to the Flag in unison.

IN THE MATTER OF DISCUSSING LEGAL SERVICES

Commissioner Pell opened the meeting by outlining its purpose: to discuss legal services. He expressed gratitude to Bob Clutter for his 15-16 years of service and extended his best wishes moving forward. He emphasized the desire to move forward with new counsel but acknowledged that Bob had done a commendable job. Pell further explained that he had discussed the transition with Bob in advance, and Bob had agreed to stay on to assist with the transition if necessary.

Commissioner Beyer added that during the previous meeting, the board had authorized Commissioner Pell to take the necessary actions regarding legal services, but Commissioner Pell requested that the matter be addressed in a public meeting. Commissioner Beyer echoed Commissioner Pell's sentiment about moving in a new direction.

Commissioner Lawson expressed surprise at the proposal and made it clear that he had no reason to change legal counsel at this time. He was opposed to the action, stating that no weaknesses or issues had been identified with the current counsel. Commissioner Lawson also noted that he had not met with any potential replacements and was unaware of who might be interested in the position.

Commissioner Pell responded that Commissioner Lawson had the opportunity to meet with potential candidates, but Commissioner Lawson declined, citing a busy schedule over the next two weeks. Commissioner Lawson then questioned the necessity of a two-week timeframe for meeting with new counsel. Commissioner Pell explained that time was a critical factor due to significant financial considerations involved.

In response, Commissioner Lawson emphasized his willingness to meet with interested parties and suggested the board should consider interviewing multiple law firms. He also raised concerns about the nature of the legal services moving forward, questioning whether the arrangement would be a contract or in-house, whether the firm would be local, and the quality of services they would provide.

Tom Whitsitt addressed the board, noting that he has been a lawyer in the community for many years and has known Commissioner Pell for an extended period, dating back to Pell's time at the sheriff's department. He expressed disappointment upon hearing the board's decision. Whitsitt questioned the timeline, asking if there was a candidate already identified for the position, given the two-week timeframe.

Commissioner Pell responded that while he would prefer to disclose the candidate, no signed agreement was yet in place. Whitsitt, undeterred, asked for specifics about who had been interviewed, pressing whether the candidates were local to Boone County or from outside the area. Commissioner Pell clarified that he had engaged with both local and non-local candidates.

Tom Whitsitt acknowledged his past issues and disagreements with Bob Clutter but emphasized that Bob Clutter had been an honorable and knowledgeable individual when it came to county matters. He expressed concern about the difficulty of finding someone who could match Bob Clutter's qualifications and ability. Whitsitt concluded by stating that he could not understand the rationale behind the proposed change and believed it to be a mistake.

Councilman Dan Lamar expressed his disagreement with the position the board is taking and made it clear that he had personally communicated his concerns to Commissioner Pell. He mentioned sending information to Commissioner Pell and attempting to make calls, but noted he had not received a response. Councilman Lamar emphasized the historical value that Bob Clutter brings to Boone County and raised concerns about the county's vulnerable position at present. He questioned whether the board wanted to allow the State of Indiana to dictate the county's future and challenged the motivations behind the proposed change.

Commissioner Pell responded by stating that there was no personal agenda behind the decision. He explained that the goal was to provide Boone County with more resources at a more economical price. Councilman Lamar, however, questioned the basis for this approach, asking about the transparency of the process and the direction the board was headed.

Commissioner Pell replied that they would have to agree to disagree on this matter. He reiterated that the board was moving in a different direction, with the intention of improving Boone County by implementing a more cost-effective system. Pell suggested that bringing someone in-house would help streamline operations, save money, and increase efficiency across county offices. He concluded by stating that he was committed to learning from the process and moving forward with the changes.

Councilwoman Jennifer Hostetter raised several questions regarding the offer letter that had been sent out. She sought clarification on the details of the offer. Commissioner Pell confirmed that the offer letter had been sent, but he had not yet received a response. However, he expressed confidence that the board would have legal counsel in place by February 1st.

Councilwoman Hostetter then asked whether the position was intended to be an employee role or a contract position. Pell indicated that the board hoped to establish it as an employee position, but it might initially be a contract role until the details with the council were finalized.

Councilwoman Hostetter expressed concern, noting that no one from the Commissioners' office had approached the council to seek approval for a new position or salary amendment. She inquired when the new hire would begin if the offer were accepted by February 1st. Pell confirmed the hire would start on that date.

Councilwoman Hostetter questioned how the timeline aligned with the approval of the salary amendment. Pell responded that there were sufficient funds available in the budget. Auditor Debbie Crum added that there was money allocated for a contract position in the legal services line, but additional approval would be needed from

the council for funding the payroll line. Commissioner Pell reiterated that payment would be made from the legal services budget until there is funding available in the payroll line.

Councilwoman Hostetter then asked about the salary and compensation package. Commissioner Pell explained that the offer was for \$175,000 per year, plus benefits. Hostetter inquired about other benefits, such as continued education, state bar memberships, or ongoing legal expenses. Commissioner Pell responded that he did not have that information readily available, but he indicated that the package would align with the county's standard benefits.

Councilwoman Hostetter also asked whether the new counsel would be eligible for PERF, to which Auditor Crum confirmed that a full-time employee would indeed be eligible.

Councilwoman Hostetter expressed her intent to better understand the full compensation package and asked for further clarification. Commissioner Pell agreed to meet with her to review the details of the offer letter.

Councilwoman Hostetter raised additional questions about office logistics, asking who would be the paralegal. Commissioner Pell responded that the need for a paralegal had not been mentioned. Councilwoman Hostetter also inquired about office space, computer equipment, and supplies, to which Commissioner Pell confirmed that these would be provided.

Britt Reese, a Boone County resident, raised concerns about the lack of transparency or the idea of "putting the cart before the horse." She also expressed concerns about whether the meeting had been properly noticed.

Clerk Lisa Bruder then raised questions about what access elected officials would have to legal counsel moving forward. She explained that she had frequently reached out to Bob Clutter for legal guidance, and he had always been prompt in responding. Commissioner Pell responded that the new county attorney would be available to any official who needed to consult on legal matters.

Clerk Bruder praised Bob for his service, noting that if she were in his position, she would begin transitioning towards a different direction as well. While she understood the desire for change and welcomed it, she emphasized that changes should be made for the betterment of Boone County.

Commissioner Pell reiterated that his intent was to bring about positive change for the county, although he acknowledged differing opinions on the approach.

Clerk Bruder encouraged the commissioners to retain Bob Clutter for the remainder of the year and go through the appropriate steps, as other departments and officials have done, to formally request the new position. She argued that this approach would demonstrate that the process was handled properly and allow time for everyone to adjust. She expressed a preference for a more measured, thoughtful process and noted that other elected officials shared her viewpoint.

Councilwoman Shari Richey expressed agreement with Clerk Bruder's suggestion to proceed more slowly. She acknowledged Commissioner Pell's objective of making improvements but raised concerns from the perspective of a citizen and taxpayer. She questioned whether moving so quickly would truly benefit Boone County and enhance the services provided. Councilwoman Richey also suggested considering Bob Clutter's 16 years of experience and knowledge, asking if it might be wise to take a more measured approach in order to achieve the overall goal.

Councilwoman Richey further emphasized the importance of following the proper steps, particularly in relation to the council's approval of funding for the new salary position, as previously mentioned by Councilwoman Hostetter.

Commissioner Pell responded by acknowledging that the speed of the process had been a point of discussion. He reiterated his goal of improving efficiency and stated that if the board receives support for the proposed changes, they would move forward. However, if the support is not forthcoming, they would reconsider the approach and explore other options.

Councilwoman Hostetter addressed concerns that she, Councilwoman Shari, and Auditor Crum had discussed on Monday regarding TIF districts. She asked if the new attorney was familiar with Boone County's TIF districts and fully educated on them, as this would be a significant area for an attorney to learn. Auditor Crum emphasized that TIF districts involve substantial work, and Bob Clutter's deep knowledge of the district's operations had been invaluable. He had worked very well with both Auditor Crum and Baker Tilly.

Councilwoman Hostetter then questioned whether the new attorney would be adequately qualified to take over from Bob, given the complexity of the work. Bob Clutter clarified that the Redevelopment Commission has the authority to hire its own legal counsel, just as the county council does.

Councilwoman Hostetter further inquired about the new attorney's experience, asking how many years they had been practicing law and how much of that time had been spent on government or county-related work. Commissioner Pell responded that the attorney is well-versed in government matters. He added that while the new attorney would handle most issues in-house, there may still be instances where specialized legal services are outsourced. Commissioner Pell stated that hiring an in-house attorney would ultimately reduce the need to rely on outside counsel, resulting in significant savings.

Councilwoman Hostetter asked for clarification on what legal services are currently being outsourced that might no longer be necessary with the new in-house attorney. Commissioner Lawson reiterated that outside counsel would still be needed in certain situations. Bob Clutter explained that his retainer fee is paid from the legal services line, along with fees for firms like Ice Miller, Baker Tilly, Travelers, and Tokio Marine. Bob Clutter also noted that the new attorney might encounter conflicts of interest due to prior representations or employment, which could necessitate outsourcing at times.

Councilwoman Hostetter inquired how the county would track expenditures for outside counsel. Auditor Crum explained that a report would need to be run to determine how much has been spent on external legal services.

Councilwoman Hostetter also asked whether the county contributes to Bob Clutter's continuing legal education courses or bar fees. Bob Clutter confirmed that the county does not provide financial support for these expenses. She then asked whether the county would cover the new attorney's malpractice insurance, and Clutter affirmed that the county would, as the employer.

Britt Reese expressed significant concerns about the process, drawing from her own experience in writing job descriptions, interviewing, and hiring in a corporate setting. She noted that it seemed as though a candidate for the position had already been selected, and questioned who was responsible for vetting the candidate to ensure they are qualified and capable of meeting the county's needs. She further inquired about if the individual(s) doing the vetting had the necessary experience to assess the legal competencies, knowledge, and skills required for the role. Britt Reese specifically asked if the interviewing process was being conducted by Commissioner Pell alone, or if others, such as Commissioner Beyer or Bob Clutter, were involved.

Commissioner Pell responded that he had been the primary person conducting interviews and discussing the role with candidates. Britt Reese questioned his qualifications in terms of understanding the legal needs of the county and his ability to effectively vet candidates for the position. Commissioner Pell responded that he felt confident in his ability to assess candidates, based on his understanding of their background, the work they do, and the references they provide.

Britt Reese reiterated her concern, asking what specific qualifications Pell had to assess legal needs and determine if a candidate was right for the position. Commissioner Pell maintained that he was very confident in the qualifications of the individual he was considering.

Britt Reese emphasized that in a corporate environment, having a single person conduct the interview process would violate many human resources (HR) best practices. She suggested that Boone County should take a step back and establish a panel of individuals with the appropriate legal knowledge and experience to properly assess the needs of the county. She recommended conducting a panel interview with multiple candidates, rather than relying on one person without the necessary expertise to make the decision.

Brian Daggy, a Boone County resident, voiced his agreement with many of the concerns raised during the meeting. He pointed out that there were still numerous unanswered questions and expressed his belief that the decision to move forward was being made hastily. Drawing on his experience as a Boone County employee, Brian Daggy highlighted that Bob Clutter has been confident, responsive, and effective in his role. He also mentioned that he and his wife have personally observed Bob Clutter's performance by attending most of the commissioners' meetings over the past three years.

Brian Daggy's primary concern was the potential loss of valuable institutional knowledge, especially regarding TIF districts, the county's response to the Indiana Economic Development Corporation (IEDC), the impact of Eli Lilly's expansion, the Lebanon annexations, and the overall growth of the county. He emphasized that Bob Clutter's expertise and understanding of these matters have been indispensable, and he warned that the county could face significant challenges and mistakes by not retaining him.

Brian Daggy urged the board to reconsider its decision and, at the very least, table the matter for further review and discussion.

Tom Santelli, a Boone County resident, acknowledged Commissioner Pell's sense of urgency but expressed concerns about the lack of clarity regarding the proposed "new direction." Tom Santelli emphasized that, as taxpayers, the public deserves a clear understanding of what that direction entails. He also referenced the letter sent to Hagerman, noting that, based on Commissioner Pell's presentation, it appeared there was no prior vote or discussion on the matter. Tom Santelli pointed out that this decision would result in an immediate cost of over \$50,000+ to county taxpayers within the first month of the new direction being implemented.

Tom Santelli shared his concern over the absence of a detailed job description for the position, a standard practice in his experience when posting a job. He questioned how the County Council could fund a new salary position without a clear outline of the job's responsibilities and requirements. He also noted that a budget presentation supporting such a significant change was missing. Tom Santelli suggested that the process should involve a committee, allowing for transparency and input from various stakeholders, rather than proceeding in haste.

Tom Santelli acknowledged that Boone County is home to many qualified attorneys and stressed that change should not be rushed. He emphasized that democracies require a slower approach to develop collaboration, clarity, and alignment. He expressed concern about the speed of the process and reiterated that his goal was to ensure the success of everyone involved.

Tom Santelli further questioned Commissioner Pell's understanding of the Open Door Law and the requirements surrounding executive sessions. Commissioner Pell assured him that, based on his understanding, he was in full compliance with the law.

Tom Santelli strongly encouraged the board to develop a detailed job description for the role and emphasized the need for a bid process and committee involvement, citing his experience working with Bob Clutter, whose services, in his view, have more than justified their cost.

Coroner Justin Sparks expressed his gratitude to Commissioner Pell for taking the time to speak with him earlier. He wanted to take the opportunity to address the board on the record, sharing the same sentiments he discussed with Commissioner Pell. Coroner Sparks, now in his second term, acknowledged that, like many elected officials, he entered office with a vision for Boone County's future. He shared that, from his personal experience working with Bob Clutter, he has found it invaluable to build a professional relationship over time.

Coroner Sparks explained that as a first-time elected official there are many things one cannot fully understand at the outset, and having Bob Clutter's guidance has been crucial. He praised Bob Clutter for offering sound advice, noting that Bob Clutter's institutional knowledge of the county and its government, as well as the history of past actions, has been indispensable. Coroner Sparks urged the board to carefully consider the importance of ensuring any new legal counsel brought in will offer the same level of expertise and insight that Bob Clutter has provided.

Councilman Kevin Van Horn, who has served on the council for seven years, shared the best advice he had ever received from Bob Clutter. He explained that after Commissioner Pell's primary election victory last year, they had numerous conversations, and Councilman Van Horn encouraged Commissioner Pell to listen attentively and seek advice. He reflected on the valuable lessons he has learned about politics and community involvement. However, Councilman Van Horn expressed concerns that Commissioner Pell has come into office with a very fast-paced approach, likening it to a "wrecking ball" during the first month.

Councilman Van Horn compared the interview process for any school in Indiana, noting that a panel is always involved to ensure a fair and thorough evaluation. He acknowledged the differing views of Commissioner Pell and Commissioner Lawson but urged Commissioner Beyer to make a conscientious decision to pause the current process. Councilman Van Horn emphasized that no school in the state of Indiana would hire someone based on the judgment of a single individual. He urged the board to slow down, properly evaluate candidates, and conduct interviews with a panel to ensure transparency and professionalism.

As a councilman, Van Horn shared that he had not been informed of any formal process, aside from rumors circulating on the street, and had not seen any documentation regarding the budget line item.

Councilman Van Horn reiterated that Bob Clutter has been an asset to Boone County, always responsive and proactive. He urged the board to put the current process on hold, suggesting that if Bob Clutter is interested in applying for the position, he should be given the opportunity to do so. Councilman Van Horn emphasized that the process should involve a panel interview conducted in a professional manner. Commissioner Pell asked whether the council had used a panel when hiring their attorney, and Councilman Van Horn confirmed that the council received 5-7 proposals for review, with each council member having the opportunity to contact the firms individually. After deliberation, the board collectively voted to move forward with TAFT.

Councilwoman Hostetter addressed Van Horn's comments, explaining that she and Councilman Aaron Williams had been tasked with gathering proposals from firms and attorneys, which were then shared with the

full board. The 5-7 fee agreements were presented in a public meeting, and the decision was made following a public vote.

Cheryl Hancock, a Boone County resident and Whitestown Town Council member, shared her experience regarding the decision to change attorneys within her town council. She noted that four out of the five members were new, and they opted to change attorneys just two months into their term. Cheryl Hancock expressed that, in hindsight, they wished they had taken more time, conducted proper due diligence, and involved more people in the process to ensure a better outcome. She emphasized that the process could have been handled more effectively.

If Boone County is considering hiring counsel as an employee, Cheryl Hancock recommended adopting a similar approach to the one used when they hired their town manager. The Whitestown Town Council conducted an executive session to interview multiple candidates, which she felt was a more thorough and careful process.

She also highlighted that the legal fees for Whitestown exceeded the budget last year, due in part to the transition to new legal counsel and the many questions that arose.

Commissioner Pell thanked Cheryl for her feedback.

Jodi Stewart, a Boone County resident, asked if Commissioner Pell had the authority to take the actions he was pursuing. Commissioner Beyer responded that the board had voted to authorize him to take any necessary action regarding the legal services contract and personnel matters that were discussed in the executive session. Commissioner Pell, however, decided to call a public meeting for a vote, which is why the matter was being discussed in this forum. Commissioner Lawson clarified that he had voted against the decision.

Jodi Stewart then asked Councilman Van Horn why he did not hire Bob Clutter for the council if he thought so highly of him. Councilman Van Horn explained that the council did not receive a proposal from Mr. Clutter at that time. Jodi Stewart also inquired how many people had applied for the position. Commissioner Pell replied that he had spoken with 5-6 individuals or organizations regarding the role.

Jodi Stewart expressed dissatisfaction with the LEAP project, stating that her rights had been violated and that she felt the commissioners had not been transparent in their handling of the matter. Commissioner Lawson responded, clarifying that the commissioners had no involvement with the LEAP project. Jodi Stewart concluded that it was time for a change, expressing support for Commissioner Pell and advocating for a new perspective.

Britt Reese interjected, clarifying that the LEAP project had nothing to do with the county or the commissioners, as the IEDC had bypassed the county and worked directly with the City of Lebanon.

Bitt Reese then asked about the county's policy regarding job postings, including how long positions must be open and how many applicants should be interviewed. She also inquired if there were any federal or state regulations guiding the posting of government employee positions. Auditor Crum responded that the county currently does not have a formal policy in place.

Prosecutor Kent Eastwood inquired whether the proposed position would include responsibilities related to prosecuting, filing, and handling County Ordinance violations. Commissioner Pell responded that he did not foresee any issues with this and would include those responsibilities in the role's duties.

Tom Santelli sought clarification on the absence of a formal job description. He drew a comparison to the process for building a bridge, noting that bids for such projects are publicly advertised, opened in a public meeting, and voted on by the board. He emphasized the need for a defined job description to ensure that it adequately addresses the needs of all county government entities.

Tom Santelli also questioned Bob Clutter regarding the inclusion of paralegals in his contract, to which Bob Clutter affirmed that paralegals were indeed included. He noted that the proposed position did not include a paralegal, which raised concerns about the scope and resources available for the role. Additionally, Tom Santelli inquired about how performance would be measured for the proposed position.

Tom Santelli also explained that Bob Clutter previously represented the commissioners and council, but he separated his duties to avoid conflicts of interest. Bob Clutter clarified that his advice to the council was included in the monthly retainer fee and did not incur additional charges. Tom Santelli recommended that the county develop a formal job description for the proposed position and review it with the relevant stakeholders to ensure clarity and appropriateness.

Tom Santelli provided further clarification regarding the LEAP District, stating that neither the commissioners nor the council were involved in the project, as it was managed by the Indiana Economic Development Corporation (IEDC).

Councilman Van Horn reiterated the importance of conducting interviews with a panel, as is standard in other organizations and businesses. He emphasized that all three commissioners should be involved in the interview process.

Commissioner Beyer expressed his appreciation for everyone's passion and input. Regarding the decision to hire someone in-house versus continuing with outside counsel, he noted that hiring in-house appears to make the most sense financially. However, if continuing with a contract proves to be a better option, they are open to that. He acknowledged the concerns raised but does not view them as sufficient grounds to delay the decision.

Commissioner Beyer recognized the loyalty to Bob Clutter, acknowledging that he would likely feel the same if he had worked in the county for the last 15-16 years. However, he and Commissioner Pell were elected to bring about change, and he sees nothing wrong with that. Drawing from his own experience working with attorneys throughout his career as an engineer, Beyer expressed confidence in moving forward with the process. He also mentioned that Bob Clutter has agreed to assist with the transition, for which Commissioner Beyer is grateful.

Peggy Daggy, a Boone County resident, echoed her husband's concerns, noting that she has attended commissioners' meetings regularly for the past three years. She expressed disappointment in the direction the commissioners have taken since the beginning of the year, describing it as a "circus." She referenced previous comments made by other residents urging the board to proceed thoughtfully and professionally, but expressed concern that the response from the commissioners remains unchanged, indicating a lack of consideration for the feedback provided. She stated that this approach will likely be something the commissioners will have to live with for the remainder of their terms, emphasizing that it raises significant doubts and disappointment. While she did not personally know Bob Clutter, she acknowledged his reputation and the work he has done for the county. She emphasized that Bob Clutter had agreed to stay on and help because of his dedication to the county.

Commissioner Lawson thanked everyone for their comments, noting that the purpose of these meetings is to receive feedback from the public. He expressed concern that this process is being rushed and that proceeding in this manner is a mistake. Commissioner Lawson called for the discussion to be tabled and re-evaluated,

suggesting that if the commissioners are moving forward with this decision, they should take the time to properly interview candidates. Commissioner Lawson made a motion to table the discussion, but the motion died for lack of a second.

Bob Clutter inquired whether his contract would terminate at the end of January and raised concerns regarding several ongoing litigation cases. He asked how these cases would be handled in the absence of a new attorney and whether he would continue working on the litigation matters until a replacement attorney had started. Councilwoman Hostetter sought clarification on how Bob Clutter would be compensated for his work on the litigation cases, to which Commissioner Pell responded that compensation would be on an hourly basis for those specific matters.

Commissioner Beyer then made a motion to terminate the contract with Taylor, Minnette, Schneider & Clutter P.C., effective January 31, 2025, with the exception of the hourly rates for ongoing litigation. Commissioner Pell seconded the motion. The motion passed with a vote of 2-1, with Commissioner Lawson opposing.

Bob Clutter addressed the board, expressing his gratitude for the opportunity to serve over the past 15.5 years. He noted that it had been a distinct pleasure to work with everyone in the room, some of whom he knew extremely well, and that it had been an honor to collaborate with outstanding commissioners, officeholders, and support staff. He shared that his favorite part of the job had been the people he worked with, and he thanked everyone for the experience.

IN THE MATTER OF ADJOURNMENT

With no further business, Commissioner Beyer moved to adjourn the Boone County Commissioners' Meeting at 8:41 PM on Wednesday, January 29, 2025. Motion seconded by Commissioner Pell; motion passed unanimously 3-0.