

**Willamette Intake Facilities Commission
Board Meeting Minutes
July 30, 2018**

REGULAR SESSION – 6:00 PM

CALL TO ORDER AND ROLL CALL

Commissioners present:

Tualatin Valley Water District (TVWD): Jim Doane
Beaverton: Marc San Soucie
Hillsboro: Dave Judah (Alternate)
Sherwood: Sean Garland (Vice Chair)
Tigard: John Goodhouse
Wilsonville: Tim Knapp

Committee Members present:

TVWD: Mark Knudson, Management Committee
Paul Matthews, Finance Committee
Carrie Pak, Operations Committee
Beaverton: David Donaldson, Management Committee
Hillsboro: Lee Lindsey, Finance Committee
Sherwood: Rich Sattler, Operations Committee
Tigard: Eric Zimmerman, Management Committee
John Goodrich, Operations Committee
Wilsonville: Bryan Cosgrove, Management Committee
Delora Kerber, Operations Committee

Managing Agency Staff present:

Dave Kraska, WIF Commission General Manager
Clark Balfour, General Counsel, TVWD
Justin Carlton, Finance and Administrative Supervisor, WWSP
Faye Branton, WIF Commission Recorder
Mark McConnell, Building and Grounds Maintenance II, TVWD

Other Attendees:

Bill Van Derveer, Program Manager, WWSP

1. GENERAL MANAGER'S REPORT

Mr. Kraska presented the Safety Minute on heat illness prevention, followed by a review of format changes to the WIF Board meeting agenda, an update regarding a Commissioners' tour of the Willamette River Water Treatment Plant (WRWTP), and an update regarding coordination with Kinder Morgan.

Scheduling of the Commissioners' tour of the WRWTP and the next meeting with Kinder Morgan will occur in the coming weeks. September dates are anticipated for both.

2. PUBLIC COMMENT

There were no public comments.

3. CONSENT AGENDA

- A. Approve the April 30, 2018 inaugural meeting minutes.

Motion was made by San Soucie, seconded by Judah, to approve the Consent Agenda as presented. The motion passed unanimously with Doane, Garland, Goodhouse, Judah, Knapp, and San Soucie voting in favor.

4. BUSINESS AGENDA

- A. Consider adopting Resolution No. WIF-04-18, a resolution adopting Willamette Intake Facilities Board of Commissioners Rules of Conduct.

Mr. Balfour referred Commissioners to the draft Willamette Intake Facilities Commission Board of Commissioners Rules of Conduct and opened the floor for questions and comments.

Commissioners determined that the WIF Commission Board of Commissioners Rules of Conduct are to be amended as follows:

- Item D. AGENDA
 1. Sentence shall be amended to read – “The agenda headings for Board business meetings shall generally include the following:”
- Item E. BOARD DISCUSSIONS AND DECORUM
 - 3.b. “will have an opportunity to speak ~~once~~ on any pending motion...” Strike the word “once”.
 - 4.a. “...any member of the public desiring to address the Board must first request to be recognized by the Chair and then state their name and address for the record. ...”

Motion was made by Doane, seconded by Goodhouse, to adopt Resolution No. WIF-04-18 with the named amendments.

The motion passed unanimously with Doane, Garland, Goodhouse, Judah, Knapp, and San Soucie voting in favor.

In response to Commissioner questions, staff replied that special Board meetings can be held with a quorum. Quorum requirement for Board meetings is addressed in the Intergovernmental Agreement (IGA). Staff has never seen limits imposed on special meetings.

Commissioner San Soucie confirmed that Item C.2 language regarding special meetings is currently acceptable as written. Commissioner San Soucie also expressed the desire have “design of some controls regarding special meetings” presented as a topic for discussion at a future Board meeting.

5. INFORMATION ITEMS

A. Management Committee Reports

Mr. Kraska introduced the WIF Management Committee Reports, stating that these reports are intended to increase the understanding the WIF Board has of its member agencies.

Vice Chair Garland invited Commissioners to ask any questions throughout the presentations.

- Tualatin Valley Water District report was presented by Mark Knudson, CEO.
- City of Wilsonville report was presented by Delora Kerber, Public Works Director.
 - Commissioner Knapp offered a brief synopsis re: Clackamas River water rights and the water provisions in Wilsonville's city code.
- City of Sherwood report was presented by Rich Sattler, Utility Manager.
- City of Hillsboro report was presented by Kevin Hanway, Water Department Director.
- City of Tigard report was presented by John Goodrich, Public Works Director
- City of Beaverton report was presented by David Donaldson, Public Works Director

B. Update on the WIF-Related Elements of the RWF 1.0 Project

Mr. Kraska presented an update regarding the WIF-related elements of the Willamette Water Supply Program (WWSP) Raw Water Facilities Project (RWF_1.0). This semi-annual update is intended to keep the WIF Commission apprised of the regular progress being made on the RWF_1.0 project as it pertains to the WIF.

In response to Commissioners' questions, staff replied:

- WWSP is designing for the Cascadia subduction event. The location and design of a possible catchment fence is yet to be determined. We could have bank disruption; however, there is no way to predict this with certainty. The next step is to perform additional geotechnical investigations in the area to obtain more information.
- Work on the RWF_1.0 project is planned to be performed while the WRWTP is in operation. We are currently working through the details regarding work to be done inside the intake pipe.

C. Clarify WIF Commission Role in the Raw Water Facilities Project

Mr. Kraska presented clarifying information regarding the history of the Raw Water Facilities Project and its relationship to the Willamette Governance Group, relevant information in Agreements, the WIF Commission's role pre-July 1, 2026, and the WIF Commission's role post-July 1, 2026.

In response to Commissioner question, staff said the Raw Water Facility Project Plan will explain cost shares, anticipated cash flow, and how changes will be managed.

D. Raw Water Facilities Project Plan

Mr. Carlton presented a draft outline of the Raw Water Facility Project Plan. This plan is currently being drafted for review by the WIF Finance and Management Committees and will be presented for consideration at the October WIF Board meeting.

In addition to the Raw Water Facility Project Plan, it is anticipated that a FY 19 budget for the RWF_1.0 Project will also be presented for consideration at the October Board meeting. The budget will cover the FY 19 costs, as well as costs incurred to date.

6. COMMUNICATIONS AND NON-AGENDA ITEMS

A. None scheduled.

Commissioner Knapp shared that there may be interest in talking about the blue green algae issue upstream and potential impacts. Communication needs to be addressed statewide. There is no water testing lab in the state of Oregon. Consequently, water samples are being sent out of state for testing.

Staff concurred that it makes sense for this group of individuals to have an interest and pay attention to that issue. Staff noted that everyone here is a member of the Oregon Water Utility Council (OWUC), which promotes and monitors legislation, public policies, and regulations regarding drinking water.

ADJOURNMENT

There being no further questions or business, Vice Chair Garland adjourned the meeting at 7:40 p.m.

NOTE: *Due to equipment malfunction, the audio recording of this meeting failed.*

Willamette Intake Facilities Commission Board of Commissioners Rules of Conduct

A. AUTHORITY

Article 4, Section 4.4 of the Willamette Intake Facilities Commission Intergovernmental Agreement requires the Board of Commissioners (Board) to adopt rules regarding the conduct of meetings. The Board will review these rules periodically. Amendments will be made as necessary.

B. DEFINITIONS

As used in these rules, the following mean:

- Board: The Board of Commissioners of the Willamette Intake Facilities Commission.
- Commission: The Willamette Intake Facilities Commission formed by Agreement dated April 18, 2018. (Agreement)
- Managing Agency: The Party designated as Managing Agency under Section 5 of the Commission Agreement.
- Chair and Vice Chair: The Board members elected by the Board pursuant to Section 4.6 of the Agreement.
- Member: A person appointed to the Board by a Party to the Commission.

C. BOARD MEETINGS

1. Regular Meetings to conduct Commission business will be held quarterly, but no less often than semi-annually on the 4th-last Monday of the designated month and additionally as needed. Meetings will be held at the offices of the Managing Agency unless another location is approved by the Board.
2. Special meetings may be called by the Chair or any two Board members.
3. Executive sessions will be held in compliance with the Oregon Public Meetings Law.

4. The notice, conduct of the meeting, and taking of the minutes will be in accordance with the Oregon Public Records and Meetings law.
5. Telephonic/electronic meetings may be held in compliance with the Oregon Public Meetings Law. Members of the Board may participate and vote in meetings via telephone, electronically, or by other means consistent with the Oregon Public Meetings Law. Voting requirements for a topic shall be as provided in Section 4.5 of the Agreement.
6. Attendance at meetings is expected of all members of the Board who should use their best efforts to attend all meetings.

D. AGENDA

1. The agenda headings for Board business meetings ~~are generally as follows~~ shall generally include the following:
 - Call to order – roll call
 - General Manager’s Report
 - Public comment regarding items not listed on the agenda
 - Consent agenda
 - New business
 - Information Items
 - Non-agenda Items
 - Adjournment
2. The Managing Agency will designate a General Manager who will be responsible to prepare and schedule agenda items. Members of the Board or the Management Committee may request that items be placed on an agenda at any meeting. The Board will make best efforts to reach consensus on agenda items.
3. Items appropriate for the consent agenda are items that are deemed to be non-controversial and not likely to require separate discussion. The consent agenda is generally approved with one motion. Any member of the Board may ask that any item be removed from the consent agenda. Upon such request, the item in question will be moved to the new business section of the agenda.

4. Non-Agenda items is an opportunity for a Board Member to propose an agenda item for consideration at the next scheduled Board meeting. The proposed topic shall be submitted in writing to the Board Chair stating the topics, issues and questions with sufficient specificity to enable Staff to briefly research the topic. Managing Agency Staff will prepare and distribute an abbreviated report prior to the next scheduled meeting. Based upon the presentation of the report as an agenda item, the Board shall discuss and determine if the topic is concluded, should no longer be pursued or if it should be further studied by Staff. If the Board determines that further study is necessary, the Board will set a schedule for when it will appear on a future agenda. Staff will prepare a comprehensive report for presentation as an agenda item at a future meeting determined by the Board.

E. BOARD DISCUSSIONS AND DECORUM

1. Members of the Board will conduct themselves so as to bring credit upon the Commission by ensuring non-discriminatory delivery of public services, keeping informed about matters coming before the Commission, and abiding by Commission decisions, whether or not the member voted on the prevailing side.
2. Members of the Board shall seek to preserve order and decorum during meetings and may not, by conversation or other action, delay or interrupt the proceedings or refuse to obey rulings of the Chair regarding rules of the procedure or these Board rules. When addressing staff or members of the public, members of the Board will confine themselves to questions or issues under discussion and not engage in personal attacks or impugn the motives of any speaker.
3. The following ground rules will be observed to maintain order and decorum during Board discussions. Members of the Board:
 - a. will gather necessary information and ask questions of Managing Agency staff before meetings.
 - b. will have an opportunity to speak ~~once~~ on any pending motion or agenda item and will speak for themselves and not for other members.
 - c. will not speak on behalf of the Board, unless they have been authorized by the Board to do so.

- d. will be open, direct, and candid in the Board forum and should be brief and succinct in stating their views and focus on only one issue topic at a time.
 - e. will not speak until having been recognized by the Chair in the order of their requests. The Chair will provide each member of the Board with an opportunity to speak before recognizing another member of the Board. Members of the Board will not interrupt another member who has the floor.
 - f. will not disguise statements as questions or use repetition as a way to convince others.
 - g. will keep discussions moving and call for a “process check” if the Board becomes bogged down in discussions.
 - h. will set and adhere to time limits on discussions.
 - i. will focus on policy issues and will not criticize or attack each other, staff, or other persons.
 - j. will not seek to discuss a major policy issue that is not a topic on the current agenda but rather seek to have the discussion scheduled on a future agenda using the process for Non-Agenda items in Section D.4.
4. Public comment:
- a. Citizen and community meeting group testimony forms will be available at each business meeting. At the time on the agenda designated for public comment and during any public hearing, any member of the public desiring to address the Board must first request to be recognized by the Chair and then state their name and address for the record. The Chair may set time limits for comments. The Chair may request that groups with similar comments choose a spokesperson to present joint remarks.
 - b. In general, members of the Board will not respond to comments made during the public comment agenda time, except to ask clarifying questions. Any public requests for Board action will be referred to staff for review before being placed on a future agenda.

F. MOTIONS

1. General

- a. Motions will be clearly and concisely stated. The Chair will state the name of the member of the Board who made the motion and the member who made the second.
 - b. The Chair should repeat the motion prior to voting.
 - c. Most motions die if they do not receive a second. Motions for nominations, withdrawal of a motion, agenda order, roll call votes, and a point of order do not require a second. Any motion on which a second is not made but on which discussion begins is automatically seconded by the member beginning the discussion.
 - d. Discussion of a motion is open to all members of the Board who wish to address the motion. A member of the Board must be recognized by the Chair before speaking.
 - e. The Chair will ask for a voice vote for all final decisions. All members of the Board are expected to vote on each motion unless they are disqualified for some reason. A member of the Board who does not vote must state the basis for any conflict of interest or other disqualification. The Managing Agency will maintain a record of the votes. Any member of the Board may request a roll call vote on any motion.
 - f. At the conclusion of ~~any~~ each vote, the Chair will announce the results. Members of the Board who wish to explain the reasons for their vote should do so briefly and succinctly.
2. Withdrawal. A motion may be withdrawn by the motion maker at any time without the consent of the Board.
 3. Table. A motion to table is not debatable and precludes all amendments or further debate. If the motion prevails, the item may be taken from the table only by adding it to a future agenda for continued discussion.

4. Postpone. A motion to postpone to a certain date is debatable and amendable. A motion to postpone indefinitely is a motion to reject without a direct vote and is debatable and not amendable.
5. Amendment. A motion to amend may be made to a previous motion that has been seconded but not voted on. Amendments will be voted on first, then the main motion as amended (or not amended). Motions to adjourn, amend the agenda order, table, point of order, take from table, and reconsider may not be amended.
6. Reconsideration. When a motion has been decided, any member of the Board who voted with the majority may move for reconsideration. A motion for reconsideration may only be made at the meeting at which the motion on the ordinance, resolution, order, or other decision was approved.

G. BOARD MEMBER CONDUCT

1. If a member of the Board appears before another governmental agency or organization to give a statement on an issue, the member must state:
 - a. Whether the statement reflects personal opinion or is the official position of the Board; and
 - b. Whether the statement is supported by the majority of the Board.

If the member is representing the Board, the member must support and advocate for the official Board position on the issue rather than a personal viewpoint.

H. CONFIDENTIALITY

1. Members of the Board will keep all written materials provided to them on matters of confidentiality under law in complete confidence to ensure the position is not compromised. No mention of the information read or heard should be made to anyone other than members of the Board, the Managing Agency, or Board Attorney.
2. If the Board meets in executive session, members should attempt to provide direction or consensus to the Managing Agency on proposed terms and conditions for negotiations. All contact with other parties must be left to the

designated staff or representative(s) handling the negotiations or litigation. Members of the Board may not have any contact or discussion with any other party or its representative nor communicate any executive session discussion.

3. All public statements, information, or press releases relating to a confidential matter will be handled by designated Managing Agency staff or a designated member of the Board.
4. Unless required by law, no member of the Board may make public the discussions or information obtained in executive session.

I. COMMUNICATION WITH STAFF

1. The Board will respect the separation between policy making (Board function) and administration (Managing Agency function) by:
 - a. Working with the Managing Agency staff as a team with a spirit of mutual respect and support.
 - b. Except in a Board meeting, not attempting to exert influence concerning personnel matters, purchasing issues, the award of contracts, or the selection of consultants. However, the sharing of ideas with the Managing Agency in these matters is appropriate.
 - c. Limiting individual contacts with Managing Agency staff to the General Manager so as not to influence staff decisions or recommendations, interfere with their work performance, undermine the General Manager's authority to prevent the full Board from having the benefit of any information received. To this end, members of the Board shall not request Managing Agency staff to perform significant work without the approval of the General Manager, so that workloads and work plans are not adversely impacted.
 - d. Respecting roles and responsibilities of staff when and if expressing criticism in a public meeting or through public electronic mail messages.
2. All written information and material requested by members of the Board will be submitted by Managing Agency staff to the entire Board with a notation stating who requested the information. In situations where Management Agency staff provides a copy of an existing document previously provided to

the Board, staff will advise the entire Board rather than providing the material to each member.

3. The Board will refer any comments or questions regarding administration to the Managing Agency who may either answer the inquiry or ask a staff member to do so.

J. MINUTES

1. Minutes will be prepared with sufficient detail to meet their intended use. Verbatim minutes are not required. The minutes of meetings of the Board will comply with provisions of ORS 192.650 by containing the following information at a minimum:
 - The name of each member of the Board and staff present;
 - All motions, proposals, resolutions, orders, and measures proposed and their disposition;
 - The result of all votes, including ayes and nays and the names of the members of the Board who voted;
 - The substance of the discussion on any matter; and
 - Reference to any document discussed at the meeting.
2. The Board may amend the minutes to more accurately reflect what transpired at the meeting. Upon receipt of the minutes in the Board agenda packet, members of the Board should read and submit any changes, additions, or corrections to the Managing Agency so that a corrected copy may be issued prior to the meeting for approval. Under no circumstances may the minutes be changed following approval by the Board, unless the Board authorizes such change.
3. The Managing Agency or designee will make an audio recording of all meetings and maintain custody of all recordings. A member of the Board may obtain a copy of any recording. A member of the Board may obtain a meeting transcript or partial transcript if it can be produced with nominal staff time. If a transcript would require a significant amount of staff time, the Managing Agency may only produce the transcript with Board approval.

K. ADJOURNMENT

1. Upon motion and majority vote of the members of the Board present, any meeting of the Board may be continued or adjourned from day to day or for more than one day. No adjournment may be for a period longer than until the next regular meeting.
2. Upon the request of a member of the Board, a short recess may be taken during a Board meeting.
3. A motion to adjourn will be in order at any time except as follows:
 - When made as an interruption of a member while speaking; or
 - While a vote is being taken

L. OREGON GOVERNMENT ETHICS COMMISSION REQUIREMENTS AND REPORTING

1. Members of the Board must review and observe the requirements of the State Ethics Law (ORS 244.010 to ORS 244.390) dealing with the use of public office for private financial gain.
2. Members of the Board must give public notice of any conflict of interest or potential conflict of interest, and the notice will be reported in the meeting minutes. In addition to matters of financial interest, members will maintain the highest standards of ethical conduct and assure fair and equal treatment of all persons, claims, and transactions coming before the Board.

KM. COMMITTEES

1. The Board will appoint Standing Committees and Ad Hoc Committees under the terms of the IGA. As part of the charge to a committee, the Board may require compliance with all or part of these Rules of Conduct. The Confidentiality Rules in Section H will apply without necessity of Board action.