

**ECONOMIC DEVELOPMENT
AUTHORITY
MEETING**

City Hall Council Chambers
January 12, 2026

AGENDA



-
- 1. Call to Order**
 - 2. Roll Call**
 - 3. Approval of Agenda and Consent Agenda**
 - a. Approval of Minutes
-Motion to approve the minutes
 - b. Resolution Electing Officers for the Economic Development Authority for the City of Brooklyn Center
- Motion to approve a Resolution Electing Officers for the Economic Development Authority in and for the City of Brooklyn Center
 - c. Resolution Opting Not to Waive Limited Tort Liability for 2026
- Motion to approve Resolution Opting Not to Waive Limited Tort Liability for 2026
 - 4. Commission Consideration Items**
 - 5. Adjournment**

Council Regular Meeting

DATE: 1/12/2026
TO: Economic Development Authority
FROM: Barb Suciu, City Clerk
THROUGH: Daren Nyquist, Deputy City Manager
BY: Shannon Pettit, City Clerk
SUBJECT: Approval of Minutes

Requested Council Action:

-Motion to approve the minutes

Background:

Budget Issues:

Inclusive Community Engagement:

Antiracist/Equity Policy Effect:

Strategic Priorities and Values:

ATTACHMENTS:

1. 2025.12.01 EDA - unapproved
2. 2025.03.24 EDA - unapproved

MINUTES OF THE PROCEEDINGS OF THE
ECONOMIC DEVELOPMENT AUTHORITY
OF THE CITY OF BROOKLYN CENTER
IN THE COUNTY OF HENNEPIN AND THE
STATE OF MINNESOTA

REGULAR SESSION
DECEMBER 1, 2025
CITY HALL – COUNCIL CHAMBERS

1. CALL TO ORDER

The Brooklyn Center Economic Development Authority (EDA) met in Regular Session called to order by President April Graves at 7:31 p.m.

2. ROLL CALL

President April Graves and Commissioners Dan Jerzak, Teneshia Kragness, and Laurie Ann Moore. Also present were City Manager Reggie Edwards, Director of Fiscal & Support Services Angela Holm, and City Clerk Shannon Pettit.

Commissioner Kris Lawrence-Anderson was absent.

3. APPROVAL OF AGENDA AND CONSENT AGENDA

President Graves moved and Commissioner Kragness seconded to approve the Agenda and Consent Agenda, and the following item was approved:

3a. APPROVAL OF MINUTES

Motion passed unanimously.

4. COMMISSION CONSIDERATION ITEMS

**4a. RESOLUTION APPROVING THE FINAL BUDGET FOR THE
ECONOMIC DEVELOPMENT AUTHORITY OF BROOKLYN CENTER,
MINNESOTA, FOR FISCAL YEAR 2026**

Commissioner Kragness moved and President Graves seconded to approve a RESOLUTION Approving the Final Budget for the Economic Development Authority of Brooklyn Center, Minnesota, for Fiscal Year 2026.

Motion passed unanimously.

5. ADJOURNMENT

President Graves moved and Commissioner Kragness seconded adjournment of the Economic Development Authority meeting at 7:32 p.m.

Motion passed unanimously.

MINUTES OF THE PROCEEDINGS OF THE
ECONOMIC DEVELOPMENT AUTHORITY
OF THE CITY OF BROOKLYN CENTER
IN THE COUNTY OF HENNEPIN AND THE
STATE OF MINNESOTA

REGULAR SESSION
MARCH 24, 2025
CITY HALL – COUNCIL CHAMBERS

1. CALL TO ORDER

The Brooklyn Center Economic Development Authority (EDA) met in Regular Session called to order by President April Graves at 9:24 p.m.

2. ROLL CALL

President April Graves and Commissioners Kris Lawrence-Anderson, Dan Jerzak, Teneshia Kragness, and Laurie Ann Moore. Also present were City Manager Reggie Edwards, Director of Fiscal & Support Services Angela Holm, Sales Director/Interim Heritage Center Director Tami Buetow-Staples, City Clerk Barb Suciu, and City Attorney Siobhan Tolar.

3. APPROVAL OF AGENDA AND CONSENT AGENDA

President Graves pointed out Consent Agenda Item 3b. Forfeiture Sale of Earle Brown Drive (Former Brown College Site) would need to be removed.

Commissioner Lawrence-Anderson moved and Commissioner Jerzak seconded to approve the Agenda and Consent Agenda, as amended, and the following item was approved:

3a. APPROVAL OF MINUTES

1. February 10, 2025 – Regular Session

3b. FORFEITURE SALE OF 5951 EARLE BROWN DRIVE (FORMER BROWN COLLEGE SITE) This item was removed from the Consent Agenda.

3c. RESOLUTION OPTING NOT TO WAIVE LIMITED TORT LIABILITY FOR 2025

Motion passed unanimously.

4. COMMISSION CONSIDERATION ITEMS

4a. HERITAGE CENTER CATERING CONTRACT

Executive Director Reggie Edwards noted that Recreation Director Cordell Wiseman was unable to attend the meeting. He commended the Staff for their strategic efforts and innovative ideas regarding the Heritage Center. In 2020, there was a \$1.3 million deficit. However, Staff has created a game plan to eliminate the deficit. Staff have shown they are able to create and implement similar strategies. In 2023, there was a deficit of \$709,000, and in 2024, the deficit was estimated at \$518,000. It would be unrealistic to resolve the issues in one year when the problems have been building up over decades. He invited Sales Director/Interim Heritage Center Director Tami Buetow-Staples to continue the Staff presentation

Sales Director/Interim Heritage Center Director Tami Buetow-Staples thanked the Council for participating in a discussion about the Heritage Center. She explained they are working on new marketing strategies, attending networking events, combining sales strategies with Mintahoe, and working on Joint Powers Agreements with governmental Departments.

Ms. Buetow-Staples pointed out that the Heritage Center brought 35,249 guests into Brooklyn Center, and the number has been consistently rising since then. In 2023, there were 53,315 guests, and in 2024, there were 65,945 guests. They project an increase for 2025.

Ms. Buetow-Staples noted their corporate and wedding clients want an all-inclusive planning process, which makes the exclusive catering partner even more important.

Ms. Buetow-Staples stated there were 215 events in 2024. There are 148 events scheduled for 2025, and the number will continue to grow. There are 71 events already scheduled for 2026 and 34 in 2027.

Ms. Buetow-Staples added that the Heritage Center has a strong impact on local hotels, especially the Embassy Suites and Fairfield Inn and Suites. The event space also brings shoppers to the City. The Heritage Center is one of the top employers in Brooklyn Center, and the venue contributes to the Brooklyn Center identity.

Ms. Buetow-Staples pointed out that the Heritage Center generated \$268,311 for the Embassy Suites in 2023. They generated \$273,772 in 2024 and are projected to generate \$377,969 in 2025. The data is only based on all-inclusive bookings provided through the Heritage Center. There are likely additional bookings due to events at the Heritage Center. She didn't have statistics from the Fairfield Inn and Suites. However, their Sales Director provided a letter in support of the Heritage Center.

Director of Fiscal & Support Services Angela Holm reiterated that the City has been hit hard financially in recent years. The Heritage Center's finances include four business units: administration, event rentals, catering, and office rentals. She pointed out that the rentals must cover the entire operating expense. The Heritage Center also has a capital fund. The operating account and capital account are combined on the annual financial report.

Ms. Holm stated there is a 72 percent revenue sharing with Mintahoe. There is no management fee. There is a 24 percent split of the service charge between the Heritage Center and Mintahoe,

of which Heritage Center receives 46 percent. The billing process is simple and doesn't require cost verification. In the previous contract with Flik, there was a ceiling of 70 percent for revenue sharing, a flat fee for management, the same service charge split, and a cost verification requirement for the reimbursement-based billing process.

Ms. Holm showed a table comparing the 70 percent revenue sharing to the 72 percent revenue sharing. At catering revenues below \$5 million, the variance in percentages is negated by the inclusion of a flat management fee. As the catering revenue increases, the variance and savings diminish. Historically, catering revenues that would be subject to the revenue sharing agreement have been below \$3 million and are projected to remain under \$5 million for the term of the proposed contract.

Ms. Holm explained that Staff from the Finance Department and Heritage Center have collaborated to determine the best path to profitability. Based on extensive financial analysis and conservative assumptions, they have developed a three-year plan. Continued monitoring of the plan is vital to its success.

Ms. Holm showed a table depicting the proposed plan to ensure profitability within three to four years. The contract under consideration is factored into the projections. Staff were very intentional regarding the assumptions used in the projection. For example, the increasing water costs are included in the calculations. Each line item was reviewed for accuracy and special consideration was applied as needed. By the end of 2027, they expect a deficit of only \$82,136.50. The estimates are conservative, and they hope to be more aggressive where possible.

Ms. Holm added Staff is researching additional opportunities to generate revenue.

Ms. Holm noted that Commissioner Kragness previously asked a question about the cost to wire funds. She stated the cost of a wire for the City is \$0.

Ms. Buetow-Staples explained they plan to continue to increase room rental fees, continue to sell available dates, adjust the catering and menu as needed, increase the audio/visual items while remaining competitive with other vendors, create packages and deals to increase wedding sales on empty dates, update the website to increase clicks and impressions, decrease expenditures, and prepare quarterly updates and reports for the Council. She added they plan to hire consultants to assist with future revenue plans and the sale or lease of the venue.

Ms. Buetow-Staples stated the Council had some questions at a previous meeting. They asked if Mintahoe would consider a month-to-month contract. The caterer stated they cannot do a month-to-month contract as there is no security, and they couldn't hire permanent staff. The Council asked if another catering company could be contracted. Ms. Buetow-Staples explained that only three companies provided a proposal to the Request for Proposal, so it would be very difficult to find another catering company.

Ms. Buetow-Staples noted Council asked if Mintahoe would be interested in managing the venue. The proposed scenario would be unattractive to Mintahoe because of the taxes they would have to

pay. Also, there would need to be joint powers contracts, and they would need to go through a competitive bidding process to work with Mintahoe.

Ms. Buetow-Staples added Council asked if outside caterers could work at the Heritage Center. Ms. Buetow-Staples explained that the Heritage Center hosts multiple events each day, and additional vendors would create an issue with the use of kitchens and equipment. Plus, the Heritage Center owns all of the kitchen equipment, and having an exclusive caterer helps maintain the City's assets more effectively.

Ms. Buetow-Staples stated that the Council also asked if the business will grow with so many repeat clients. Ms. Buetow-Staples pointed out that repeat business is a core component of the Heritage Center, but there is still room to grow. Also, they will increase the room rental fees and food minimums year over year.

Commissioner Jerzak pointed out the Heritage Center's financial situation is not new. He added the value goes beyond the simple financials. The Council must define its expectations for the Enterprise Funds. It will require more discussion, but the Enterprise Funds need to be self-sufficient.

Commissioner Jerzak thanked the presenters for answering the previous questions the Council posed. He explained he can support the contract with a few guardrails in place. There needs to be a conversation about what has gone well in the past and what hasn't, especially because there is a new vendor.

Commissioner Jerzak requested that the 11th item in the contract be removed. Mintahoe is welcome to seek out bids for such a project. From there, they can create a detailed presentation for the Council. The Heritage Center needs to focus on its recovery before taking on more responsibilities.

Commissioner Kragness thanked Staff for the presentation. She acknowledged the Heritage Center has been in the red for a long time, but this is the first time there has been a plan to grow the business. She thanked Mr. Wiseman and Staff for their work on the item. The turnaround won't be quick, considering it took many years to get to this place.

Commissioner Kragness noted her appreciation of the explanation about 70 versus 72 percent. The new contract will already save the City some money. She stated the Council doesn't need to review every step of the process. There was a breakdown in the process, but the Council should empower Staff to do what they have been hired to do.

Commissioner Lawrence-Anderson pointed out Flik always had positive reviews for their food. She stated she would assume there was food tasting for Mintahoe catering.

Commissioner Moore stated there will still be a loss at the end of 2027. Ms. Holm confirmed there is a projected loss of \$82,000 by the end of 2027.

Commissioner Moore asked Commissioner Jerzak to explain the two points he made.

Commissioner Jerzak stated that he suggested an annual review and removal of the 11th item about the \$300,000 contribution. There is still a projected loss over the next three years, and there isn't a plan to recoup the Capital Improvement Plan funds. He doesn't want the City to lose any more money.

Commissioner Moore asked if Mintahoe would consider a one- or two-year contract. Dr. Edwards stated a three-year contract was proposed.

President Graves asked if there are regular compliance checks with contractors. Dr. Edwards explained his understanding is to reassess the agreement to see how it is going. Staff intends to meet with the Economic Development Authority well before a year into the contract, following a check-in with the contractor. He stated he welcomes a regular check-in.

Commissioner Jerzak agreed he wouldn't want Staff to renegotiate the contract each year. Instead, he would like to see an opportunity to check in with one another.

City Attorney Siobhan Tolar pointed out that the fourth provision of the contract includes an agreement to participate in regular meetings. She read, "The Parties agree to have periodic meetings to discuss the operation and budget of the Heritage Center and Catering Facility as determined by the Owner. Additional meetings may be called by either party through written communication. Manager agrees to obtain the approval of the Owner with respect to all major programs and policy matters which could have a material and substantial effect upon the reputation and character of the Catering Facility. If there is doubt about needed approval, the Manager must consult with the Owner to obtain clarity."

Ms. Tolar explained that the "Owner" refers to Brooklyn Center or the EDA. Also, there is a provision setting a meeting before the end of the contract to assess the partnership before renegotiating a contract.

Commissioner Lawrence-Anderson noted she has no intention of micro-managing Staff's efforts. However, she would like regular updates until the direction of the Heritage Center is turned around. She pointed out she would be open to updates in the weekly email rather than a formal presentation.

President Graves stated that Dr. Edwards previously confirmed Staff has planned for regular updates to the Council.

Commissioner Kragness pointed out that Commissioner Jerzak wants to eliminate the 11th section. There is a vendor interested in investing \$300,000 into the Heritage Center. She asked why the City would reject it.

Commissioner Jerzak stated that the expectations for the investment are unclear. He explained he would like more details on the improvements and the future arrangement. He had a conversation with Dr. Edwards about his concerns, and Dr. Edwards stated Mintahoe would "get a larger piece

of the pie” for the improved spaces. However, that detail is not included in the proposed contract.

Commissioner Kragness stated if the contract doesn’t include such details, then the City isn’t agreeing to such a stipulation. The only requirement for the \$300,000 is that improvements begin within the three-year contract period.

Dr. Edwards noted he would compile more details to provide to the Council. He assured the Council that Staff would only negotiate a contract that is favorable to the City.

Commissioner Jerzak thanked Dr. Edwards for his comments.

President Graves moved, and Commissioner Kragness seconded to adopt EDA RESOLUTION NO. 2025-03, a Resolution Authorizing the Heritage Center of Brooklyn Center to enter into a Contract with Mintahoe Catering and Events for Management and Operations of the Heritage Center Catering Facilities and authorizing the Executive Director to execute such contract.

Motion passed unanimously.

5. ADJOURNMENT

Commissioner Lawrence-Anderson moved, and Commissioner Kragness seconded the adjournment of the Economic Development Authority meeting at 10:02 p.m.

Motion passed unanimously.

Council Regular Meeting

DATE: 1/12/2026
TO: Economic Development Authority
FROM:
THROUGH: Daren Nyquist, Deputy City Manager
BY: Shannon Pettit, City Clerk
SUBJECT: Resolution Electing Officers for the Economic Development Authority for the City of Brooklyn Center

Requested Council Action:

- Motion to approve a Resolution Electing Officers for the Economic Development Authority in and for the City of Brooklyn Center

Background:

Minnesota Statute 469-096 provides that an Economic Development Authority shall elect a president, treasurer, and secretary on an annual basis.

EDA Resolution No. 87-06 also states in Article II, Section 7, that the president, vice-president, secretary, treasurer, and assistant treasurer shall be elected at the annual meeting of the Authority and shall hold office for one year or until successors are elected and qualified.

The attached resolution elects such positions for the Economic Development Authority.

Budget Issues:

Inclusive Community Engagement:

Antiracist/Equity Policy Effect:

Strategic Priorities and Values:

ATTACHMENTS:

1. 20200107172049087
2. EDA Annual_EDA_Election_of_Officers

Member Gene Lhotka introduced the following resolution and moved its adoption:

EDA RESOLUTION NO. 87-06

RESOLUTION ADOPTING BYLAWS OF THE BROOKLYN CENTER ECONOMIC DEVELOPMENT AUTHORITY

WHEREAS, the Economic Development Authority of Brooklyn Center, Minnesota is organized and operates pursuant to Minn. Stat., Chapter 458C.

NOW, THEREFORE, BE IT RESOLVED that the Economic Development Authority of Brooklyn Center, Minnesota, hereby adopts and approves the following bylaws:

ARTICLE I - THE AUTHORITY

Section 1. Name of Authority. The name of the Authority is the "Economic Development Authority of Brooklyn Center, Minnesota."

Section 2. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority.

Section 3. Office of Authority. The offices of the Authority are at City Hall in the City of Brooklyn Center, State of Minnesota, or at such other place as the Authority may designate by resolution.

ARTICLE II - OFFICERS

Section 1. Officers. The officers of the Authority are the President, Vice-President, Secretary, Treasurer, and Assistant Treasurer.

Section 2. President. At the annual meeting, the President shall submit to the Authority a report summarizing the activities and programs of the Authority for the past year and containing the President's recommendation for Authority activities for the ensuing year.

Section 3. Vice-President. The Vice-President shall perform the duties of the President in the absence or incapacity of the President; and in case of the resignation or death of the President, the Vice-President shall perform such duties as are imposed on the President until such time as the Authority shall select a new President.

Section 4. Secretary and Treasurer. The Secretary and Treasurer shall perform the duties of a Secretary and Treasurer, respectively, for the Authority. The Treasurer shall sign all orders and checks for the payment of money and shall pay out and

disburse such monies under the direction of the Authority. Except as otherwise authorized by resolution of the Authority, all such orders and checks shall also be counter-signed by the President. The Treasurer shall be responsible for the care and custody of all funds of the Authority, and he shall be responsible for the keeping of accounts showing receipts and expenditures of the Authority. The Treasurer shall render to the Authority an account of financial condition of the Authority as may be requested by the Authority. Once each year on or before the last day of June, the Treasurer shall submit an audited detailed financial statement to the Authority covering the entire financial operations of the Authority for the preceding fiscal year hereby defined as the calendar year. The Secretary shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

Section 5. Executive Director. The Brooklyn Center city manager shall serve as Executive Director of the Authority and shall have general supervision over the administration and management of its business and affairs subject to the direction of the Authority. The Executive Director shall keep a record of the proceedings of the Authority. The Executive Director shall cosign all contracts, deeds, and similar instruments to which the Authority is a party.

Section 6. Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority or the bylaws or rules and regulations of the Authority.

Section 7. Election or Appointment. The President, Vice-President, Secretary, Treasurer, and Assistant Treasurer shall be elected at the annual meeting of the Authority and shall hold office for one year or until successors are elected and qualified.

Section 8. Vacancies. Should the office of the President, Vice-President, Secretary, Treasurer, or Assistant Treasurer become vacant, pursuant to Minn. Stat. Section 351.02 or by other provisions of law, the Authority shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of the office.

Section 9. Additional Personnel. The Authority may from time to time employ or contract for such personnel as it deems necessary to exercise its powers, duties, and functions as prescribed by Minn. Stat., Chapter 458C, applicable thereto. Such personnel may be employees of the Authority, employees of other governmental organizations, or independent contractors. The selection and compensation of such personnel shall be determined by the Authority subject to the laws of the State of Minnesota.

ARTICLE III - MEETINGS

Section 1. Annual Meeting. The annual meeting of the Authority shall be held on the first business day of January.

Section 2. Meeting Schedule. The meeting schedule of the Authority shall be developed by the Executive Director.

Section 3. Special Meetings. Special meetings of the Authority may be called by the President, or two members of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered at any time prior to the time of the proposed meeting to each member of the Authority or may be mailed to the business or home address of each member of the Authority at least two days prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the call, but if all of the members of the Authority are present at a special meeting, any and all business may be transacted at such special meeting by unanimous vote.

Section 4. Quorum. Three members of the Authority shall constitute a quorum to do business, but a smaller number may adjourn from time to time. When a quorum is in attendance, action may be taken by the Authority upon a vote of a majority of the members present.

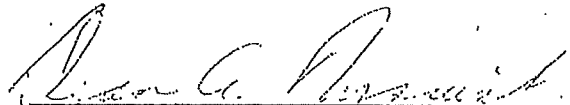
Section 5. Manner of Voting. The voting on all questions coming before the Authority shall be by roll call and the yeas and nays shall be entered upon the minutes of such meetings.

ARTICLE IV - AMENDMENTS

Section 1. Amendments to Bylaws. The bylaws of the Authority may be amended only with the approval of at least three members of the Authority.

November 9, 1987

Date


Chairman

The motion for the adoption of the foregoing resolution was duly seconded by member Bill Hawes, and upon vote being taken thereon, the following voted in favor thereof: Dean Nyquist, Gene Lhotka, Celia Scott, Bill Hawes, and Rich Theis; and the following voted against the same: none, whereupon said resolution was declared duly passed and adopted.

President introduced the following resolution and moved its adoption:

EDA RESOLUTION NO. 2026-

RESOLUTION ELECTING OFFICERS FOR THE ECONOMIC DEVELOPMENT AUTHORITY OF BROOKLYN CENTER, MINNESOTA

WHEREAS, *Minnesota Statutes* Section 469.096 provides that an economic development authority shall elect a president, treasurer, and secretary on an annual basis.

NOW, THEREFORE, BE IT RESOLVED by the Economic Development Authority of Brooklyn Center, Minnesota, that the Authority hereby elects the following officers to serve through December 31, 2025, or such later date as their successors are elected and qualified:

President/Treasurer
Vice-President
Assistant Treasurer
Secretary

April Graves
Teneshia Kragness
Kris Lawrence-Anderson
Shannon Pettit

January 12, 2026

Date

President

The motion for the adoption of the foregoing resolution was duly seconded by commissioner and upon vote being taken thereon, the following voted in favor thereof:

and the following voted against the same:

whereupon said resolution was declared duly passed and adopted.

Council Regular Meeting

DATE: 1/12/2026
TO: Economic Development Authority
FROM:
THROUGH:
BY: Shannon Pettit, City Clerk
SUBJECT: Resolution Opting Not to Waive Limited Tort Liability for 2026

Requested Council Action:

- Motion to approve Resolution Opting Not to Waive Limited Tort Liability for 2026

Background:

Each year, the City must choose whether to waive tort liability limit protections of Minnesota Statutes 466.04 as part of the insurance policy renewal application process. M.S. 466.04 states that the maximum liability for a city for any claim is \$500,000 with an aggregate maximum of \$1,500,000 per incident. In past years, the City Council has chosen not to waive the liability limits, and the regular premium for insurance has covered all claims.

If the City were to waive the limits set by statute, it would be prudent to purchase additional insurance coverage to cover possible higher awards in liability claims. Premiums for such insurance would be approximately \$6,700 per year.

Budget Issues:

The 2026 budget anticipates leaving the no waiver option in place for 2026 and has anticipated insurance premiums based on that no waiver option.

Inclusive Community Engagement:

Antiracist/Equity Policy Effect:

Strategic Priorities and Values:

ATTACHMENTS:

1. 2026 EDA Non_waiver_of_liability_limits_resolution

CITY OF BROOKLYN CENTER

Commissioner introduced the following resolution and moved its adoption:

EDA RESOLUTION NO. 2026-

RESOLUTION OPTING NOT TO WAIVE LIMITED TORT LIABILITY FOR 2026

WHEREAS, the Economic Development Authority of the City of Brooklyn Center has an option to waive its protection under the tort liability limitation contained in Minnesota Statutes 466.04; and

WHEREAS, the statutory tort limit for 2026 is \$500,000 per individual with an aggregate of \$1,500,000 per incident; and

WHEREAS, the City of Brooklyn Center has not opted to waive its rights to limited tort liability in past years and is required to make a declaration of its intention every year.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Brooklyn Center, Minnesota, that the City does not waive the monetary limits on municipal tort liability established by Minnesota Statutes 466.04 for 2026.

January 12, 2026
Date

President

ATTEST: _____
City Clerk

The motion for the adoption of the foregoing resolution was duly seconded by commissioner and upon vote being taken thereon, the following voted in favor thereof:

and the following voted against the same:
whereupon said resolution was declared duly passed and adopted.