Board Meeting Minutes

Tuesday, June 24, 2025

Time 1pm

Location of Meeting: Zoom

Board Members: Chairman, Kim Puzey, Port of Umatilla, Vice Chair, John Shafer, Umatilla County, JD Tovey, CTUIR, Jeff Wenholz, Morrow County, Joe Taylor, Port of Morrow

Board Member Alternates: Robert Blanc, Port of Umatilla, Dan Dorran, Umatilla County, Gary Burke, CTUIR, David Sykes, Morrow County, Joel Peterson, Port of Morrow

Staff: Greg Smith, CDA Director, and Emily Collins, Project Coordinator

1. CALL TO ORDER AND INTRODUCTIONS

Kelly Doherty, Berit Thorson, Eric Olsen, Brian Lemke, Doug Olsen, Josh Burns, Kyla, Landon Jones, Nic Kotz, Scott Ezell, Elizabeth Howard, Kelly Riggs

2. PUBLIC COMMENT PERIOD (3 Minutes Per Speaker)

There was no public comment.

3. CONSENT AGENDA

A. May 20, 2025, Board Meeting Minutes
B. BEO May 2025 Statement
C. CDA QuickBooks May 2025

Motion from Mr. Taylor to approve the Consent Agenda. Second by Mr. Wenholz. Chair Puzey – Aye, Vice Chair Shafer – Aye, Mr. Taylor – Aye, Mr. Wenholz – Aye, Mr. Tovey – Absent. Motion Carried.

4. INFORMATIONAL REPORTS

A. Director's Update
1. Road Construction

Mr. Smith said, "So what I want to do is start off first with our road construction update and then move on down through the list. Yesterday we advertised our RFP to select a contractor for the road project. That means on July 10th we will have a mandatory pre-proposal conference for all prospective proposers. We will then have a submission deadline of July 31st. Following that, on August 4th, we intend to evaluate proposals from those who have submitted. On August 12th, we'll be interviewing high-ranking proposers who are within the competitive

range. Then also on August 12th, we'll select the highest-ranked proposers subject to recommendation by you, the board. On August 13th, we'll notify each proposer of the results of the board's action. August 19th, we intend to award the contract and execute the notice of award. On September 9th, we will be providing the selected proposer with an award form and an agreement to execute. We then anticipate that by the end of September, that contractor will be selected. We assume there soon after, we will be moving into construction with an 18-month construction period. Commissioner Dorran, last month you asked about the methodology in which I was going to hold back 30%. I gave you a less-than-complete answer. What I intend to do is move our contingency that's currently 5% and move it to 10%. In addition to that, we're going to put in two additives that will allow us to manage the project as we get to the late stages in development. Additive A will finish the last mile to the west of the CDA boundary. Additive B would include optional secondary access roads should we have the resources to do it. I did have a consultation meeting with our engineers and with the economy the way it is, we anticipate we will be able to fully build out this project with the $12 million. I'd provide that as an update on where we are with the road construction."

Mr. Kotz said, "Real quick, how much do you anticipate the traffic and construction are coming through the Rees training center?"

Mr. Smith said, "We intend to access this project through I-82 initially. And just as a little bit of background, just as some interesting facts, let me share this with you. We believe based upon the resources we have available; we will have a five-mile road constructed starting at exit 10 on I-82 and extending all the way to the west side of the CDA property. Each of the travel lanes will be approximately 14 feet wide. The weight capacity will be designed based upon ODOT traffic counts encompassing a range of vehicles from standard interstate trucks and trailers to those of passenger vehicles. And at the end of the day, we anticipate the road should have a lifetime expectancy of approximately 20 years."

Vice Chair Shafer said, "I've got a quick question before we leave off this topic. Are we in contact with the tribes regarding any of the burrowing owls out there on this project?"

Mr. Smith said, "No, Commissioner, we are not. There are no burrowing owl nests based upon where this road is going to be going through. With that said, really quick though, on the burrowing owls, if anyone would like a map of where their current nests are located, I'd be more than willing to provide it to folks."

2. UEC Transmission Installation

Mr. Smith said, "This is just a heads up or a notice that Umatilla Electric Cooperative is proceeding forward with their 14-mile transmission line that would connect the Highway 730 Switchyard in Boardman with the Ordinance Switchyard at Westland Road. It's going to be

approximately a two, well not approximately, it will be a 230KV line. It's going to help add resiliency and reliability by interconnecting key components of their system. One of the things I have asked them to do is to work closely with the future landowners of those properties to make sure that whatever easements they choose to proceed with, that it's in coordination with the landowners. The project currently is in a land use phase and according to UEC, they are on schedule. Josh, is there anything I could add to that?"

Mr. Burns said, "No sir, you nailed it. We have submitted our application for site certificate with the state of Oregon, so that's currently where we're at in the process."

4. State of Oregon Funding to UEC

Mr. Smith said, "As part of the road construction, folks will recall that five million dollars was allocated over to Umatilla Electric. And at the time, the wording in the language stated that the five million could be used for utility expansion. What we needed to do for Umatilla Electric was make sure that it was clear that those dollars could be used for roads. And so, one of the things Umatilla Electric asked us to do was to provide some form of acknowledgement from Business Oregon. What I would share with you is today out of your Capital Construction Joint Committee on Ways and Means, House Bill 5006-1, provided an amendment that says Umatilla Electric Cooperative Association industrial site for infrastructure and utility improvements for five million. And so, the language will be very, very clear and in statute that UEC will be able to utilize those dollars for the road project. While we believe Business Oregon would have gotten there, at the end of the day, we just want to make sure there's complete clarity for all parties. With that said, as it relates to that five million dollars, Schwabe, Williamson, and Wyatt, our legal counsel, is drafting hold harmless language for UEC along with assurance language that UEC will not be held liable for any cost overruns."

5. Insurance Refund

Mr. Smith said, "I want to share with you some good news. Special Districts Insurance had notified us that we are scheduled, we're scheduled to be reimbursed for $25,000 under the injunctive relief coverage we have. This relates to the litigation between Umatilla County and CDA, Port of Umatilla, Port of Morrow and Morrow County. We have received that check and it has been deposited into our account."

6. CDA Auction

Mr. Smith said, "As you'll recall, two or three times you've authorized me to proceed forward with undertaking the liquidation of furniture, equipment, etc. I began to proceed forward, actually had a press release drafted, and then I pushed pause second. guessing this decision with Emily being eight and a half months pregnant with me having a bad back. I didn't want to

find the two of us trying to be out there moving furniture for folks who showed up unprepared to move furniture that they may desire. So, one of the things we're going to do is put a plan together on how best to liquidate this property and we'll keep you informed as we proceed. At the end of the day, I'm not in a position to be out there lifting desks for people when they show up and are incapable of doing it themselves. Emily, I would not ask you to do that. Board members, I'm not inclined to believe you're going to come out and help me do that. And so, I will put a plan together and I will bring that back and share with you how we're proceeding."

Mr. Taylor asked, "Greg, what time do you anticipate maybe something? You thinking like mid-September or even later than that?"

Mr. Smith said, "You know, I'd sure like to get it done this summer. Really, what I need to do is figure out a way to, you know, maybe to go hire the Hermiston Wrestling Club or the Riverside Wrestling Club and ask those young men to come out and help us. At the end of the day, we got our press release all ready to go and Emily was about to push send and all of a sudden I'm like, oh man, my back is not going to do this. I can't have Emily out there. So anyway, so our goal is this summer."

7. Fire Annexation

Mr. Smith said, "There's an ongoing conversation right now between the Boardman Fire Department and the Irrigon Fire Department. Morrow County, as you folks probably already know, has pushed pause on the annexation of either fire district. So right now we're in a wait and see. I did have a chance to visit with our legal counsel at Schwabe. They shared with us with attorneys being on vacation, out of town, and with the 4th of July. At a minimum, we're looking at the middle of July before we'll have an update. With that said, should an update be positive or an update come to fruition, by the time we push it through the Morrow County annexation process, we're probably looking at after Labor Day."

Vice Chair Shafer asked, "I know Boardman Fire told us a couple meetings ago that they were going to have a building put up and constructed by June. Is that completed? Do we know?"

Mr. Kotz said, "I believe what he had talked about was the fact that they were going to station possibly an engine and an ambulance here during the day shift, and that we were going to work long term to possibly be able to house that same engine and ambulatory on a 24-7 basis. They are not going to build a building. The building already exists, but we're still in the working out phase on that."

Mr. Smith said, "The one thing I would share with the board in addition is with the temporary restraining order that we have upon us does ensure the status quo as it relates to emergency services. We do have that coverage. As it stands right now, ae are relying on Boardman to

provide coverage to the industrial lands on the Morrow County side and Irrigon to provide coverage to the 640 acres to the north."

8. Umatilla County Litigation

Mr. Smith said, "The one thing I've requested is that the legal fees for the Columbia Development Authority be compensated by Umatilla County. That would be a decision between the County and the Board. I can tell you in the month of May and June, our total legal fees have totaled $33,370, and I can provide a total cost estimate at a future meeting if you'd like it. One of the things we've been told is that again with vacation, summertime, 4th of July, etc., we should not expect any form of settlement language that I can present to you until mid-July. I'm checking in with Schwabe on how that would play through. If settlement language did come in July, we're probably again looking at post-Labor Day before we'd be able to really begin proceeding with the land division. Let me just share a few additional things that are not on the agenda, but just as additional updates. In the last month, we've received three inquiries. One of them is a renewable energy company looking to place batteries for battery storage. Two others are film and video companies, one of which took a look at what we provided them and said thank you, not quite what they were looking for, but they would keep us in mind in the future. A second company is visiting with me discussing about perhaps exchanging services where they would have access to an igloo for a couple days. In return, they would provide drone footage and any other footage we may deem desirable for economic development purposes in the future. I'll keep you updated on it. I'm not sure if I shared this with you since the last time we've met. I have signed off and agreed to a monitoring agreement with the Confederated Tribes of Umatilla related to the Ordinance Pipeline Phase 2 project. The Columbia Development Authority, by my signature, has agreed that any artifacts encountered as part of Umatilla County's Pipeline Phase 2 monitoring at the map location of 35UM498 will be reburied. The artifacts will be reburied on site and we understand that we will retain ownership of those artifacts until such time as the transfer of the land to the Confederated Tribes of Umatilla. In addition, I've agreed that should any artifacts be encountered, that I will immediately notify CTUIR. In addition to that, I would just share with the group that Tara Furman at CTUIR has been a pleasure to work with. Mr. Chair, those would be my informational updates."

Mr. Taylor said, "I have one if we could, Kim, back on insurance refund. Describe again what that was for."

Mr. Smith said, "So as part of our special district's insurance policy, we had language in there that would reimburse legal fees for up to $25,000 for defense of Umatilla County versus CDA lawsuit under the injunctive relief coverage clause within our insurance."

Vice Chair Shafer asked, "And how much is that refund again?"

Mr. Smith said, “It was $25,000 and it was sent to us via check and that check has been deposited.”

B. Lobby Update

Mr. Smith said, “I received a communication today that reads, Greg, something has come up at the Capitol over transportation. Can I postpone the update till after the session? I have a session conflict. If so, can you let Emily know? You can update them on the carbon sequestration issue along with the UEC issue and what we're doing for potential transportation improvement issues. So, oh, and then I also noted on here enterprise zone. So, gang, I'll just be really candid. He is up to his elbows. We're in the final four days, five days of session. If we go to Sunday, the major issue outstanding in the state capitol is a transportation project. And Rich Angstrom, who is our contract lobbyist for $2,500 a month, only through session, needed to be attentive to those issues. He asked for the ability to be excused and I granted it.”

5. INFORMATIONAL REPORTS WITH POSSIBLE WORK SESSION

A. Fiscal Agent

Mr. Smith said, “During our last board meeting, Umatilla County shared that they would go back and discuss this and report back to us on their thoughts and comments of the fiscal agent.”

Mr. Dorran said, “Since I brought that up, I can say that we've began those conversations, but nothing to report right now.”

B. Policies and Procedures

1. Employee Handbook

Mr. Smith said, “Board, you should have within your email a draft employee handbook. This has been something that has been needed for a very long time, so I hope the board will take this serious. We have worked this for many hours over the last month with Schwabe, Williamson, and Wyatt. We have gone through, we have edited it to what we believe is representative of the needs of the CDA. We do have the ability for you folks to discuss this in executive session if you'd like, or if you have not had an opportunity to take a look at it because of the brief amount of time you've had it in your hand, we would ask for you to review it and to be prepared to address it at the next board meeting.”

Mr. Taylor asked, “I think we, I had sent some comments into you, Greg. I assume you received those?”

Mr. Smith said, “Yes, sir. We received yours and we also received JD's. And I've asked legal counsel to integrate those comments in, which they have done to the best of their ability.”

Vice Chair Shafer said, “I'm prepared to talk about it today too, and I can submit my comments as well. But I also don't know if it needs to be executive session. I think this is open session stuff, isn't it? I mean, I don't know why this would be executive.”

Mr. Smith said, “I believe you're correct, Commissioner. I think this is something you'd want to do in public.”

Mr. Shafer said, “So, I'm assuming we're all going to have a go, but I'll start. In several places, it's discussed that both employees and board members, board members and employees should not be addressed in the same document. This is not a board member document. It's an employee handbook. I think there should be an employee handbook with policies focused on employees. We could have a board member guideline and expectation document, but we certainly need to separate those two out. So, page 32, pay increases. It suggests that instead of rewarding performance with pay increases beyond COLA, that a variable compensation committee bonus be established, but should not be automatic and should be an award established by the board. And then page 33, records for exempt employees. I think that should be that we suggest that instead of rewarding performance, pay increases beyond COLA, that a variable, yeah, I didn't see where compensation opportunity is in this.

Mr. Smith said, “I'm receiving notice that our legal counsel is very adamant that we have this conversation in executive session. And I don't know her reasoning for this, although she's sharing those statements with me, or I'm receiving notification.”

2. Public Records Request Policy

Mr. Smith explained the draft Public Records Request Policy in detail.

Vice Chair Shafer asked, “How many of these are actually going in front of legal counsel for review? Because $670 an hour seems pretty steep.”

Mr. Smith said, “Yeah, it is. $670 is the cost that our legal counsel charges. Typically, up until about two years ago, zero went before legal counsel. Then for approximately a 24-month period of time, the Malheur Enterprise had multiple, multiple requests, of which they became complex. They became on what some people may perceive as needing legal review, and at the end of the day, our legal counsel suggested, based upon the volume, the complexity, and quite often the vagueness of the request, that they be reviewed. So, for a 24-month period of time, if you'll recall, we spent over 90 some odd thousand dollars on handling one person's public records request.”

Mr. Tovey said, “I just noticed, so this is under actual informational reports with possible work sessions, so I don't know if we can vote on it, correct? You said that there's still some stylistic questions I have on it. It's still written like a memo rather than a policy, like with your signature line, everything at the end, and there's just minor little stuff like that. But anyway, that was my concern. One is that, like, I think it's good. I think I like it, but I did notice that it was under the informational reports, and so I don't know if we can even vote on it anyway.”

Mr. Smith said, “So we, the way our agenda works, gang, informational reports with possible work session allows you to have a conversation, and then should the board choose to proceed forward, they can. And most definitely approval of this would be subject to final editorial adjustments for grammar, spelling, etc. Our intent is to have this be not only our form, but also our policy. And with that said, we would place this online, and so if someone requested a public records request, when they went online, this is exactly what they would see. And so, it's a blend of the form and the policy.”

Chair Puzey asked, “Greg, are you okay that we tweak this for grammar and so forth, and then have it available to specifically be for a vote at a subsequent meeting? Or is there more urgency with respect from your perspective?”

Mr. Smith said, “You know, the urgency lies on your folks' behalf, not mine. I would just share with you that in the past, we spent a significant amount of money trying to determine and decipher how to proceed forward with public records. It appears with the Malheur Enterprise closing that our requests have significantly declined. Now, that doesn't mean it's not going to occur again. So, I would leave that up to you folks. If you'd like us to go through and do the final grammatical editing, we can. If you have any edits of substance, please let me know, we'll run it by our legal counsel one more time.”

Mr. Tovey said, “Yeah, sorry, my phone cut out just briefly there for a second. Can you go over the review that, I presume Schwabe did it, just making sure this is all compliant with ORS and everything like that. And it sounds like the general people who do make requests, such as the EO is good with it. But yeah, sorry if you're repeating yourself, but I'm just kind of double checking.”

Mr. Smith said, “Yep, no problem. So, the format for this document has come off of the Attorney General's website. From there, we took this form, we tweaked it based upon what our needs are. And we ran it through the East Oregonian and KOHU. From there, then we took their recommendations and suggestions and redrafted them with minor tweaks. Then we ran it to Schwabe, Williamson and Wyatt, of which they went through and made their corrections or suggestions. For every one of the suggestions they offered, we adopted them with one exception. The one exception is they did not want their name in this as our legal counsel. I'm of

the opinion that in the interest of openness and transparency, the public needs to know who our legal counsel is. And so those are the steps it has gone through. It has also been sent to our public records advocate for consideration."

Mr. Tovey said, "Right. And I kind of actually tend to agree because I think in a lot of other places, let's talk about legal counsel. There are legal counsel of record, which we found in other ways. And so that's why my kind of a little bit concerned on this is even like your listed name on there is a memo. It seems like this is a letter from you as ED of the authority rather than just a policy, a policy that's adopted by the board that has a form that goes with it. And then that may or may not have a letter associated with it, but it's all kind of like all in one. And so I'm kind of like, I'm just double checking that this seems like, you know, the policy, the form and a memo stating the process are all kind of all grouped up into one thing, which seems a little bit clumsy."

Mr. Smith said, "So we could strike Dear Citizen and we could strike the last paragraph or we could modify that last paragraph to say for more information content and then take off the signature line if that is better."

Mr. Tovey said, "Yeah, because I think that might be a separate thing, you know, like the policy, the form and the memo or the letter in my mind are three separate things."

Mr. Taylor said, "I would tend to agree with JD. I think the top of it needs to say policy. This needs to be, this is our policy. It needs to be separate from the records request form."

Mr. Smith asked, "So you want me to draft a new policy?"

Mr. Tovey said, "No, I just think those need to be distinct things. There's the policy, which is what our policy is, the form by which you go through the policy. And then if you need a letter to like, here's the form and here's the process, here's the response."

Mr. Smtih said, "I understand the letter part. I've struck that. Now with everything else in here, what we have done in line with what other folks have done is we have said that we are following Oregon Revised Statute Chapter 192 for public reports and meetings. And then, so we stated that right up front and that our policy is of openness and transparency. And then we say, now answer these questions. So we told them we follow 192.

Mr. Tovey said, "I don't mean to sound like I'm getting too picky. I just think it's just for clarity. Like, you know, that's, and that's the way we usually have our stuff set up is like, there's the policy, that's like a document. And then there's like a form to go through the policy that is a distinct form. That's, you know, it's like, it's like, here's your land development code and here's the permit that goes through the land development code. And then a letter from the director saying whether or not your permit's approved. And so those are processed. So those are, those

are in my mind, just distinct things instead of all in one thing. So I don't know how the best way to craft that out."

Chair Puzey asked, "JD, do you mind just forwarding to Greg the documents you mentioned? Then we've got a template."

Mr. Tovey said, "Yeah, I'm happy to. And thank you, Mr. Chairman. And sorry about this. I'm still getting, I just landed back in the country about three, four hours ago. So, I'm still getting my head wrapped around life. So, I'm happy to help any way I can."

Mr. Smith said, "Well, let's, let's do this, that would be great, J.D., if you do that. And then, Mr. Chair, if you'll provide 30 more days, what I can do is go through and separate out the policy from the request. And let me, I'll run that again by legal counsel and I'll bring you a revised policy and form."

Chair Puzey said, "How about rather than 30 days at our next meeting, something like that. And you'll have a template from J.D. you can work on."

Mr. Tovey said, "And I'm in agreement with all the content, but the content and the stuff seems pretty solid. So it's nothing. It's just stylistic stuff."

Mr. Wenholz said, "So I do like, I understand what you're saying, J.D., but I do kind of like that maybe the policy would be given with the form to somebody that does a public records request. So that is clear to the person making the public records request what the policy is and what the charges are up front to them. That's the only comment I'd have."

6. FOR THE GOOD OF THE ORDER

Mr. Smith said, "I did want to let the board know, I have ordered our audit for 2023 as required by the BRAC. And I've also put ourselves in the queue for our 2025 audit. I'd share with the board the approximate cost of both those audits is $15,000 each. And we'll be putting that into our cash flow."

7. EXECUTIVE SESSION

A. Employee Handbook
B. Executive Director Job Description

The following statement was read by Ms. Collins:

The CDA may hold an executive session meeting for the permissible reason(s) stated below under ORS 192.660(2). Representatives of the news media and designated staff and other

persons shall be allowed to attend the executive session. All other members of the audience will be asked to leave the room or the CDA board may adjourn to another meeting room. The public virtual Zoom Meeting link will be closed during the executive session as permissible executive session meetings are not subject to HB2560.

Representatives of the news media are specifically directed not to report on any of the deliberations during the executive session, except to state the general subject of the session as previously announced. No decision will be made in this executive session. At the end of the executive session, we will return to open session and welcome the audience back into the room in-person and open the public virtual Zoom Meeting link again.

A. To consider information or records that are exempt by law from public inspection. ORS 192.660(2)(f)

After reviewing the CDA attorney's redline version of the employee handbook, no decision was made in the executive session.

8. ADJOURN

Mr. Wenholz moved to end the meeting. Second by Mr. Taylor. Mr. Taylor – Aye, Mr. Wenholz – Aye, Mr. Tovey – Aye, Chair Puzey – Aye, Vice Chair Shafer – Aye. Motion Carried.

Meeting adjourned at 2:50 pm.