



PUBLIC MEETING: Port Commission Meeting

DATE: Thursday **March 3rd, 2022 6 PM**

LOCATION: Zoom

<https://us02web.zoom.us/j/85806615790>

Minutes

- 1) Commission meeting called to order at 6:13 pm
 - Roll Call
 - President Groves
 - Vice-President Lorang
 - Commissioner Caldwell
 - Commissioner Stipan
 - Commissioner Bump
 - Modifications, Additions and changes to the Agenda
 - Declarations of Potential Conflicts of Interest
- 2) Public Comment (Speakers may be limited to three (3) minutes)
- 3) Special Presentation and Reports by outside resources, staff, and Government Officials
 - a) Legislative Ask – Mark Johnson
 - a. Johnson starts by saying we were not successful in our OR legislature in the \$20 million ask. They were not doing capital funding this time around and were focusing more on homelessness. We are working with the governor's office and will see what they are planning to do with funding they have. The OTC is taking testimonies regarding federal funding for the next week, and by the end of the month, they will have a plan in place. Johnson also wrote a letter for P Groves to approve and send in about our projects to the Region 1 Act. He also participated in town hall meeting with Curtis King and asked what chances are of securing \$20 million from WA. King's feedback was that they will have it on the list for next year because we were late with our request for this year. PNWA is happening virtually this year March 14-17th. Johnson is working with various NW representatives to work on having connections with them as well. The topic will be the Title 23 ask. There is also a possibility with earmarks for the upcoming budget cycle. Ixtapa is still interested in the Sternwheeler Café but will be discussed further next week at a Sternwheeler Sub-Committee meeting. If things fall in place, they hopefully will try to have something opened by the summer. Still finding more proposals for Flex 6 and CAT Bus is going to be taking over the Gorge Express for shuttling people and will be hearing more soon. Johnson will have her present during EDSC meeting and will be only during the summer season. C Caldwell asks if she can attend the PNWA meeting, GM says absolutely and asks if she will be there for the whole session. C Caldwell says she doesn't know about the whole session but

for part. Johnson says that early next week, there will be a schedule more
firmed up for the times of the sessions. He continues that the last 3 days are
mostly congressmen and reps. C Stipan asks if we will continue to have
Commission meeting on March 17th even with the PNWA session, GM answers
yes.

4) General Manager Report

- a. GM starts by having OM Blue start with traffic counts. Blue starts by saying that it depends on weather for how our Feb. numbers will do. He says we made up for a lot of lost traffic this past month compared to January. He adds that gas prices also impact travel as well. C Caldwell asks where to find the numbers Blue put up. GM goes on to say that we will be meeting with JH Kelly on Flex 6 with the outstanding issues. HVAC units have been adjusted but are still waiting for repairs, including in Flex 5. The unit that has melted has not been fixed yet, but the other units are able to keep up. We will ultimately need to deal with the cause of the unit failure and figure out what it was. EDSC is continuing to review proposals for the space; they were a referral from the business development center. A kombucha company, sent from Anne Medenbach, a dog grooming proposal, and Gorge Canoe Club storage and gym, as well as a soft childcare offer. TIB hosted museum fundraiser event played bingo. Joint meeting with POHR was cancelled, currently working to have meeting on the 15th of March. POHR meets for their regular meeting at 6 pm, planning on having meeting at 5. GM offers to make this be a special meeting.

C CALDWELL MOTIONS TO HAVE JOINT MEETING WITH POHR ON MARCH 15 AT 5 PM

VP LORANG SECONDS

Unanimous 5-0

- b. We are looking for a landscaper, or two or three. We have not been able to find any but if send ideas to OM Blue. C Stipan mentions the Best Western has a team of landscapers that come in and to get in touch with them.

5) Commissioner and Sub-committee reports

- C Bump: Nothing to add
- C Stipan: Nothing to add now
- C Caldwell: Would like to see Commission restore policy language that allows Commissioners to be involved with the GM during interviewing process that has to do with department head positions. She continues that she has looked for the policy but has not been able to find it to date. VP Lorang adds that he disagrees with this proposal as it contradicts the GM and what is currently in the GM contract. P Groves says it doesn't contradict it. C Caldwell clarifies that it is in the job description. VP Lorang asks if she's going to make a modification for the description, VP Lorang wants to be shown the transcript of the description. C Stipan agrees with VP Lorang that he would like to be able to see this written. VP Lorang would like to see that actual GM job description. P Groves asks GM opinion. She agrees that it does contradict the contract. VP Lorang says that this should be a legal conversation. P Groves calls on Melissa and she says

that there wasn't a job description for GM but there was a contract. VP Lorang wants to have the policy produced to have the attorney. P Groves says there is a motion and second on the table and if we want to wait to talk about this to the attorney then we can. C Caldwell believes we should vote because there is a second. C Stipan and VP Lorang both agree that no one has enough information. VP Lorang says that we don't have proof that this policy doesn't exist. C Caldwell asks if we know what the practices of hiring people for the last 7 years, she moves that 2 Commissioners are involved in the hiring of department heads. She says if it passes then it passes if it doesn't then it doesn't. P Groves calls on Melissa Warren. She says it was never given to GM but will find the old description from Paul Koch's term. C Stipan continues by asking C Caldwell to reread motion. C Stipan asks if there is a reason in there and C Caldwell says yes. She says that we have had GM that have taken full responsibility for all employees and that as Commissioners, we have found that, the people who live in this community, that they should be apart of this with the GM to be working as a team for the entire Commission, because things have fallen apart when you put everything with the GM. C Stipan asks if there will be a place for this language to be out if it becomes a policy and C Caldwell replies that this would become a policy for the Port. C Stipan asks where this policy is that C Caldwell is talking about, and she says that it's been like this for the past 7 years. C Stipan says he was more curious if it was more tradition than policy. VP Lorang asks where the policy is if it used to be a policy. C Caldwell says that she is making this policy based on the practices from the last 7 years. C Stipan says that this reminds him from a previous meeting for when Melissa Warren's name was being brought up for removing the position and continues that if this gets approved, where will the policy go if in an existing policy or her own personal book. C Caldwell says this will be a policy from today on. C Stipan asks for the reason for this motion, she replies that she would like to see 2 Commissioners to be involved in the hiring of department heads. C Stipan says that from what GM says, it would help to have some legal help in this discussion and that this sounds something that is brand new. VP Lorang says that if we are going to have a policy, we should have a description of how this is going to work because what if Commissioner's call potential interviewees. P Groves disagrees with VP Lorang and would like to be able to contact people to offer interviews and P Groves disagrees with Melissa Warren and says that the policy was made for the new GM that will replace him. C Caldwell says that its from 2013. VP Lorang says that he would like to see this policy. He says that this is the stuff that spawned "Bridge of the Frauds". C Stipan mentions another action item that states the Guidance on Agenda Items, he continues to read the report that GM made for this item. He continues that he doesn't want to do anything that isn't proper. He says if he was GM, he would invite other Commissioners to join him on interviews, in a polite political way. He says that now it's about making motions to remove this person or to approve this policy. He adds when him and VP Lorang were voted for Commission board, he didn't know that he was also running for Port Commissioner, it was just coincidence. He says he has great respect and honor for everyone and wants to do things in a way that is proper. C Stipan asks for C Bump's opinion on this and if he wants to remove his second. C Bump says he can withdraw his seconds from the motion but also says he remembers being on a hiring committee, C Stipan agrees that he was as well. C Caldwell says she wants a vote but should also discuss this. VP Lorang says that one thing he did mention was that adding to the agenda, especially when it's an item that should be discussed, that if there are items that don't make it on the agenda because there isn't information. P Groves steps in that all C Caldwell wants is to bring back the practices from before and keep doing things the way they were done. C Stipan agrees but he says that he would rather discuss this, but he feels like he's being dissed. He wants to table this item; he likes to have peace amongst everyone. C Caldwell says that she isn't trying to hurt anyone, but she is trying to do the right thing. She says that it's also about tradition. P Groves says he needs to get order and asks if C Bump wants to withdraw his second.

C Bump says he will if he would be able to do more research on this policy. C Stipan says that everyone here must trust each other, but her vocalizing that no one trusts her, is her own judgment. He's glad that C Bump is withdrawing his second because this is something that needs to have more discussion and appreciates the fact that they are all willing to research.

AS HAS BEEN FOR THE PAST 7 YEARS, C CALDWELL MOTIONS TO HAVE 2 COMMISSIONERS BE INVOLVED IN THE RECRUITMENT AND INTERVIEWING AND RECOMMENDATION TO THE COMMISSION IN INTERVIEWING FOR HIRING ALL DEPARTMENT HEADS AND KEY PROGRAM POSITIONS

C BUMP SECONDS

C BUMP WITHDRAWS SECOND

No Vote was taken

- VP Lorang: Nothing to add
 - P Groves: Adds that he had a meeting today with the Security and Parking program and believes we are making good headway having policies and procedures in place and have written standards for the security person. We had EDSC meeting, P Groves asked city administrator about the possibility of temporary parking in the business park for the Park and Ride. Zimmerman replied that this feels like it'll be more of a permanent issue. He adds there is a lot of ODOT stuff going on and Juanita's Chips are getting a grant from Connect Oregon for a project in Odell. He also adds that railroad got bought out by a local family that also have projects.
- 6)** Consent Agenda (**Consent agenda may be approved in its entirety in a single motion. Items are considered routine. Any Commissioner may make a motion to remove any items from the Consent Agenda for individual discussion).
- a.** Approval of minutes for Commission meeting from February 17th, 2022
 - b.** Approval of bills in the amount of \$48,161.11
 - c.** Approval of payroll for \$32,253.16

C STIPAN MOTIONS TO APPROVE CONSENT AGENDA AS STATED

VP LORANG SECONDS

Unanimous 5-0

- 7)** Business Action Items
- a.** Adopt Budget Priorities
 - i. These are budget priorities proposed for the next year. Safety improvements are prioritized, to seek finance grants for Port activities and collab with regional state partners and reduce high-cost liabilities. GM continues that biggest planning will be the SBP, will be funded partially or almost entirely by Business Oregon Ports Planning grant. BOTG, especially important to keep up with 15-year plan and more have come along such as lifecycle analysis, pressure and spot cleaning, cameras to have them extended the length of the bridge and one looking down at the river. Prioritize hosting tenant networking and appreciation events, to be able to support each other and share resources. Continue to build infrastructure in Business Park and repairs on Cramblett Way. Complete pFriem expansion, storage space for maintenance, House 2 roof replacement. Road overlay, new backhoe, another full-time employee for maintenance. Staff recognition and continue improvement for employees, and maybe tuition coverage. Have good feedback from

community for events such as community picnic. These are budget priorities as proposed and hoping to have productive conversation about what to include and to exclude. VP Lorang asks the timeline to approving the budget priorities, GM says they can postpone until next meeting or meeting after, but to feel free to call her for any questions but if there is a major change, to tell her right away. C Caldwell ask for financials and that she would like to see them. C Stipan asks if they can discuss these amounts between each other or if its illegal. GM says no but she can pass along numbers to everyone else. GM also adds that it'll be a while until budget numbers are ready but will send them to everyone.

C STIPAN MOTIONS TO TABLE APPROVING BUDGET PRIORITES UNTIL MARCH 17TH

C CALDWELL SECONDS

Unanimous 5-0

b. Approve Truck Purchase

- i. Was budgeted for previous year and ordered but didn't receive it because of the supply chain disruption so it was cancelled by manufacturer. Manufacturer reached out and said they have a truck for us, but Port does not have down payment budgeted; we do have budget for lease payments. She believes we should put \$10,000 down. P Groves asks for the interest on it, GM says 5-6%. C Caldwell asks if we will have \$20,000 left in contingency after the down payment. GM says yes but there are other important items as well and honestly could end up with none. Todd Mohr says that having a new truck will truly help their everyday needs. C Stipan adds that Ron Tonkin says they're offering \$88,000 and points out that the other options are more expensive. P Groves asks what we should do and what if an emergency happens and that the contingency usually is the supplemental budget. GM adds that for supplemental budget scenarios, would be for a disaster. Other ways would be if a grant comes in or if someone pays off our loans, total number of appropriations will increase. P Groves says if we are covered in case of emergency, then he's okay with it. GM mentions that the interest if 5.6% but if there is something else, she will tell them. P Groves asks if it will be cheaper if we go through the bank and GM says it could, but banks are not happy about loans. She says we had to have approval on this to avoid losing it. She says the recommendation is to allow Tommy to do a legal review of the financing package and has a couple of questions before he signs off on it.

C STIPAN MOTIONS THAT UPON TOMMY BROOKS REVIEW OF THE FINANCIAL PACKAGE, THAT WE SELECT RON TONKIN TO APPROVE THE PUCHASE OF THE TRUCK FOR \$88,007.64 AND DIRECT GM TO PREPARE THE CORRESPONDING BUDGET ADJUSTMENT WITH TOMMY'S ADJUSTMENT PENDING LEGAL REVIEW OF THE FINANCING

VP LORANG SECONDS

Unanimous 5-0

- c. Approve Guidance on Agenda Items that do not make agenda cut off time
 - i. GM says that this is the item that C Stipan read out. She says that there are items that come up after the agenda is already published but there are sometimes items that come up worth discussion. She's asking if something comes in and its close to meeting time or its two days before, would Commissioners like to have items be added to the agenda or wait for next time. Another option would be to have emergency items added. P Groves says he's heard every Commissioner say that they haven't seen that in time to read but if GM and Commissioners want to take time to go over items that we will discuss, to be able to have every Commissioner understand what is being brought forward. GM wants to know what kind of items need clarity and is hearing from P Groves that unless she's gotten a chance to discuss and inform items with Commissioners, then to not bring it up. C Stipan understands that when he had the security meeting today and states an example of if the maintenance door is found open late at night, should he call Mohr, go investigate, or call 911. He agrees that if there is something to add to the agenda after being published, then Commissioners should each be contacted. He says it happens to be "a flip of a coin" and wants to make sure GM knows she's appreciated and doing a good job. C Caldwell asks if P Groves sets the agenda and that GM will work with him on what needs to be presented but if there are things that aren't on the four-day notice period, the GM should talk to Commission President and then have him talk to fellow Commissioners. If information gets brought up from GM during meeting, that they would get a feeling to see if the item is something to table or not. P Groves says he wants to make sure everyone knows what is being talked about to be able to make an informed decision and if anything comes out of that, to coordinate with GM. He also adds that we made a resolution, one Commissioner couldn't see it but that's what he wants to avoid. He wants Commissioners to know the title and understand what it says. C Stipan agrees.
- d. Approve Engaged Real Estate Agent
 - i. GM says that this is the opportunity to find the tenant for Flex 6 we may not be able to find on our own. Real estate agents have a lot of contacts and broad range of reaching to people. The cost of it is roughly 3% of the base rent for the first term of the lease. This year's budget is inflexible and cannot accommodate the cost. Whatever is decided from this will be written for July 1. P Groves says that compared to the several times from before, they have not made progress. GM says that if they don't come to an agreement by the

end of the day, then no one will get paid. She says that if they find a successful client, we will have the money. C Caldwell asks if we know of anyone else that will get paid if this doesn't work. GM says we would not have to pay agent. C Caldwell asks if we are going to be looking locally and GM says we have been advertising on anything we can think of. The only proposal that has come has been from Anne. C Caldwell asks if there have been other people talking to P Groves and Mark. GM says that in the first round of proposals, there was one that met the deadline. C Caldwell says that if she was an agent, it wouldn't interfere with other proposals and GM says yes absolutely we would be able to still find other proposals. C Stipan agrees and that it was his idea also and that we have until July for the agent but would rather make phone calls. P Groves says that there are a lot of talking and are in pretty good shape it has people put in a serious proposal for the building. C Stipan says we should put an ultimatum. GM says Anne is already looking for potential clients for us. C Caldwell asks if we have flexibility through Business Oregon for the building. She means if we must pay and when do we have to make our payments. GM says the project must be closed out first, but interest accrues every day. C Caldwell asks if we are receiving around \$250,000 and GM says we will discuss in executive session. GM says that if we wait on this action item, then we will miss out. C Stipan says that we will not have the real estate agent in the budget, but we can't engage the agent until July, GM says we can engage them but can't pay them until July 1. Blue asks if we were to hire a client, we would still have to negotiate. GM says yes. We could also split the 3% with the client and normally do tenant improvements in that fashion as well. P Groves asks if that's something that Anne would have to agree on. March 17th to have another discussion and be able to have more information for everyone. VP Lorang says that it doesn't encumber us from getting someone on our own. C Stipan asks if he feels like we should engage with the agent and VP Lorang says yes. C Caldwell would like to wait.

e. List WaNaPa Property for Sale

- i. P Groves asks if we have this appraised, but GM says we are in line for it but not yet. We are prioritizing the SDS property. P Groves asks if its encumbered and GM says no but it should shortly. C Stipan says the value of the property seems way low. GM says that we shouldn't go lower than \$630,000 but shouldn't go higher.

f. CGRA Requests to Waive Fees for 2022 Season

- i. P Groves mentions CGRA always requests this, but Commission always says no.

Unanimous 5-0

- g. Revise Budget Schedule to complete March 3 Items at next meeting
 - i. GM says we previously discussed this date as appointing the members but there have been no letters on interest. P Groves asks if she

C STIPAN MOTIONS TO CHANGE MARCH 3RD DATE TO MARCH 17TH TO APPOINT BUDGET COMMITTEE MEMBERS AND OFFICER

VP LORANG SECONDS

Unanimous 5-0

- 8) Executive Session under ORS.192.660(2)(e) Real Property Negotiations
 - a. Any action as a result of Executive Session
 - i. Recessed out of Regular Session and Into Executive Session at 8:21 pm
 - ii. Recessed out of Executive Session and Into Regular Session at 8:35 pm

VP LORANG MOTIONS TO MAKE AN ALTERNATE PROPOSAL TO RENEWAL WORKSHOP FOR 6 MONTHS RENT AND REFUND SECURITY DEPOSIT IF EVERYTHING IS IN GOOD CONDITION AND PUT FORKLIFT IN REQUEST AND GIVE PORT PRESIDENT AND GM POWER TO MODIFY AS NECESSARY AND TO ALLOW ATTORNEY TO FINALIZE AGREEMENT AND PRESIDENT TO SIGN SAID AGREEMENT

C STIPAN SECONDS

Unanimous 5-0

- 9) Adjournment 8:37 pm

The meeting location is accessible to persons with disabilities. A request for an interpreter for the hearing impaired, or for other accommodations for persons with disabilities, should be made at least 48 hours in advance of the meeting by contacting the Port of Cascade Locks office at 541-374-8619.