
**Regular Commission Meeting
December 14, 2022 – 1:30 pm
2 Marine Drive, Boardman, Oregon 97818**

I. CALL TO ORDER AND INTRODUCTIONS

Rick called the meeting to order at 1:30 p.m.

Commissioners Present: Rick Stokoe, Marv Padberg, Joe Taylor, Jerry Healy and John Murray

Staff Present: Lisa Mittelsdorf, Eileen Hendricks, Jason Hendricks Miff Devin, Erika Lasater, and Brandy Warburton

Visitors Present: Mike Gorham, Torrie Griggs, Cielo Muniz-Rosales, Karen Pettigrew, David Richards, and Kristin Ostrom

By Zoom Meeting: (Staff) Mark Patton, Tim Patton, Marcine Brangham, Andrea Orcutt and SAGE Center
(Guests) Mike Alldritt, Gary Conklin, Kirby Garrett, Greg Smith, Dawson Quinton, Patrick Collins, Debbie Pedro, Boardman Chamber, Sam Tucker

Rick announced changes to the agenda. CDA update would be moved to 2:30 when Greg Smith is scheduled to log on. A discussion about CREZ II would be added to Other under New Business.

II. CONSENT AGENDA

A. November 9, 2022, Regular Commission Meeting Minutes

B. November 22, 2022, Special Session Commission Meeting Minutes

John made the motion to approve the consent agenda items. Marv seconded the motion. No further discussion was had. The motion passed unanimously.

III. LEGISLATIVE UPDATES

A. State – Dawson gave a brief update on the status of State legislative affairs. Rep. Smith was in Salem for the interim legislative days. The swearing in of new elected officials will be January 9. The legislative session opens on January 17 with the regular session beginning in March.

B. Federal – Kirby gave several broad updates regarding federal legislative matters, including the National Defense Authorization Act. Government spending is set to expire on

December 16. Congress is still negotiating an appropriations bill. All Federal grant programs are still included, which includes the \$1 million we secured for the Irrigon business incubator. As soon as that passes, the funding will be secured. Over the past few weeks, he discussed ongoing projects with Lisa and Mark to strategize funding. We have also started to outline priorities for the Port during the coming year. Congressionally Directed Spending “Earmarks” will be available through the next few years. Projects on the radar include groundwater recharge for the LUBGWMA region, components of wastewater infrastructure, Exit 165 Interchange, SAGE Center equipment and funding, and a Boardman business incubator. Kirby also noted that the PNWA has rescheduled the Mission to Washington conference because legislation will be out of session during the week they originally scheduled.

IV. OLD BUSINESS

A. Bylaws Subcommittee Update (move to January) The commission agreed to move it to January.

B. CDA Update – Moved to 2:37PM after the Morrow County Tax presentation.

Jerry and Marv both declared a potential conflict of interest on this matter, due to their minority ownership in Windwave and abstained from voting and all discussion on the matter.

Greg Smith reported by phone from Salem that the CDA has the MOA awaiting his signature that was authorized by the CDA board. There are two attachments that will go with the MOA. One, being a Promissory Note to the US Army saying the CDA will pay \$1 million to them within 12 months. The second is a Letter of Credit that secures the Promissory Note. All five parties of the CDA are being asked to approve the Letter of Credit. Rick made note of his concerns that the Letter of Credit doesn't state that the Port is not solely responsible for the entire \$1 million. Greg reported that his intention will be to use the first \$1 million in real estate transactions towards paying this loan off. The CDA is hoping to hold an emergency meeting on December 22nd to sign all documents and proceed with the transfer. Greg recommended a simple document be drafted and signed by all parties at that December 22nd CDA meeting declaring the intent for each entity pay \$200,000 if the CDA can't pay the note in full within the 12 months. Lisa's recommendation is to give approval for the Letter of Credit to be signed.

Joe made the motion to approve Greg to sign the Irrevocable Letter of Credit with the borrower being the CDA. John seconded the motion. No further discussion was had, and the motion passed 3-0 with Jerry and Marv abstaining from voting.

C. Columbia River Equipment Sale – Lisa reported that the documents are at the title company and ready to be signed. The right of first refusal issue has been resolved. We should see construction beginning soon on a new 16,000 square foot building on the site.

D. Other

There was no other old business.

V. NEW BUSINESS

A. Morrow County Tax Assessor Presentation - Mike Gorham from Morrow County gave an informative presentation about Morrow County Property Taxes. The county has a total of \$54,070,119.75 in certified property taxes to collect, the highest amount to date, almost double since 2013. Expiring enterprise zone agreements are bringing more property taxes to the tax rolls. He included large SIP and enterprise zone payments.

B. New Leases - Lisa reported that there are no new leases to discuss.

C. Other – CREZ II Discussion

Jerry and Marv both declared a potential conflict of interest on this matter due to a minority ownership of Windwave and abstained from all discussion on the matter.

A discussion was had on how the funds are dispersed by the CREZ II board and how they were utilized by those receiving entities, if known. Lisa reported that Greg Sweek has forwarded information regarding funding and reports for this year's meeting and the payments coming in this year were around \$12,550,431.

CHANGE TO AGENDA: Due to a scheduling conflict for attorney Sam Tucker, Rick recessed the general session at approximately 3:20pm for a short break while they enter into an executive session that started at approximately 3:24pm.

Jerry and Marv declared a conflict of interest due to their minority ownership in Windwave and excused themselves from the meeting room.

VI. EXECUTIVE SESSION I

The Port will 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 in-person. All other members of the audience will be asked to leave the 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. For the Purpose of Consideration of Deliberations with the Port's Executive Director and Other Staff Members Who Have Been Designated by the Port to Negotiate Transactions Related to the Sale or Lease of Real Property – ORS 192.660 (2)(e)

Rick reconvened the regular session at approximately 3:39pm and welcomed the audience back in.

VII. STAFF REPORTS –

A. Project Updates

- B.U.I.L.D. - Mark reported that we're opening the bids for BUILD at 2 PM tomorrow. Prices have more than doubled. He'll know more by the end of the week.

B. Maintenance Update – Erika showed photos of the construction projects while Tim gave a summary.

C. Financial Update – Eileen presented the financial update.

D. Usage Reports – Copies were included in the packet for all to review.

E. Other

It was announced that there is a general housekeeping item that needs to be resolved. Jerry and Marv declared a conflict of interest due to their minority ownership in Windwave. Lisa explained that there are four upcoming land sales to Amazon. They are scheduled to close by the end of the year. The minutes that were approved in December 2021, Ryan was authorized by the commission to negotiate and sign the relevant documents. With his passing, staff now requests that the commission make a new motion to allow Lisa, or her designee, to be authorized and sign documents for the transactions.

John made a motion to amend the original motion to add Lisa, as the executive director, or her designee to negotiate and approve the necessary sale contracts with Amazon. Joe seconded the motion. Motion passed with 3 yes votes and 2 abstaining.

VIII. **OTHER REPORTS** – None present for other reports.

IX. **FOR THE GOOD OF THE ORDER**

X. **UPCOMING EVENTS:**

January 11	1:30 PM	POM Regular Commission Meeting
February 10-12		SDAO Annual Conference (Sunriver)

XI. **EXECUTIVE SESSION** – Rick read the executive session statement and adjourned the general session to begin the second half of the executive session at approximately 3:56pm.

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B. For the Purpose of Consultation with Counsel Concerning the Legal Rights and Duties of a Public Body with Regard to Current Litigation or Litigation Likely to be Filed – ORS 192.660 (2)(h)

C. For the Purpose of Review of the Employment-Related Performance of the Executive Director – ORS 192.660 (2) (i)

There being no further business, the Regular Commission meeting adjourned at approximately 5:00pm.

Submitted by:



Rick Stokoe, Commission President



Lisa Mittelsdorf, Executive Director

PORT OF MORROW

Regular Commission Meeting December 14, 2022

SIGN-IN SHEET

NAME PLEASE PRINT	COMPANY REPRESENTING	PHONE NUMBER	EMAIL ADDRESS (If we don't have it)
Evelo Munoz	Soap Center	54117208842	
Mike German	Morrow County	541-676-5607	mgerman@morrow.or.us
David Richards	Self - Resident-Bonding	541-571-5999	richardsd55395@hotmail.com
Karen Pettigrew	city		
KRISTIN Ostrom	OREGON RURAL ACTION	541-975-2411	kristinO@oregonrural.org