

Special Meeting Minutes

2018 Klamath Project Drought Response Agency
Special Board Meeting
August 10, 2018
11:00 AM

CALL TO ORDER

Chairman Marc Staunton, called the Special Board of Directors meeting of the 2018 Klamath Project Drought Response Agency (DRA) to order at 10:04 a.m. on Wednesday August 10, 2018 in the KDD conference room, located 250 Main Street, Klamath Falls Oregon.

ROLL CALL

Directors Present: Marc Staunton Rob Unruh, Luther Horsley, Gary Derry (via phone), Michael McKoen, Luke Robison (via phone), & Jerry Enman.

Guests: Chelsea Shearer, Mark VanCamp (via phone), Daneen Dail, Matt Hurley, Richard Deitchman (via phone) & Nathan Ratliff.

Consultants

The board discussed the consideration of Nathan Ratliff as interim legal counsel, and Bill Ganong as a paralegal. As an intergovernmental entity, Bill Ganong stated that hired consultant fee's cannot exceed \$5000 with out submitting for an informal request from other firms. Mr. Ratliff stated that he can cap his fee's as interim counsel at \$4500 which would include his fee of \$225 per hour and \$105 per hour for use of his Paralegal.

Motion: To accept Nathan Ratliff as interim legal counsel with a cap at \$4500 dollars.
Motion by: Jerry Enman Second by: Rob Unruh
Action: Motion carried unanimously

Luther Horsley reported to the board that Amy Chipman with Isler Inc. respectfully declined the boards inquiry of hire to handle the treasurer and auditor position of the KPDRA. Mr. Horsley stated that their insurance does not cover a 10.3-million-dollar agency. Mr. Ganong suggested that Mr. Horsley return to Isler and inquire only to handling the receipts and disbursements. He suggested they be an interim accounting firm with fees not to accrue more than \$5000. An Auditor will not be needed until after the fiscal year.

Motion: To authorize Luther Horsley to sign a contract for an interim agreement with Isler for under \$4500.
Motion by: Michael McKoen Second by: Jerry Enman
Action: Motion carried unanimously

Discussion ensued on opening a bank account. Once the EIN Number and Oregon business registry is completed, Bill Ganong will open the account with funds from districts. Great Basin Insurance stated that it is best to only have two check signers, and Mr. Ganong stated that the signors should be board members not the firm handling the disbursements. He also recommended that the check book stay with Isler should they accept the job. Checks would be made payable to Klamath Project Drought Response Agency.

Matt Hurley and Daneen Dail from Great Basin Insurance Group presented information about insurance. The group gathered information and committed to returning at the next meeting to give a more informed proposal under the new scope of work discussed. They came prepared with a nonprofit policy but quickly found that is not what the agency's purpose was. They will look into insurance under the Special Districts requirements. They will present their findings to Michael McKoen and Bill Ganong.

Motion: To authorize Michael McKoen to sign a contract for a contract for insurance coverage in the amount up to \$5000.
Motion by: Jerry Enman Second by: Luther Horsley
Action: Motion carried unanimously

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MBK sent a purposed scope of work to be considered as an engineering consultant to the board via email. Given the scope of work and the requirements under \$5000, Nathan Ratliff recommended that the board solicit two additional proposals to abide by the rules of informal requests. Mark VanCamp with MBK engineers suggested that the KPDR adopt a list of goals and objectives which will help with proposals. Gary Derry and Nathan Ratliff suggested a member of the board work with Bill Ganong and MBK to help develop information to assist in contracting with engineering services for a distribution plan going forward.

Motion: To authorize Jerry Enman to enter into a contract with MBK to help develop information to contract engineering services for a distribution plan going forward.

Motion by: Luther Horsley Second by: Mike McKoen

Action: Motion carried unanimously

Mr. Staunton stated that he will speak to KWUA about retaining Chelsea Shearer as a record keeper under the \$5000 compliance amount. One option may be that she could be hired as an independent consultant removing KWUA from the equation. As record keeper, there are board meetings to attend, use of recording equipment, minutes to write, and travel costs. Mark will report back next meeting.

Jerry asks if we need to have a certified grant writer to be in compliance. Mr. Ratliff stated no as the money is not a grant.

Contract with the United States

The United States provided a draft contract to attorney's yesterday. Currently there are 3 issues that need to be resolved before any contract can be signed. Therefore, there is no contract to discuss today. The Board is hopeful that at the next meeting there will be a contract. There is a meeting at 1pm with the United States to discuss the issues. Rob Unruh suggested that a committee be formed to participate in the meeting at report back at the next board meeting. The committee members will be Marc Staunton, Jerry Enman and Luther Horsley. Alternate will be Mike McKoen if one of the three are not available.

Motion: To form the GNC committee

Motion by: Rob Unruh Second by: Luther Horsley

Action: Motion carried unanimously

Action Items for hired Paralegal

1. Contact Matt Hurley regarding the application process for special Districts
2. Work with Mark VanCamp and Jerry Enman in the creation of an informal request for programs
3. Collect assessment startup checks from the 3 districts. Checks will be mailed to Ratliff's office, Bill will create a bank account in the KPDR name

Being no further business, Marc Staunton adjourned the meeting at 11:39pm

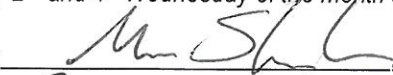
Motion: To adjourn meeting

Motion by: Luther Horsley Second by: Rob Unruh

Action: Motion carried unanimously

Next Meeting

Meeting will be held every 2nd and 4th Wednesday of the month at 11am with locations to be announced.

Approved: Marc Staunton  , President

Approved: Rob Unruh  , Secretary