

Scappoose Drainage Improvement Company
Board of Directors Monthly Meeting Minutes – January 13, 2022

Present via Zoom video/teleconference:

Jeff Mapes, President	Geoff Wenker, Landowner
Gary Wheeler, Vice President	Marie Gadotti, Landowner
Amanda Hoyt, Secretary/Treasurer	Tim Berge, Landowner
Len Waggoner, Director (joined 6:15 p.m.)	Debbie Murphy, CalPortland Attorney
Karen Kessi, Director	TJustesen per Zoom ID
Chase Christensen, General Manager	Christy McDonough, Cadman
Laurie Mapes, Staff	Bob Short, CalPortland
Jeff Condit, SDIC Attorney	bruceestok per Zoom ID
	Shane Bonanno, CalPortland

President Mapes called the meeting to order at 6:04 p.m. through the Zoom virtual meeting platform. Introductions were made. Minutes below associate with Agenda items.

Agenda Approval

President Mapes made a motion to approve the agenda as revised, noting an executive session topic, consultation with legal counsel, had been added to the executive session already scheduled for an employee matter. Director Wheeler seconded the motion, and all directors present (Mapes, Wheeler, Hoyt and Kessi) voted in favor of it.

Public Comment

Marie Gadotti asked if the board meetings are being recorded. GM Christensen stated that he has not been recording meetings. Ms. Gadotti referred to page 2 of the December 15, 2021 minutes, where the minutes report Ms. Gadotti's stated expectation that there would be a committee on the bylaws amendments, and stated she did not acknowledge that there will be time to look at the proposed amendments.

Attorney Jeff Condit was asked whether meetings need to be recorded. He stated that the public meetings law does not require meetings to be recorded if minutes are taken.

Meeting Minutes Approval

Director Kessi made a motion to approve the minutes of the December 15, 2021 meeting as presented. President Mapes seconded the motion. All directors present (Mapes, Wheeler, Hoyt and Kessi) voted in favor of the motion.

President's Message

President Mapes stated that "crime coverage" – formerly known as bonding – has been obtained in the amount of \$50,000 at a cost of \$369 annually. SDIC's insurance agent explained that it protects the SDIC entity from embezzlement or theft of cash. President Mapes added that the board may wish to refine the recently adopted financial policy to clarify certain processes such as how the board approves expenditures.

President Mapes noted that Western Resources Legal Center (WRLC) had raised various ethical issues regarding the SDIC board's consideration of hiring its former president. He reported that,

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after months of delay and significant legal bills, the state Ethics Commission ruled, on the facts presented, that no ethics violations would result from SDIC hiring the former president.

Regarding a prior suggestion by WRLC that the SDIC board had made a decision outside a public meeting not to involve interested parties in proposed bylaws amendments, President Mapes reported that SDIC Attorney Jeff Condit had responded to WRLC and explained that Mr. Condit, on his own and without board direction, did not form a committee of interested parties or distribute the draft bylaws amendments to interested parties before presenting them to the board at its December meeting because Mr. Condit had concluded that the proposed amendments were so uncontroversial that the expense and effort to form a bylaws committee did not appear justified. President Mapes added that the board's goal remains that proposed amendments be vetted through interested parties, studied and understood by SDIC's membership, and hopefully supported at the next annual meeting. He noted that all Oregon public body meetings now must offer virtual attendance and that a method of virtual voting must be found before the next annual meeting.

Company Financial Review & Expenditure Approvals

GM Christensen reported that the duplicate Waste Management bill noted at the last meeting was a double payment for the month of November that resulted in a credit for December. He noted an SDIS insurance charge of \$13,615 includes the crime policy. President Mapes made a motion to except an HR Answers bill for \$720, received today, from the transaction list and to approve the HR Answers bill if it appears acceptable to Director Kessi and GM Christensen after their review of it. Director Hoyt seconded the motion, and all directors (including Director Waggoner, who had joined the meeting) voted in favor of the motion. Director Hoyt made a motion to approve all invoices dated from the date of the last meeting through today, noting that President Mapes would recuse himself if any payments to Laurie Mapes were on the transaction list. GM Christensen noted that the board had delegated making payroll to him as General Manager, and therefore President Mapes did not need to recuse himself. Attorney Jeff Condit concurred. President Mapes then seconded Director Hoyt's motion, noting that he will not be recusing himself. All directors voted in favor of the motion. Director Hoyt made a motion to approve the expenditures expected in the normal course of business through the end of January, including state tax, federal tax and payroll. President Mapes seconded the motion. All directors voted in favor of the motion. Director Hoyt made a motion to authorize the treasurer's transfer from the state pool to the checking account the amount of \$45,000 to cover anticipated expenditures before the next regularly scheduled meeting. Director Kessi seconded the motion. All directors voted in favor of the motion.

President Mapes reviewed points in the financial policy and suggested the need for a routine printout of the state pool account for the previous month. Director Hoyt noted that, if invoices were set out at the office before meetings, she could look at them. GM Christensen noted that, by the next meeting, it should be possible to access invoices and other financial information electronically. President Mapes added for the public that it is hoped that, by the next meeting, SDIC will have a new website with better storage that will provide access to more documents.

Directors Kessi and Hoyt volunteered to sign checks that have been prepared.

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Amendments to Bylaws Review

President Mapes noted that discussion of the bylaws amendments is tied to when and how the next annual landowner meeting will be held in view of the current coronavirus surge. Now that public meetings must offer a way to attend virtually, it seems that a means should be found to allow landowners to vote virtually as well. Ways to provide virtual voting need to be explored. The consensus of the board was that the annual landowner meeting cannot be held in February. Director Kessi stated her opinion that it is important to hold an in-person meeting if possible, and that it is not possible currently.

Ms. Gadotti stated her opinion that the meeting should be in person.

Director Kessi noted that OHSU experts predict that the current coronavirus surge will be severe but quick. Director Hoyt suggested that the high school auditorium would allow adequate spacing for the expected number of participants.

Mr. Condit explained that a state law effective January 1, 2022 requires public bodies to provide an opportunity to offer testimony virtually at public meetings. The annual landowner meeting is subject to the public meetings law. The law does not specifically require that the body allow remote voting. If the annual meeting is done in person, the virtual platform must allow for virtual participants to submit testimony.

Mr. Condit noted that he has not made any revisions to the proposed bylaws amendments since the board's last meeting but has received suggestions from Debbie Murphy. He has asked for comment from Caroline Lobdell of WRLC and also the Farm Bureau but has not received comments from them yet.

Manager's Report

Infrastructure: GM Christensen reviewed his Manager's Report, noting that repair of the Evans roof is waiting for replacement of the No. 2 pump. The pump is repaired but awaiting paint.

Personnel: It was noted that review of the Field Operations Technician will be conducted later in executive session and that review of the General Manager is complete, including paperwork.

408s: GM Christensen reported that he spoke with Rob Hostettler of CalPortland today. CalPortland's engineering firm, Golder, has been working with USACE and hopes to have a submittal in 2-4 weeks. In public comment, Shane Bonnanno on behalf of CalPortland confirmed that Golder expects a submittal in 2-4 weeks.

GM Christensen said he has not had much time to review the Cadman 408 proposal in order to provide comment by the end of January. President Mapes noted his discomfort with GM Christensen having to make substantive review. Contacting potential engineers is awaiting Mr. Condit's draft of language to use. Mr. Condit noted that it is expected that the contract will be under \$100,000, which allows for direct appointment under public contracting law. He also noted that the reimbursement contract with Cadman is for up to \$50,000. It was noted that it is unclear whether USACE would grant additional time to comment. Christy McDonough of Cadman stated that USACE is targeting review of Cadman's submittal by the end of the month,

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but it is an iterative process, USACE may get back to them before the end of the month, they will take comments as they come, and that the end of January is not a hard deadline. President Mapes asked if Cadman's 408 submission is a public document. Ms. McDonough said she believes it becomes public as soon as Cadman submits it to USACE.

Accreditation/LOMR: President Mapes reported that he had an e-mail exchange with the city and also communication with Paul Vogel of the Columbia Economic Team, with whom he met. There is not much news. Interested parties want WEST to consider the city's stormwater infrastructure in the flood mapping, especially around the Airpark development, to see if it would affect the flood mapping. Mr. Vogel is working with a group of interested parties to refine what will be asked of WEST. President Mapes has reminded the city and Mr. Vogel that SDIC's accreditation is provisional and that it is important to keep the process moving forward.

Tim Berge and Ms. Murphy asked if the LOMR is available on the website. It was noted that the original, draft interior drainage analysis that came out years ago has been on the website for a long time and that drafts of flood maps based on the interior drainage analysis, prepared by WEST Consultants at SDIC's expense, also are on the website. There was discussion of the LOMR process, and it was noted that the SDIC has done what it can do by delivering the draft flood maps to the city and county, who are the mapholders. Once the city and county are comfortable that the draft flood maps represent a true inundation scenario, affected landowners will be notified of the proposed mapping changes and the LOMR process will move forward under city and county direction toward a LOMR submittal to FEMA.

Best Practices: President Mapes and GM Christensen reported that CPA firms were contacted by e-mail regarding their availability to perform an audit, but none of them responded. Presidents Mapes noted that an audit is not required. He added that, because the taxes are prepared by a CPA, at this time it does not appear that SDIC will pursue an audit. Geoff Wenker noted that there are different levels of audits.

President Mapes stated that, when the new website is up and running, the website will be the way SDIC communicates with the public.

Scappoose Storm Water Master Plan: Director Waggoner reported that he expects to speak with City Engineer Chris Negelspach next week. President Mapes noted that the Multnomah County Drainage District receives \$750,000 annually from the City of Portland to handle its stormwater.

Rental Home: Director Kessi reported that the rent is delayed but expected by the end of the coming week. It was due around the 10th and apparently delayed for a reason not the tenant's fault.

Legal: President Mapes asked Mr. Condit for further explanation of the January 6, 2022 Staff Advisory Opinion from Ronald A. Bersin, Executive Director, Oregon Government Ethics Commission, regarding the board's consideration of hiring a former director. Mr. Condit stated that one provision of the ethics statute prohibits benefitting on a contract significantly participated in while on the board, and the question was whether the former president would violate it by having participated in staffing discussions. The commission said the provision

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regards an actual contract, for example if a director approved a consulting contract and then the director went to work for the contractor. The other provision at issue was use of confidential information by the former director and the example was use of information related to the interior drainage analysis and location of aggregate deposits. Both of those things are public record so there was no confidential information involved. Mr. Condit emphasized that the opinion is based on the facts presented. As presented, it is not a violation of the ethics laws to hire the former director.

Mercury TMDL: GM Christensen reported that it is an ongoing process.

At this time, 7:30 p.m., a ten-minute break was taken. When the meeting resumed at 7:40 p.m., it was noted that two executive sessions had been noticed, and Mr. Condit stated that both sessions can be called at one time. President Mapes noted that at least one topic is expected after the executive sessions, setting of the Field Operations Technician's compensation, and that there could be other topics taken up. He called the executive sessions as listed on the revised agenda under ORS 192.660(2)(i) for an employee review and ORS 192.660(2)(h) for legal counsel.

GM Christensen noted that trapping and potential purchase of an ATV may come up after the executive session, and President Mapes stated those topics would be taken up before the executive session. GM Christensen and the board discussed issues related to using an ATV to check pumps, which GM Christensen said would cut pump-check time in half, reduce road damage, and help with spraying in summer. It was questioned whether an ATV would be street legal. GM Christensen had spoken to SDIC's insurance agent, who said SDIC's policy covers ATV use and crossing a road would not be an insurance issue. The agent recommended the ATV be insured against theft. GM Christensen said crossing CalPortland's property might require following CalPortland's rules that a hard hat and reflective vest be worn. Mr. Condit was asked whether the insurance agent's statement that it is covered could be relied upon and answered that the statement could be accepted at face value. Director Hoyt noted that OSHA has online training for ATV safety, with a certificate for completion. President Mapes noted this would be a condition that has to be met first. Mr. Condit noted that the threshold is \$10,000 for getting quotes for an item such as this and that renting of the General Manager's personal equipment should be avoided because of personal gain issues. Director Kessi made a motion to authorize the General Manager to purchase an ATV under \$10,000. Director Hoyt seconded the motion. It was noted that anyone using the ATV should complete training, on paid time. President Mapes noted concern about personal injury but also his goal to provide the General Manager with needed equipment, here a request based on efficiency. Director Hoyt suggested a slow-moving-vehicle warning and helmet. All directors voted in favor of the motion.

Regarding the trapper, it was noted that \$10,000 had been budgeted and about \$5,000 spent so far. GM Christensen noted that the trapper is still catching animals, although at a slower rate, and recommended authorization of another \$1,500. Director Kessi made a motion to authorize expenditure of another \$1,500 for trapping. President Mapes seconded the motion. All directors voted in favor of the motion.

President Mapes then restated that there would be public session after the executive session and re-announced the executive session to be held under ORS 192.660(2)(i) for employee review of

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the Field Operations Technician and ORS 192.660(2)(h) to consult with legal counsel. The board went into executive session at approximately 8:00 p.m.

The board returned to public session at 9:05 p.m. and discussed compensation for the Field Operations Technician, JR Shadley. President Mapes made a motion to give Mr. Shadley a cost-of-living CPIU raise of 7.0% to be effective after this meeting. Director Waggoner seconded the motion. All directors voted in favor of the motion. On the step increase portion of compensation, it was noted that the policy calls for a step increase of at least 0.5% and that Mr. Shadley's current hourly wage is \$22.42. Director Kessi noted that, per discussions with HR Answers staff, step increases typically are 2% to 4%. President Mapes made a motion to make the step adjustment a 3% increase in hourly wage. Director Waggoner seconded the motion, and all directors voted in favor of it.

Review of Action Items

It was noted that Mr. Condit will draft language for contacting potential engineering consultants and continue the bylaws amendments, working with interested parties and sending the SDIC an updated draft. Directors Kessi and Hoyt will sign the checks that are at the district office. Director Kessi and GM Christensen will review the invoice from HR Answers.

Schedule Upcoming Meetings

The next SDIC board monthly meeting will be February 10, 2022 at 6 p.m.

Adjournment

Director Kessi made a motion to adjourn. Director Hoyt seconded the motion. All directors voted in favor of the motion. The meeting adjourned at 9:17 p.m.

Associated documents:

- Meeting Agenda
- SDIC Monthly Manager's Report 1/13/2022
- 20220113 Balance Sheet
- 20220113 P&L Budget vs Actual
- 20220113 P&L This vs Last
- 20220113 Check Register
- 20220113 Credit Card Register
- 20220113 Transaction List
- January 6, 2022 Staff Advisory Opinion from Ronald A. Bersin, Executive Director, Oregon Government Ethics Commission

Approved by the Board of Directors on : Feb. 10, 2022

Laurie Mapes
Signature

Laurie Mapes, Staff
Printed Name and Title