



**APPROVED 9/17/2020**

**DRAFT MINUTES**

**BOARD OF COMMISSIONERS**

**REGULAR MONTHLY MEETING**

**THURSDAY, AUGUST 20, 2020, 6:30 P.M.**

**VIA ZOOM – email [mbradley@potb.org](mailto:mbradley@potb.org) for instructions**

1. Call to Order @ 6:31 p.m.  
Persons Present: Commissioners Jack Mulder; Jim Young; Matt Mumford; Chris Sween and Sierra Lauder  
Port Staff: General Manager Michele Bradley; Pami Boomer; Rita Welch; Shad Coulson and Margaret Amick  
Guest: Alan Evans, Executive Director of Helping Hands
2. No public attended meeting
3. Presentation and Discussion of Helping Hands Update and Refinance Request – Alan Evans told of how over 11,000 people have been helped since opening their doors before they had to stop accepting clients in February due to COVID-19. They are in the process of adding 45 more beds within four months and want to add services for more families.

Then he talked of how they found a lot more rot and asbestos than they expected; they had to do a Class 2 abatement on nearly one hundred windows to replace them; replacing the roof revealed more asbestos; the fire sprinkler system cost about three times the estimate to bring it to code; and they had to put in two stairway exits on each end of the building for fire safety. These caused them to go \$300,000 over budget. Alan asked the board to extend the balloon payment pay off by five years so Helping Hands can refinance their \$250,000 gap funding loan. The lender is reluctant to refinance while Helping Hands has to pay approximately \$350,000 to the Port in May 2021. The terms of the contract with the Port will remain the same, just the payoff date will be extended. **Matt moved to push the payoff to five years from this date and Sierra seconded. When he was asked, Alan said that he needs some time to complete the gap funding refinance and asked if the beginning of the extension can start on December 1, 2020. Matt amended his motion to reflect the revised date, and Sierra seconded. The motion carried 5-0.**

#### 4. Consent Agenda

- a. Minutes from June 18, 2020 Budget Hearing & Regular Meeting; July 16, 2020 Regular Meeting; and July 22, 2020 Special Meeting
- b. Lease Order #20-16 City of Tillamook; Hoquarton Spur and a Landing Pad; Recreation; open ended term
- c. Lease Order #20-17 Tilly Tots Preschool; Bldg. 54, Ste 100; Preschool; mo. to mo.
- d. Lease Order #20-18 Ryan Smith; Hangar 23; Airplane Storage; mo. to mo.
- e. Lease Order #20-19 Rex Hite; Bldg. 61, Units 15-18; Storage; mo. to mo.

It was requested that, prior to approving Lease Order #20-16, it be amended to reflect the full amount invoiced to the City of Tillamook. Matt wanted the Port to confirm that the operator of Tilly Tots has all the required licensing. Michele said the Port doesn't collect that information from tenants since the lease requires them to follow all local, state and federal laws and requirements, which releases the Port from any liability. **Sierra moved to Approve the Consent Agenda except for Lease Order #20-16. Jim seconded and the motion carried 5-0.**

- f. Draft Financials – July 2020 – will be emailed next week due to Pami being out of the office August 10 through August 18. Pami and Chris agreed that she will call him to set up a time to go over the financials as part of his position as Treasurer.
  - i. Abila - Changes in Account Receivable billing and payments. Due to COVID-19, Pami has been researching options that are available to the Port for accounting. She reported that the Port will be able to automatically email invoices and will be doing a test run with the September invoices next week. The current process requires four extra steps for each emailed invoice. The new module sends the selected invoices at the end of the printing process in one step. The plan is to convert as many accounts as possible to the email billing option.

Pami also found the payment processing service GovPayNet. It will allow the Port to accept credit or debit card payments online with the fees paid by the payer and they provide card readers for in person transactions at no charge. Eventually the A/R invoicing and payment processes will be virtually paperless.

The Port is looking into setting up direct deposit for paychecks with an initial cost of \$1,195 to purchase the module plus an annual fee for support. There has been more interest in the benefit as the number of employees has grown.

Pami told the board that she has been considering the possibility that staff members may have to quarantine at home if they are exposed to COVID-19, so she has been looking at the MIP Cloud

option from Abila to migrate the server to the cloud. It will be maintained and supported by MIP; all updates will be included in the annual fee; there will be automatic nightly backups; and staff will be able to access the server with any internet connected device. The annual costs to the Port for the current server is comparable to MIP but requires more monitoring by staff. The storage to the cloud will be more secure against physical damage than the current servers and will be accessible wherever there is power and internet. Sierra said that all these changes are standard procedure these days and she is supportive of the improvements. Jack said his workplace has been using the cloud for a while now and that it allows for much more flexibility and security. Pami will continue moving forward with the process.

- ii. Follow up on request: Financial tutorial with Milt. Pami spoke with him and he won't be available until the November board meeting. He asked for the board to submit questions for him through Pami beforehand so he will have a better idea of what to cover. Jack asked for Milt to relate the three standard business reports; income statement, cash flow statement, and balance sheet, to the Port's financial reports. He would also like Milt to address the conflict between providing a service to the community as opposed to increased revenue over expenses. As a government entity, what should be the Port's goal? Should there be a specified return on investments? Pami asked the board members to email additional comments and suggestions during the next month so she can pass them on to Milt. The board agreed that Milt will appear at the November board meeting.
- iii. FY 2019/2020 Audit Schedule – The auditor reported that the audits they are currently working on are taking longer than they planned because everything is done electronically and documents must be scanned and sent to them. They will have to do an extension for the Port's audit since the earliest they could schedule it is the first week in February 2021. Sierra asked if Pami will be able to proactively scan items before the audit and she said that she won't be told which documents they want until the audit is in progress. Pami said that as of now, she will be holding volleyball tryouts the second week in February, practices and competition into early April.

- 5. Update on Tillamook Air Museum Operations, Phase II – Museum Director Rita Welch said that attendance is going well, though July's revenue is down from last year. There haven't been issues with visitors wearing masks. The gift shop is doing well and she expects income to go up as more people start traveling again. A pilot from NAS Whidbey Island really enjoyed visiting the museum and when

he was scheduled training hours on the Navy EA-18G Growler, he received permission to fly over the Tillamook area. He emailed the museum curator that he would be flying over on August 5 between 12:45 and 1:00 p.m. and the curator posted the information on the museum's website. It was an impressive sight and received a lot of attention. The pilot emailed on August 12 that he would be doing another flyover at 12:45 p.m. and this time there were two jets.

Rita talked about the FOTAM meeting on August 14, with Rita, Sierra, Carolyn Decker and Bruce Lovelin in attendance. They talked about the possibility of the Port becoming more involved with FOTAM and what FOTAM's next steps could be. There was a lot of discussion about social media but since there aren't the funds to pay someone to develop and maintain an account, Sierra suggested that until FOTAM generates some revenue that they piggyback on TAM's media resources. Rita has posted on Instagram and will do a post on Facebook for them, also. Sierra said they discussed how FOTAM and the Port can make progress on the goals with the limited time and skills currently available to FOTAM. She said that she believes that the board is passionate and committed but they acknowledge their lack of capacity. Sierra said that when she told Bruce and Carolyn that the Port board has discussed the options for Hangar B, including dismantling, Bruce seemed relieved that the possibility has been openly discussed but Carolyn was upset about that possibility. Bruce doesn't have the time to perform all the work required of the Chairman; Carolyn doesn't have the desire to be Secretary or Treasurer and a lot is falling through the cracks. Rita said TAM has documentation of donations brought in at the museum but not of other transactions through FOTAM. Matt asked about setting up a Go Fund Me page and Jack questioned whether there is the capacity to perform the work entailed since the standard financial record keeping isn't even being completed. Michele said she consulted with legal on whether the Port can manage a 501(c)(3) and can the Port board be the FOTAM board and the answer to both questions is yes. There is usually an administrative services agreement spelling out whether a Port employee will be provided pro bono or if FOTAM will be reimbursing the Port for their time. Jack suggested having a joint meeting with FOTAM and Sierra suggested a Capacity Audit. Michele will try to coordinate a date for the meeting.

Jack recessed at 8:00 p.m. for a 5 minute break. Reconvened @ 8:05 p.m.

7. Discussion and Consideration of Draft Continuity of Government (COG) Plan – tabled from May meeting; pending Mulder/Mumford review and recommendations. Tabled to September meeting.
8. Old Business:
  - a. Update of DEQ Appeal
    - i. Discussion and Consideration of Mutual Agreement and Final Order for Case No. LQ/MM-NWR-2019-273 with DEQ and Authorization for General Manager to Sign Documents. The Port

will pay its \$17,000 fine and then invoice Biogas for it and any associated legal fees incurred. **Jim moved to approve the Mutual Agreement and Final Order for Case No. LQ/MM-NWR-2019-273 with DEQ and Authorization for General Manager to Sign Documents. Matt seconded and the motion passed 5-0.**

- b. Grant Applications – update
  - i. OBDD PPM Grant for Airport Business Park Expansion - is still in process.
  - ii. OBDD Brownfield General Application Submitted – the RFP is out to notice.
  - iii. NPDES Application – planning is required per the Lagoon permit; RFP is out; will it be a planning and marketing grant or a special public works fund planning grant is to be determined.
- c. Building #19 – update; the RFP is currently being written up for the remediation of the carpet issues; the HVAC cleaning and others.

9. Manager's Report – Discussion

- a. Letter of Support for City of Rockaway Beach TGM Grant - FYI
- b. TPA Flight Plan – no one from TPA has communicated any complaints to Michele
- c. OPRD comment period on National Register Program rules – Michele had no comments on the proposed changes.
- d. RV Park semi-annual inspection report – the only issue noted was the backflow preventer missing from faucet; it is a continuing problem so they are ordered in bulk and checked daily. Park is currently dry camp with self-contained units only allowed, camp host is on site
- e. OSHA Complaint/Response – Michele responded to letter from OSHA with photos showing mask and distancing compliance and hasn't heard back
- f. NPDES RFP status (Lagoons) – the RFP has been posted; responses will be reported in September
- g. Coronavirus Relief Funding – the Port applied for \$114,000 and was approved
- h. Staff changes – All departments are at 100%; Aaron Palter's schedule has been reduced to three days per week; a student was hired for summer help at the museum.
- i. Discussion and Consideration of Grant Agreement No. 1684 (Coronavirus Relief Fund – CRF) Between the Port of Tillamook Bay and the State of Oregon, through the Oregon Department of Administrative Services, per Section 5001 of the CARES Act and Authorization for General Manager to sign all grant documents. This grant is for reimbursement of expenses incurred by the Port for COVID-19 prevention. Staff time from meetings; sanitizing products; PPE; a bathroom upgrade in one of the buildings for handwashing; all qualified for reimbursement. Management decided that this is the time to make all the accounting and computer upgrades since the initial costs qualified. Michele was able to apply for funds for subrecipients on behalf of four tenants for rent for April – August. This provided relief to



them and obtained rent that the Port might not have been able to collect otherwise. **Chris moved to approve the Grant Agreement No. 1684 (Coronavirus Relief Fund – CRF) Between the Port of Tillamook Bay and the State of Oregon, through the Oregon Department of Administrative Services, per Section 5001 of the CARES Act and Authorization for General Manager to sign all grant documents. Sierra seconded and the motion passed 5-0.**

10. Executive Session per ORS 192.660 (2) (e) for Real Property Transactions – Recessed the Regular Meeting and entered Executive Session @ 9:25 p.m.; exited Executive Session and reconvened Regular Meeting @ 10:03 p.m.
6. Discussion of Current Strategic Business Plan Goals in relation to General Manager Annual Evaluation (Lauder/Mulder) Jack reviewed the outline of goals for the General Manager’s future evaluation, based on a calendar year. He also presented a form for the review and the incentive calculation chart, then the members discussed them and made suggestions for changes. Jim said that he strongly feels that the General Manager’s incentive should not be weighted so heavily on completing goals since other, urgent issues often come up during the year, impacting her ability to attend to the goals. **Matt moved to approve the goals subject to review in January 2021. Sierra seconded and the motion passed 4-0, Jim Young dissenting.**

Sierra commented that she hopes that this will streamline the review process and she is glad that the General Manager had input in the process.
11. Board Member Comments – Matt asked whether the refund from the IRS has been received and Michele said the letter to the IRS is still to be written by staff.
12. Communications – **info only/no discussion/no action**
  - a. September Regular Board Meeting – September 17, 2020 at 6:00 pm – in person meeting with a take-out dinner and practicing social distancing in Conference room
  - b. October Regular Board Meeting – October 15, 2020 at 6:30 pm via Zoom
  - c. November Regular Board Meeting – November 19, 2020 at 6:30 pm via Zoom
  - d. Closed for Thanksgiving holiday – Thursday 11/26 and Friday 11/27, 2020
  - e. December Regular Board Meeting – December 17, 2020 at 6:30 pm via Zoom
  - f. Closed for Christmas holiday – Friday, December 25, 2020
  - g. Closed for New Year’s holiday – Friday, January 1, 2021
13. Adjournment @ 10:06 p.m.