
**Regular Commission Meeting
February 8, 2023 – 1:30 pm
2 Marine Drive, Boardman, Oregon 97818**

I. CALL TO ORDER AND INTRODUCTIONS

Joe Taylor called the meeting to order at 1:30 p.m. Roll call was taken.

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

Staff Present: Lisa Mittelsdorf, Eileen Hendricks, Mark Patton, Jacob Cain, Miff Devin, Jason Hendricks, Anna Browne, Erika Lasater, and Brandy Warburton

Visitors Present: Aaron Moss, Jonathan Tallman, Karen Pettigrew

By Zoom Meeting: (Staff) Tim Patton, Marcine Branham, Dori Drago
(Guests) Aaron Palmquist, Kim Cutsforth, Greg Smith, Dawson Quinton, Raymond Akers, 5413714990, Kirby Garrett, Jr Drago, Sam Tucker

Joe granted Jonathan Tallman two minutes to give a public comment. Mr. Tallman submitted the following: “Taken before you, I see a vote for CREZ III alignment redistricting. Right now, fiber optics has been to most of these properties that Amazon has already bought land to. The decision of vote is littered with conflicts of interest. Two of the port commissioners own Windwave, or are owners of Windwave, and could win... [sic] be the fiber optic company that could win contracts for Amazon. Another port commissioner is acting city manager. How, the question I ask is, how is this behaving in the best interest for the county? There’s still negotiations of how much money will go to our county and this new CREZ III agreement with Amazon. Have these negotiations and contracts been read or shown already? If so, where are they? Where is the transparency of showing these documents so we see what kind of deal us taxpayers are getting? It looks like Windwave is about to benefit from this substantially again. Will the port have integrity and vet these concerns or has the decision already been made? I welcome an open dialogue and a discussion so the prospective corruption does not look bad for future Port of Morrow ties that we’ve seen already and is being investigated. Thank you very much. I appreciate your time.”

II. CONSENT AGENDA

A. January 11, 2023, Regular Commission Meeting Minutes

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

III. LEGISLATIVE UPDATES – were postponed until participants were available online.

- A. Federal** – Kirby Garrett gave a summary on federal legislative matters in DC where the new session is being kicked off. The debt limit negotiations will drive the appropriations process and the congressionally directed spending is about to start receiving requests. We are expecting to receive project solicitations from the senate offices very soon with a response due in mid-March. Kirby reported that the committee assignments for the Oregon delegation is unchanged for the most part. He said that the republicans would continue the practice of “earmarks” on the House side and an internal caucus voted 75% to keep them. It’s unknown how much may change as they move forward. He thought there may be a better answer in a few weeks, but it’s expected to remain consistent.
- B. State** – Dawson gave an update on the Oregon legislative proceedings. There are close to 4,000 bills this session. All drafts are due by March 21 and April 6 is the deadline for passing the first Chamber. We will have an idea of how things are shaping up towards the end of March.

IV. OLD BUSINESS

A. Resolution 2023-01 Adopting Bylaws for the Port of Morrow Board of Commissioners

John made the motion to approve resolution 2023-01, the Port of Morrow Bylaws. Marv seconded. Jerry thanked Brandy, Lisa, Eileen, and the others involved for the efforts on the bylaws. Motion carried unanimously.

- B. CDA Update** – Jerry and Marv declared a potential conflict of interest due to their ownership in a business that may do business in the area someday.

Lisa read an update from Debbie regarding the CDA: The CDA website has been updated with environmental documents. The CDA would like to redesign the website to be a marketing tool for the property once the board determines the strategic and master planning. Invoices were mailed to CDA board members for a 10% match at \$2,466 each. This was for the third quarter. There are currently four projects, three of which are new. Inventory of the depot and a process to determine the best access from the northwest side is currently underway. Meetings have been happening with BRAC, Oregon Trail, USACE and a consulting firm to meet the criteria of the programmatic agreement amendment.

- C. POM Kinzua Mill Site Flood Mitigation** – Mark reported that we received a special levy grant from Business Oregon for \$2 million. Anderson Perry has been instructed to complete the design documents for going to bid. At the Commission’s request, he described the scope of the project. It will open 75 acres up for development in Heppner.

John thanked Mark for his work on the project and Lisa thanked Kim Cutsforth for her help.

D. Other

No other old business was discussed at the time.

V. NEW BUSINESS

A. New Leases – There were no new leases to discuss.

B. Broadband – Aaron Moss

Jerry and Marv declared a potential conflict of interest, out of abundance of caution, due to their ownership in a company that may do business with the broadband action team.

Lisa introduced Aaron, explaining that he approached the port about being a participant in the project, possibly in the form of an IGA with Morrow County. Aaron Moss gave a brief presentation on the broadband action team and its current status. It has reached the point where it needs to formalize with bylaws and a board of directors. The team would like to move forward to create an IGA for joint management of broadband network.

Lisa suggested a joint workshop with the County Commission if they are ready to move forward with the project. John and Rick agreed to meet with Morrow County representatives and Aaron to figure out the details of an IGA.

C. CREZ III – Areas of Influence – Amendment #1 to IGA

John read a statement and requested that it be included in the minutes. It is included verbatim:

February 8, 2023

Thank you Chair Taylor, I would like to add this written statement to the minutes concerning the following topics, CREZ 3 - Areas of influence - Amendment #1 to IGA and CREZ 3 Discussion - IGA Boundary Expansion.

As a Port of Morrow Commissioner, I fully support, the mission of the port, its business partners, business tenants and its staff in achieving its mission. Not only presently do I, but historically I have with my votes on many topics and requests. This is no small task as an elected, legally responsible official for the activities of the Port.

We face a large DEQ fine, basically a cease and desist order on future growth until our waste water treatment facilities are operational, we face public criticism, correct or not, for being a contributor to nitrates in our local ground water and for having conflicts of interest on our commission, and we have a tort claim against us just to name a few issues.

I wish to reiterate again, I support the port and its mission, and am willing to publicly stand and answer for it in all areas except where I believe actions taken will increase scrutiny and liability to the organization.

A frequent attendee to our commission meetings once taught me with the statement "you will always know where I stand, you do not need to guess because I will tell you by the questions I ask and the statements I make". I appreciated the lesson at the time, I do today and will follow it in this way.

Chair Taylor, I respectfully abstain from discussion and voting on the two CREZ topics on the agenda for the following reasons:

1-As a Port of Morrow commissioner I do not see how these two changes to the IGA furthers or enhances the port of morrow's mission in ways that the original CREZ3 IGA did not. I am responsible for the port and not the county or any affected entity falling outside of the agreement.

2-We are currently in, at least I think we are, in negotiations for 5 Amazon datacenters at land affected by these changes in the IGA. They have already purchased the land for all 5 sites and have even begun construction on at least one site. And now we change the negotiating people at the table?

3-These changes affect who negotiates the Enterprise zone tax abatements, adding an entity who stands to gain substantial amounts of money by being listed as a sponsoring entity versus not and it residing only with the authorities originally designated in the IGA.

4-I believe there are conflicts of interest present in this discussion and possible decision, whether they are previously declared actual conflicts on these properties and company or new ones based on new commissioner job roles outside of the port commission.

5-Two CREZ3 agenda items today, one an Ammendment to the CREZ3 IGA and the other a topic for discussion. Why are not both listed as topics for discussion? Ammendment #1, the first of more?

To me this implies two things, one is that previous discussion and planning happened to which I was not a part of and two, that 'time is of the essence' in not only discussing these ideas but more importantly in their implementation.

For these reasons I will be abstaining from discussion and a vote on these topics today. Respectfully submitted,

[signed: John Murray]

Jerry requested clarification regarding the area of influence and IGA boundary. Lisa verified the boundaries being discussed.

Jerry and Marv declared an actual conflict of interest due to their ownership in a company that will potentially conduct business on both of these things. They left the room.

Lisa said that amendment #1 was regarding conversations at the CREZ meeting two weeks ago and was approved by the CREZ board. Brandy showed a map of the enterprise zone that includes the Airport property. It would add the City of Boardman to the area of influence for projects at the Airport Industrial Park. Both the Port and the County would need to amend their CREZ III IGA to include the updated area of influence.

Rick responded to the statement that he has a conflict of interest. Any money received by the city is done so through a public budget, which is audited once a year. He does not receive compensation for any money coming into the City for those funds.

With that stated, Rick moved to approve the Amendment #1 to the IGA, the areas of influence. Joe seconded. Joe and Rick voted yes. John abstained. The vote was two yes and one abstention.

Joe recessed the meeting for 10 minutes in order to confer with legal counsel regarding the vote.

Joe reconvened the meeting at 2:45 PM. Sam Tucker, port attorney, joined the meeting via Zoom. Jerry and Marv, who had entered when the meeting reconvened, left the room due to their previously stated conflict of interest.

Joe announced that after conferring with attorney, the abstention vote, does count as a three-member quorum. If our attorney decides that this is incorrect, we will revisit the motion.

Joe called for a roll-call vote for the motion. Rick was affirmative. Joe was affirmative. John abstained. The vote passed two yes and one abstention.

D. CREZ III Discussion – IGA Boundary Expansion

Jerry and Marv rejoined the meeting and declared an actual conflict of interest due to their ownership in a company will conduct business within these areas. They once again left the meeting.

Lisa explained that the area along bombing range road was not initially included in the CREZ Boundaries, but it is included in the area of influence map that was approved in 2021. Item D extends the boundary for the enterprise zone to that parcel of property.

Rick moved to approve the IGA boundary expansion as discussed but asked if we need to

include a legal description. Rick withdrew his original motion. There was discussion regarding the legal description. Jacob said that he can provide a legal description.

Aaron Palmquist added comments and a question regarding the areas of influence. He asked if the CDA property on the depot could be included in this motion. Joe responded that because it's not currently owned by the CDA yet, we should wait.

plat Lisa read the legal description for the property provided by Jacob. Partition 1 of Partition ~~Plan~~ 2021-25 being located in township 4N, Range 25E, Section 24, in the County Morrow, State of Oregon, containing 122.97 acres more or less.

Rick moved to expand the IGA Boundary Expansion to include the legal property description read by Lisa. Roll call vote: Joe voted yes, Rick voted yes, John abstained his vote.

Joe stated that, as discussed earlier if there are any issues, the matter can be readdressed.

Jerry and Marv rejoined the meeting.

E. Other

No other new business was discussed at the time.

VI. STAFF REPORTS

A. Project Updates

- B.U.I.L.D. – Mark reported that contracts have been awarded. Site improvements for T1 and the crane are the only items left to go to bid. We're about \$2 million over the projected cost. The rail costs have tripled during the time the project was delayed.

B. Maintenance Update – Tim gave an overview of projects while Erika showed photos.

C. Financial Update – Eileen and Jason gave the financial update.

D. Usage Reports – The commission reviewed the usage reports included in the packet.

E. Other

Anna talked about the industry partner luncheon and gave an update regarding high school internships.

VII. OTHER REPORTS

A. Willow Creek Valley Economic Development Group / Heppner Chamber – Kim gave an update for WCVEDG. Current programs will continue through the coming year. The

housing rehab program has been particularly popular. Ione will be exiting WCVEDG as they have been assigned their own CREZ funds. Heppner Chamber has been reorganized and are moving forward. The old Heppner Gazette building is being remodeled and repurposed.

B. Boardman Chamber Update / BCDA – None present

John requested that ICABO be included in the reports moving forward.

C. City Updates – Karen Pettigrew thanked the community and Port for assisting with the city manager search. The interviewees found the tour particularly helpful. The meet and greet was well attended. The expansion at City Hall has started.

D. County Updates – None present

E. Other – There were no other reports.

VIII. FOR THE GOOD OF THE ORDER - None

IX. UPCOMING EVENTS:

February 10-12	SDAO Annual Conference (Sunriver)
March 8th	1:30pm POM Regular Commission Meeting
March 16th	Filing Deadline for Candidacy
March 19-23	PNWA 2023 Mission to Washington
April 12th	3:30pm POM Budget Committee Meeting
May 10th	3:30pm POM Budget Committee Meeting
May 16th	District Elections
June 14th	POM Budget Hearing

X. EXECUTIVE SESSION

Jerry and Marv declared a potential conflict of interest with the CDA discussion due to their ownership in a company that may potentially be doing business.

Joe adjourned the regular meeting at 3:32PM after reading the executive session statement.

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.

- 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)**
- 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)**

Next Resolution 2023-02

Submitted by:



Joe Taylor, Commission President

Lisa Mittelsdorf, Executive Director

February 8, 2023

SIGN-IN SHEET

[illegible]