



Board Meeting MINUTES

October 22, 2024, at 9am

Location of Meeting: Port of Morrow, 2 E Marine Drive, Boardman, Oregon 97818

Board Members: Kim Puzey, John Shafer, JD Tovey, Joe Taylor

Alternate Board Members: Robert Blanc, David Sykes, Joel Peterson

Staff: Greg Smith, Emily Collins

CALL TO ORDER.

Chair Puzey called the meeting to order at 9 am.

INTRODUCTIONS: Aaron Palmquist, Gibb Evans, Elizabeth Howard, Steve Williams, Ryan DeGrofft, Berit Thorson, Kelly Riggs, Sherri Smith, Read Only, Michele Lanigan, Les Zaitz, iPhone7, Doug Olsen, Umatilla County Planning

2. PUBLIC COMMENT PERIOD (3 Minutes Per Speaker)

Public comments were provided by Steve Williams and Aaron Palmquist.

3. CONSENT AGENDA

- A. [September 20, 2024, Board Meeting Minutes](#)
- B. September 20, 2024, Executive Session Board Meeting Minutes
- C. [October 11, 2024, Special Board Meeting Minutes](#)

Mr. Taylor asked for clarification on the September 20, 2024, Meeting Minutes as the current Meeting Minutes create some confusion when referencing item A. Vice Chair Shafer requested to amend the September 20, 2024, meeting minutes to include discussion on who receives the proceeds on the sale of the property. Mr. Taylor moved to approve the Consent Agenda with the requested clarification and amendment. Second by Mr. Sykes. Chair Puzey asked Ms. Collins to do a roll call of the votes. Chair Puzey – aye, Vice Chair Shafer – nay, Mr. Sykes – aye, Mr. Taylor – aye, Mr. Tovey – no. Motion carries.

Michele Lanigan provided a public comment with a recommendation on taking meeting minutes.

Chair Puzey asked Vice Chair Shafer to explain why he voted not in favor. Vice Chair Shafer stated he was not comfortable with the number of items missing from the meeting minutes. He asked Mr. Smith if a video was now posted. Mr. Smith shared the East Oregonian has posted their recording of the meeting. Vice Chair Shafer asked if we had a recording of the meeting. Mr. Smith said no. Chair Puzey asked if in the future we can do a better job, have the minutes to review at the next meeting, and the minutes could be a moving item staff continues to work on. Mr. Taylor said he would be okay with that. Mr. Tovey suggested having a motion to do so otherwise it probably won't happen. Chair Puzey asked Mr. Tovey to make a motion for consideration. Mr. Tovey said that now that we finally have a



recording he thinks that we do need to have the September 20th meeting minutes clarified as there were a number of things missing. Mr. Tovey shared there were a lot of exchanges and discussions not incorporated into the minutes that he thinks are really important. He noted that we just now approved the minutes. Mr. Tovey asked, "How and why would we go in afterwards knowing there were errors with the minutes then why did we approve them just now." Chair Puzey said, "Because we had the minutes and we are now amending and clarifying and the motion passed." Chair Puzey requested to move past this item. Mr. Smith shared that he needed clarification and asked for Mr. Tovey to share what the errors are. Mr. Tovey said "Some of the errors Mr. Shafer brought up with some of the items that were missing. But I think there was also a lot of discussion that occurred during that meeting that is not entirely clarified in here." Mr. Smith said, "So not errors but omissions." Mr. Tovey said, "Both, I think. Mr. Shafer, cause your question that was an omission, correct? That you felt was needed." Vice Chair Shafer said, "Correct." Mr. Smith said, "So that was an omission, not an error. okay. I think I understand." Chair Puzey called to go into old business. Vice Chair Shafer asked for clarification as he thought we were only approving the September 20, 2024, Meeting Minutes and not the October 11th. Chair Puzey confirmed it was the entire Consent Agenda. Mr. Tovey shared "If we did approve the October 11th, then there is an error on that one." He stated that, "That motion was asked to have that evaluation rubric completed before the 4th of October. So, the motion was to have the Chair and the Vice Chair of the CDA research the evaluation process for the CDA Executive Director, and to have that brought back for approval by the 4th. And at that time, the sitting chair was Mr. Shafer. He said we will probably have something out by the first. And then that's when I sent the email on the morning of the 4th asking if anything was going to be coming out, even if it was by a pulled motion or some other process to get that evaluation process completed, and why there wasn't a meeting scheduled. Then the meeting was scheduled for the following Friday, the 11th. And so then the motion was to actually create an evaluation rubric and so this motion wasn't carried out and it's not reflected in the creation of the evaluation." Mr. Tovey clarified that he is asking why and wants to make sure it is accurately reflected in the minutes. Chair Puzey directed Mr. Smith to respond. Mr. Smith asked Mr. Tovey to clarify, was the motion to have the board take action of this issue for the staff? Prior to the 4th? Mr. Tovey confirmed the motion was to have a evaluation rubric researched and designed and approved by the board before the 4th, so that we could complete that evaluation by this meeting on the 22nd. Mr. Smith said, "Correct." Chair Puzey said, "I was not at the meeting on the 20th, and I was not contacted by the Vice Chair Shafer prior to the 4th. We didn't have a meeting on the 4th, we then had the meeting on the 11th. We discussed it in some detail on the 11th which is that we agreed to have a consensus." Vice Chair Shafer clarified that when Chair Puzey sent out the Doodle Poll that was to find a time for us to meet, so we would have something on October 4th. He asked Chair Puzey, "Was I incorrect in that assessment?" Chair Puzey said, "I was waiting to hear from you, because I read in the notes that the motion had taken place. In a meeting that I was not in attendance in." Vice Chair Shafer again asked Chair Puzey about the Doodle Poll. Chair Puzey said, "I asked the staff to send out the Doodle Poll and didn't receive the response." Vice Chair Shafer stated that he has completed his response. Chair Puzey repeated that he had not received the response. Chair Puzey reminded the board, at the meeting on the 11th, they had come to a consensus that they would have their attorneys come together to find a solution. He shared, "A concern was brought up by the Port's legal counsel, by doing what they had come to a consensus to do, they would affectively create a serial meeting."

4. OLD BUSINESS



A. September 20, 2024, Board Meeting Consent Agenda

1. [Board Meeting Minutes July 23, 2024](#)
2. Executive Session Minutes July 23, 2024
3. Bank of Eastern Oregon Statement and [QuickBooks January-August 2024](#)
4. [CDA Port of Morrow Ledger](#)

Mr. Taylor moved to approve item A, September 20, 2024, Board Meeting Consent Agenda, which includes items 1 2 3 and 4. Mr. Sykes seconded. Mr. Taylor asked for clarification on why there was no second on the motion to approve the consent agenda at the September 20th meeting. He requested that if there were other questions or concerns regarding these items that they be mentioned. Vice Chair Shafer clarified, there was one motion for one item. No motion for the other items. Mr. Sykes asked, "Why are we talking about that, what is the point." Mr. Taylor stated he wants to make sure everyone had their say. Mr. Tovey said, "One of my concerns about approving the minutes for the July 23rd meeting is because I don't want the approval of those minutes to inadvertently acquiesce to concerns we have with back salary and the approval of the grant. The approval of the grant has been misconstrued to lead to a salary increase and I have some concerns with that. And so that is the reason I didn't make any motion to accept, and I would probably vote no now. Because I don't feel like the approval of the minutes would basically settle that discussion and those concerns we have with the actions from the prior meeting on June 25th. So that is the reason why I didn't make a motion, and I will probably vote no again today." Mr. Blanc suggested going through the items individually. Chair Puzey asked Ms. Collins to do a roll call of the votes. Chair Puzey – aye, Vice Chair Shafer – nay, Mr. Sykes – aye, Mr. Taylor – aye, Mr. Tovey – no. Motion carries.

3. INFORMATIONAL WITH POSSIBLE WORK SESSION

A. Evaluation Form Update

This item was moved to after the Executive Session.

4. EXECUTIVE SESSION

- A. Staff Evaluation
- B. Attorney Client Privileged Communications

Regular session adjourned into executive session.

The board returned from executive session.

Chair Puzey opened discussion regarding *Information with Possible Work Session – Item A. Evaluation Form Update*. Vice Chair Shafer shared that he expects to bring a proposal to the next board meeting after receiving feedback from Mr. Taylor. Vice Chair Shafer voiced his concerns with Chair Puzey not receiving emails. Mr. Smith reminded the board that CDA is operating with a skeleton staff. Chair Puzey shared that he is happy to work with and have a conversation with Vice Chair Shafer. Vice Chair Shafer requested, "let's get that motion back on the table and let's get that resolved immediately so we can start working together." Mr. Tovey said, "I mirror that sentiment. I think everybody wants to work together. I do kind of take exception to the notion, especially for the former member that was recently removed, is that somehow that their presence and my presence on the board has caused this



consternation. But I would like to remind everybody that some of this is actually effective oversight. The fact that we don't have an operational budget, the fact that an individual thought that an approval of a grant equated to a salary increase, that is effective oversight of public funds. And so, I just want to make sure that is clear in my mind. That I don't feel like I am going to be taking, I do not take any blame for any of the consternation that is happening on the board when I am trying to provide effective oversight for public funds on a public organization. I want to make that absolutely clear." Mr. Smith said, "Mr. Tovey I apologize. In the future I will ask you to read the narrative and the budget as it is brought before you before you vote. My bad, I apologize." Mr. Taylor and Mr. Sykes asked for clarification on what role the attorneys were to play in the evaluation form process. Mr. Sykes suggested having HR and the Board Chair get together to create the form. Vice Chair Shafer shared that he thought a review of the sample evaluation forms was going to take place at the October 11th meeting. He asked Chair Puzey for clarification on why the board didn't come up with a form at the October 11th meeting. Chair Puzey shared that he recalls the reason being they weren't sure who the staff worked for at the time. Vice Chair Shafer suggested using the forms brought forward at the October 11th meeting to put together an evaluation form the CDA can use. Mr. Puzey suggested having the staff put together an evaluation form for the board to review. Mr. Taylor asked for clarification on what a normal review timeframe would be. Mr. Smith stated that the last review he had was 7/8 years ago. From that point on he navigated within the grant process but hasn't had a review in a long time. Mr. Sykes suggested appointing a few members of the board to a committee to work with Mr. Smith and put the evaluation form together. Mr. Taylor volunteered to be on the committee. Mr. Smith said he would work closely with the committee. Mr. Shafer suggested having the Board Chair be a member of the committee. Chair Puzey volunteered to be a member of the committee. Chair Puzey and Mr. Taylor said they will work together to bring an evaluation form forward to the board meeting on November 26th. Chair Puzey asked Mr. Tovey if he had anything else. Mr. Tovey said, "nothing at this time."

Mr. Blanc said, "Speaking as the Port of Umatilla, not the CDA, if there is a way we can sit down and work something out, I want to do that. It wouldn't involve Kim, it would be the Port of Umatilla and maybe we've got to involve the Umatilla County Side. That seems to be where the problem is. The Port of Morrow, they don't have a problem. That's my take." Vice Chair Shafer said, "Other than the fact the Port of Morrow is the one who made the motion, but other than that I agree with you. My issue is not on the Morrow County side." Mr. Blanc said, "So now we are in a situation where everybody is lawyered up. So that ties everybody's hands, because you're taking legal advice and your attorney is telling you, you can do this but this could come back and haunt you if it goes to trial or if something happens. If there is a way to come to a consensus, come to an agreement, then we can sit down and try to work that out, and maybe accomplish the same thing that you are trying to do with receding the vote. By getting together and trying to work something out." Vice Chair Shafer said, "I have a solution that I think is more than adequate, but unfortunately I can't get it on the agenda. But I hear you and I agree with you, and I agree with Mr. Palmquist, 100%." Mr. Blanc said, "What I mean is it's not going to be on the agenda. It's going to be trying to work something out with the Port of Morrow, Port of Umatilla, and the County. Vice Chair Shafer said, "I need it to be on the agenda, and I think I have a solution that all five members would agree to." Mr. Blanc said, "When you say it needs to be on the agenda, that would involve the CDA. Why does something need to be on the agenda?" Vice Chair Shafer said, "Well because it is a motion that would involve the entire CDA. It would require all five members, and that is why it needs to be on the agenda. That is one of my issues with the original



motion. It wasn't on the agenda, and I still stand by that. So that being said, I would love for this to be on our next agenda, because I think everyone in this room would say that's fair, that's equitable, let's do this. But unfortunately, I cannot get this on the agenda." Mr. Sykes said, "Well if you were to hammer out some kind of a deal like he says, then bring it to the board." Vice Chair Shafer responded, "I brought it to one member, I did not bring it to more than one, because that would be a serial meeting. So, I can't do that." Mr. Sykes asked, "You can't meet with the Port of Umatilla and hammer out some things?" Vice Chair Shafer responded, "That's a meeting, that's a quorum." Mr. Blanc asked, "Why?" Vice Chair Shafer said, "Because that is three out of the five members. That is a quorum of membership." Mr. Blanc stated that he is not a member of the board. Vice Chair Shafer clarified that he is an alternate. Mr. Blanc shared that he doesn't think that it qualifies as a meeting. Vice Chair Shafer repeated that if his proposed motion was on the agenda for the next meeting, everyone in the room would agree to it. Chair Puzey suggested Vice Chair Shafer should just meet with Mr. Blanc to avoid a quorum. Vice Chair Shafer said, "I have already met with one member of this board, if I meet with you, that is a serial meeting. I won't do that." Vice Chair Shafer repeated that if the motion was on the agenda, he believes it will pass. Chair Puzey said, "It has been on the agenda twice." Mr. Blanc said, "I guess I don't see where you and I getting together is a problem. As far as a serial meeting or otherwise, but I am not an attorney. I am putting the offer out there." Vice Chair Shafer said, "You just heard the Chair say it has already been on there twice. So, I don't think he is going to put it on there again, but if you did, I think it would pass. That is all I am saying. You know I asked the director to ask you to put it on the agenda and you didn't see that email either." Mr. Smith said, "That would be on me. I own that." Vice Chair Shafer said, "You sent the email to both of us. I saw the email." Mr. Smith said, "At the end of the day, I own it." Mr. Blanc said, "Well my offer is open." Vice Chair Shafer said, "As is mine." Chair Puzey said, "And I said at the beginning of this meeting, I'll work with you." Vice Chair Shafer said, "Then put this on the agenda. If you are willing to work with me, put this on the agenda." Chair Puzey said, "We need to have a conversation." Vice Chair Puzey said, "I can't. Like I said, I have already met with one member of the board." Chair Puzey said, "Well then I guess it will have to be decided in court." Vice Chair Shafer said, "I want everybody to hear that. You are refusing to put a fix that all five members would agree to on the agenda, and you would rather go to court." Chair Puzey said, "That is not what I said. That is not even close. Like I said over and over and over and over and over is that you and I and Bob can have conversations and that we're in agreement that the vote came up and I had no choice but to vote the way that I did. I voted the way that I did and that brought a lawsuit. Then it was asked to be on the agenda. It was. And the vote was reaffirmed. I would be happy to meet with you, Bob has said that he would sit down and have a conversation with you. He could go back to his other commissioners and have a conversation with them as to whether or not they were mutually in agreement with what you two were able to decide. I don't see any problem with that, and he has put it out there repeatedly. Put it out there to you, John, that we will work with you, we will work with you, but we are under the constraint of the lawsuit. Because we are defendants in a suit that you filed against us. Unless or until you drop that or unless and until you get in the room with him, that can't happen. So, you don't want to get in with me, that's fine. Go ahead and meet with Bob. You have called me a liar repeatedly over the radio and I understand where you're coming from on that, and I have said over and over and over, I will work with you, I will work with you, I will work with you. If not me, another elective official. Two elected officials work out the details." Vice Chair Shafer said, "First of all, I want to address that. I have never called you a liar, ever. I said you negotiated in bad faith, but I have never called you a liar. First of all. Second of all, you said you want to work with me. Then put this on the agenda. Cause you don't know what it's going to say,



because I haven't talked to you, because I have already talked to one board member." Chair Puzey said, "Say it right now. We are already in an open meeting. Say it." Vice Chair Shafer said, "All right, I will make this motion. Are you okay with that?" Chair Puzey said, "I am not talking about a motion. I am talking about you explaining the things you want to meet about." Mr. Taylor said, "The trouble with that is, that is not our agenda today. And that is where we're having a lot of trouble with. Over the last four months or whatever things are just not on there, and we are not able to discuss them." Vice Chair Shafer said, "I agree, and I have asked repeatedly to get this on the agenda, because it would solve your problems, it would solve the Morrow County's problems, it would solve the Tribe's problems, it would solve our problems, but yet you refuse to put this on the agenda. I have asked repeatedly." Chair Puzey said, "It has been on there twice." Vice Chair Shafer said, "No what I asked to say has not been on the agenda. At all." Mr. Tovey asked, "If I may, this is JD. Perhaps we have a motion to actually have this put on the agenda for next week so then we have a direction to staff and to the rest of the board so we actually put this on the agenda for next week or for next month, so we can have the materials. Commissioner Shafer can then prepare those materials and then send those out as part of the board packet for the next meeting." Vice Chair Shafer said, "I will make that motion right now." Mr. Tovey said, "I make a motion that we have Mr. Shafer's proposal put on the agenda for the next meeting and he can send out the materials explaining those details before that meeting for our review." Vice Chair Shafer seconded the motion. Mr. Blanc shared that he is available if at some point you want to sit down and talk about your proposal. Vice Chair Shafer said, "And I would love to, I really would." Mr. Tovey said, "Well lets just wait you guys. First of all, so it will just be a presentation of the proposal. After that, then all the board members would be able to take those proposals and go back to their boards and have those discussions to come back in January or February or December or January, whenever we have our next meeting. So that's not the end of it. We're not going to be voting on a proposal next week, we are just going to be reviewing and then getting an update on the information for proposal at the next meeting. And so, all it will be doing is getting that information, and then we can have a further discussion on it. Then it is out in the open and we can have an actual formal discussion and negotiations around that. I'm interested in that, but we have a motion and a second on the floor, Mr. Chair." Chair Puzey said, "JD I'm trying to understand what information you are talking about being available at our next meeting." Mr. Tovey shared, "Well what I am understanding is that Mr. Shafer has a proposal for all of us to consider and apparently, he has been trying to get it on to the agenda. So, my motion is to have that proposal be put on the agenda for discussion at the next meeting. And then the information that he has as the supportive materials for the proposal would be sent out as part of our board packets for the next meeting." Chair Puzey said, "A proposal for discussion?" Mr. Tovey replied, "A proposal for discussion, yes." Vice Chair Shafer said, "Can we have possible action if everybody in the room immediately say, yeah that's fantastic, let's go for it." Mr. Tovey said, "I don't see why not, but I'm just hedging the bet that most people are going to want to go back and talk to their boards." Vice Chair Shafer said, "I'm okay with that." Chair Puzey asked Mr. Sykes, "You had something?" Mr. Sykes said, "What if to show, I know we talked about good faith, you drop the lawsuit. You said everybody is going to agree to this so, to show your good faith, drop the lawsuit and say we can work this out" Vice Chair Shafer said, "That is part of what I want to talk to you about. Exactly part of what I want to say." Mr. Sykes clarified that that is not in the current motion. Mr. Tovey said, "That was not the motion. That was not my motion." Mr. Sykes agreed. Vice Chair Shafer said, "If you hear my motion, you'll like it." Mr. Sykes said, "Okay. I just get worry of somebody saying well I guarantee everybody is going to like it and all five people are going to pass it." Vice Chair Shafer said, "And if it fails, it fails, but then we'll be right where we



are." Mr. Sykes said, "I understand, you've got to get the ball rolling. You know and get to talking. You have to do that. It's like with the lawsuit hanging over everything. You have this hanging over all your discussions." Vice Chair Shafer said, "It can all go away, but you've got to hear the proposal." Chair Puzey called for a vote. Motion carries, unanimously.

Mr. Taylor said, "I have a few items on the agenda. We need to be consistent. One is an update on the road. I know we got one in September, but I think there is a lot of discussion there on the road, and then I don't know if it is current as to today's, it's not on there as far as legal goes, but I would like an agenda item for an update for legal. Legal proceedings, you know, to be an executive session item. For any updates on legal matters." Chair Puzey said, "Lets also be thinking about what we can do to restore the previous salaries so we can get a full staff back together and engaged instead of demoralized."

5. ADJOURN

Meeting adjourned at 10:39.