 

**Minutes**

CLACKAMAS REGIONAL WATER SUPPLY COMMISSION

A regular meeting of the Clackamas Regional Water Supply Commission was held on Wednesday, December 18, 2013 at 7:30 PM at Sunrise Water Authority at 10602 SE 129th Avenue, Happy Valley, Oregon, 97086.

**Present:** Larry Sowa, CRW Board Chair; Ernie Platt, SWA Board Chair; Ken Humberston, CRW Board; Hugh Kalani, CRW Board; Ron Blake, SWA Board; Deanna Wise, SWA Board; Lee Moore, CRW Manager; Wade Hathhorn, SWA Manager; Carol Bryck, CRW staff; Bob George, CRW staff; Lin Rigutto, SWA staff; Tim Jannsen, SWA staff; Dan Fraijo, SWA staff; Cindy Richards, SWA staff; Myron Martwick, Oak Lodge Board; Warren Mitchell, CRW customer; John Collins, South Fork Water Board Manager; Cyndi Lewis-Wolfram, CRW customer.

**MEETING**

Sunrise Chair Platt called the meeting to order at 7:34 PM. Platt said he would open the meeting and start the process of selecting officers until a president is appointed, at which point the new president would assume control of the meeting.

**Action Items**

1. **Appoint Board Members to the ORS 190 Commission**

Sowa introduced himself, Kalani and Humberston as the appointed representatives from CRW and Platt introduced himself, Wise and Blake as Sunrise’s appointed representatives.

1. **Appoint Board Officers to the ORS 190 Commission**

Platt explained that there would be four officers for the new commission and the president and secretary would be from one organization and the vice president and treasurer would be from the other organization. He opened the floor for nominations for president. Sowa nominated Platt. Blake nominated Humberston. A motion to close the nominations was made by Blake and seconded by Wise. Motion carried unanimously.

Sowa proposed voting by secret ballot. Platt stated that because it was a public meeting voting should be public so he would conduct votes by a show of hands. Sowa voted in favor of Platt and Wise, Blake, Humberston, Kalani and Platt voted in favor of Humberston.

Humberston made a statement as board president regarding working as a team with other board members and staff. Humberston opened the floor for nominations for vice president. Wise nominated Blake. A motion to close nominations for vice president was made by Platt and seconded by Blake. Motion carried unanimously. All voted in favor of Blake as vice president.

Humberston opened the floor for nominations for secretary. Platt nominated Kalani for secretary. A motion to close the nominations was made by Platt and seconded by Humberston. Motion carried unanimously. All voted in favor of Kalani as secretary.

Humberston opened the floor for nominations for treasurer. Blake nominated Wise. A motion to close nominations was made by Blake and seconded by Platt. Motion carried unanimously. All voted in favor of Wise.

1. **Identify Name for the New ORS 190 Organization**

Platt stated that he had a list of names and suggested listing them on the whiteboard and then adding other suggestions to the list if necessary.

Platt read the list of suggested names: Lower Clackamas Water Supply Commission; Urban Cooperative Water Commission; Clackamas Regional Water Commission; Western Clackamas Water Commission; Clackamas Water Supply Commission; Sun River Water Commission; Clackamas-Sunrise Cooperative.

Hathhorn asked for thoughts. Platt suggested including either commission or cooperative in the name. Blake suggested having “water supply” in the name as the purpose of the commission would be to supply water only. Humberston commented that Clackamas Regional Water Commission was interesting because it leaves open the opportunity for others to join in the future. The group discussed how to count votes.

Lewis-Wolfram asked if more names could be added to the board. Hathhorn said any additional names should be added now. Platt commented that Sun River would create confusion with the community of Sunriver. Lewis-Wolfram suggested including “cooperative” to help identify the purpose of the commission. Humberston questioned the legalities of a cooperative. Blake said his understanding is that a cooperative is a group of individuals who form a business to buy inexpensive goods.

Wise suggested adding “supply” to Clackamas Regional Water Commission. George commented that having a name starting with Clackamas caused some confusion with the County. Lewis-Wolfram stated that the use of commission in the name might lead the public to believe they should be voting for the members of the board.

Hathhorn announced that, according to a google search, there is a chapter in Oregon statutes specifically defining cooperatives and that definition is separate from the purpose of this organization.

Hathhorn assigned a number to each name on the board, and the board members listed the numbers on paper in order of their individual preference. Moore and Fraijo read the votes and Hathhorn tallied them on the board. Clackamas Regional Water Supply Commission was the chosen name.

1. **Discuss and Approve Board Operation and Logistics for ORS 190 Organization**

Hathhorn distributed a memo listing tasks that need to be completed. He explained that the effective date was officially December 21, 2013. Hathhorn said that the next step is to file with the Secretary of State. He said that it isn’t necessary to appoint a budget committee to adopt first budget. The commission has 60 days to formally approve a budget. The proposed budget must first be approved by the respective boards of the two member entities prior to final action by the board of the Commission.

He noted that discussions had commenced regarding the insurance requirements for the commission and that he was waiting on feedback from the attorneys and SDAO. According to the attorneys, because there isn’t currently a staff or physical assets and no substantive business is currently being conducted, there wasn’t a pressing need for insurance at this time. He said he hoped to have a recommendation for insurance by the next meeting.

Hathhorn said the commission would need to decide how often to hold regularly scheduled meetings. Hathhorn listed the sequence of events: file with the Secretary of State; adopt bylaws; and approve an interim budget. He said that if there weren’t any amendments to the agreement then there was no requirement to meet before January 21. Humberston suggested scheduling the next meeting.

Platt commented that the agreement had some blanks that needed to be filled in including the name of the entity and which officers would be from which agency. He stated that if there were any amendments to the agreement then the amended agreement would need to go before each board for approval. Hathhorn commented that there was a tight timeline for changes.

Humberston suggested several dates for a January meeting. Kalani commented that he would be gone until January 23. Blake suggested appointing alternates. A discussion ensued regarding whether it was likely that there would be any amendments to the agreement. Hathhorn said he didn’t think the commission board would need to meet before CRW’s regular meeting, but it would need to meet prior to January 21. Humberston asked about the need for alternates. Blake suggested that each agency appoint an alternate to attend all meetings so they would be able to participate. Moore suggested adding alternates to the bylaws. The consensus was that the next meeting would be Monday, January 13, 2014 at 10AM at CRW. Hathhorn suggested future meetings not be held during business hours so that the public would have the opportunity to attend.

Blake suggested meetings should be monthly while the commission is being established and then move to quarterly meetings long term. Platt suggested the second Monday evening of the month for the next several months. Humberston said that would make the third meeting on February 10 at 6 PM at Sunrise. The consensus was to alternate the location between CRW and Sunrise each month. The fourth meeting would be the second Monday in March at 6 PM at CRW.

Humberston asked who would establish the agendas and suggested that the president and vice president plan the agendas together and provide the agenda items to the secretary. The group was in agreement. Humberston said the process will be put in place in the bylaws. Humberston asked for contact information for everyone on the board. Richards agreed to create a contact list for the new commission.

Hathhorn acknowledged and gave thanks to all who were involved in the creation of this entity. Moore commended the group for moving forward and doing what is best for the rate payers. Blake commented that this is something he had been working toward in his 24 years on Sunrise’s board. Humberston thanked staff for many years of work on this project. He added that the group is not exclusive and would like to be cooperative with other cities and agencies as it is fit.

Humberston adjourned the meeting at 8:39 PM.

Ken Humberston, Chair Hugh Kalani, Secretary