



Board Members: Chairman, Kim Puzey, Port of Umatilla, Vice Chair, John Shafer, Umatilla County, JD Tovey, CTUIR, Jeff Wenholz, Morrow County, Joel Peterson, Port of Morrow

Board Member Alternates: Robert Blanc, Port of Umatilla, Dan Dorran, Umatilla County, Gary Burke, CTUIR, David Sykes, Morrow County, Lisa Mittelsdorf, Port of Morrow

Staff: Greg Smith, CDA Director, and Emily Collins, Project Coordinator

Board Meeting Minutes
Tuesday, December 16, 2025
Time 1:00 pm
Location of Meeting: Port of Morrow
2 E Marine Drive, Boardman, OR 97818

1. CALL TO ORDER AND INTRODUCTIONS

Kim Puzey, John Shafer, JD Tovey, Jeff Wenholz, Joel Peterson, Steve Williams, Nic Kotz, Giffin Beach, David Sykes, Jason Middleton, Elizabeth Howard, Aaron Palmquist, Bailey, Doug Olsen, Greg Smith, Emily Collins, Lisa Mittelsdorf, Dan Dorran, Robert Blanc, Jerry Simpson, Jerry Imsland, Kelly Doherty, Michele Lanigan, Sherri Smith, Alex Baumhardt, Oregon Office, Berit Thorson

2. PUBLIC COMMENT PERIOD (3 Minutes Per Speaker)

Public Comments were provided by Ms. Lanigan and Karen Jones.

3. CONSENT AGENDA

- A. [November 25, 2025, Board Meeting Minutes](#)
- B. [BEO November Statement](#)
- C. [CDA QuickBooks November 2025](#)

Mr. Tovey asked for clarification on whether the Personal Services Agreement was entered into and executed after the last board meeting. Ms. Howard confirmed that it was not entered into, but the motion was made as a predicate for the board to enter into the agreement if they decide to.

Mr. Blanc asked if the Personal Services Agreement attached to the last agenda is the final draft of the document since it was approved by the board. Ms. Howard confirmed that it was and that the Personal Services Agreement been sent out to Mr. Smith's lawyer.

Mr. Peterson moved to approve the consent agenda. Second by Mr. Wenholz. Motion carried.

Chair Puzey – Aye



Vice Chair Shafer – No
Mr. Tovey – No
Mr. Peterson – Aye
Mr. Wenholz – Aye

Mr. Peterson moved to add section 8. Old Business with item A. Personal Services Agreement, and item B. Settlement Agreement to the agenda. As well as section 9. Executive Session with item A. Personal Services Agreement and item B. Settlement Agreement. Motion was seconded by Mr. Tovey. Motion carried.

Chair Puzey – Yes
Vice Chair Shafer – Yes
Mr. Tovey – Yes
Mr. Peterson – Aye
Mr. Wenholz – Yes

4. INFORMATIONAL REPORTS

A. Director's Update

1. Industrial Road Project

Mr. Smith provided an update on the Road Project. His update included the following: Umatilla Electric Cooperative's legal counsel is reviewing the hold harmless agreement we sent over to them. Tapani is working through a permitting issue and an igloo access issue. Movement of a fiber cable is a project they are also working on.

Vice Chair Shafer asked if moving the road is affecting the burrowing owls. Mr. Smith stated that to the best of his knowledge, they are not affected. Vice Chair Shafer asked Mr. Smith what easement issue they are having. Mr. Smith said it is the right-of-way permit issue that IRZ and Tapani are working on correcting.

Mr. Wenholz asked if we are still on track to finish the project on time. Mr. Smith said yes.

2. Umatilla County Litigation

Mr. Smith said there were two outstanding items the CDA needed to complete. Sending over the CDA insurance policy and responding back to Schwabe regarding the payment of legal fees.



3. Irrigon Rural Fire Protection District Litigation

Mr. Smith explained that Irrigon Rural Fire Protection District was requesting to access CDA property through the OMD property. After a conversation Mr. Smith had with Nic Kotz, he was told this was not an option. Mr. Kotz said that access was not an option for the safety of all those involved.

4. Igloo Rental

Mr. Smith shared that the CDA has 9 igloos rented and will likely have more by the next meeting.

B. Other

5. BOARD ELECTIONS

A. Board Elections ([IGA](#))

Mr. Wenholz nominated Joel Peterson as Board Chair. Second by Vice Chair Shafer. Motion carried.

Chair Puzey – Yes
Vice Chair Shafer – Yes
Mr. Tovey – Yes
Mr. Peterson – Yes
Mr. Wenholz – Yes

Mr. Wenholz nominated John Shafer as Board Vice Chair. Second by Mr. Tovey. Motion carried.

Chair Puzey – Yes
Vice Chair Shafer – Yes
Mr. Tovey – Yes
Mr. Peterson – Yes
Mr. Wenholz – Yes

6. WORK SESSION

A. Fiscal Agent



Mr. Tovey read part of the CDA IGA that explains the responsibilities of the CDA Fiscal Agent. Ms. Mittelsdorf stated that the Port of Morrow will not take on employee services for the CDA. Ms. Doherty said that they will also not be storing CDA records.

Mr. Wenholz said that we no longer need the Fiscal Agent to perform some of the services listed on the IGA since we hired a bookkeeper.

Ms. Mittelsdorf said the Port of Morrow would like to stop paying payroll at the end of December.

B. Other

7. POLICY CONSIDERATIONS

A. Credit Card Policy

Vice Chair Shafer asked what will happen if there is no Executive Director on staff.

Mr. Tovey stated that there would be a credit card policy in place, but there wouldn't be a card issued since there wouldn't be an Executive Director.

Ms. Mittelsdorf suggested issuing a card to the board members.

Mr. Peterson said he would like to see a date and title added to the policy.

Chair Puzey suggested reimbursements instead of a card.

Vice Chair Shafer asked again what would happen if there is not an Executive Director as referenced in the policy.

Mr. Tovey suggested replacing Executive Director with CDA bookkeeper.

Ms. Howard asked the board who they would want to have hold the responsibilities listed in the policy. She suggested adopting the policy now as is and then revisiting it after a contract is in place.

Mr. Tovey moved to approve the policy with the expectation of revisiting it with determination of the existence of an Executive Director. Second by Mr. Peterson with additional requirement of adding a date to the policy. Motion carried.

Chair Puzey – Yes

Vice Chair Shafer – No



Mr. Tovey – Yes
Mr. Peterson – Yes
Mr. Wenholz – Yes

8. OLD BUSINESS

Vice Chair Shafer asked Ms. Howard if the changes made to the agenda at the start of the meeting are allowed.

Ms. Howard said she believes you can amend the agenda but asked for a quick break to double check before moving forward.

CDA Board moved into a 5 minute recess.

CDA Board moved out of the 5 minute recess.

Ms. Howard confirmed that the changes to the agenda are allowed.

- A. Personal Services Agreement
- B. Settlement Agreement

Ms. Howard said they can go into executive session to discuss the release, but not the Personal Services Agreement.

9. EXECUTIVE SESSION

- A. Personal Services Agreement
- B. Settlement Agreement

Ms. Collins read the following statement:

The CDA may hold an executive session meeting for the permissible reason(s) stated below under ORS 192.660(2). Representatives of the news media and designated staff and other persons shall be allowed to attend the executive session. All other members of the audience will be asked to leave the room or the CDA board may adjourn to another meeting room.

Representatives of the news media are specifically directed not to report on any of the deliberations during the executive session, except to state the general subject of the session as previously announced. No decision will be made in this executive session. At the end of the executive session, we will return to open session and welcome the audience back into the room.



ORS 192.660(2)(f) To consider information or records that are exempt by law from public inspection.

ORS 192.660(2)(h) To consult with legal counsel regarding the legal rights and duties of a public body with regard to current litigation or litigation likely to be filed.

CDA Board moved into Executive Session. No Decision was made during the Executive Session.

CDA Board moved back out of executive session.

Mr. Peterson moved to add a deadline to the offered Personal Services Agreement of December 31st. Mr. Wenholz seconded for discussion.

Ms. Mittelsdorf stated the next Port of Morrow meeting is the 13th of January. Chair Puzey said their commission meeting is January 13th.

Mr. Blanc said that in light of the ethics commission investigations of Greg Smith, and their findings, maybe they need to postpone things. He understands that Mr. Smith has 30 days to challenge the findings. He suggests waiting until that is all over to move forward.

Chair Puzey – No

Vice Chair Shafer – No

Mr. Tovey – No

Mr. Peterson – Yes

Mr. Wenholz – Yes

Motion failed.

Mr. Tovey moved to withdraw the Employment Services Agreement in light of the ethics violation case number 25 160(e)(c)(f) and not enter one until that violation is resolved. Second by Vice Chair Shafer.

Mr. Tovey stated that he doesn't think that it is privy for them to enter into a contract with an individual with findings of ethical violations of the state ethics board for work they performed for that same entity.

Mr. Wenholz said that the Port of Morrow is wanting to be done with payroll services and this motion does not solve this issue, and if the Port goes through with ending payroll, then no one will make payroll for the employees of the CDA.



Mr. Tovey stated that those are two very separate issues. They have implications on each other, but if the Port doesn't want to continue, then we might have a situation where the CDA does not have employees until this is resolved.

Chair Puzey called for a vote.

Chair Puzey – No

Vice Chair Shafer – Yes

Mr. Tovey – Yes

Mr. Peterson – No

Mr. Wenholz – No

Mr. Smith said he can have his decision made by the end of the year.

Mr. Peterson asked to have an outline of policies and the date they were last adopted and they could start going through them one by one.

Mr. Dorran asked if there was a date before the end of the year to get the litigation settled.

Mr. Tovey said he could be available anytime.

Mr. Blanc asked if they could act on the Umatilla County litigation today.

Ms. Howard said they are waiting for answers from Ms. Collins on two accounting questions that just went out to her.

Board members agreed that they are all waiting for a final version of the settlement agreement.

Chair Puzey asked for a meeting to discuss the Umatilla County litigation and Fiscal Agent issues on December 23rd in a special meeting.

10. ADJOURN

Documents Discussed

[November 25, 2025, Board Meeting Minutes](#)

[BEO November Statement](#)

[CDA QuickBooks November 2025](#)

[Credit Card Policy](#)

[Personal Services Agreement](#)