

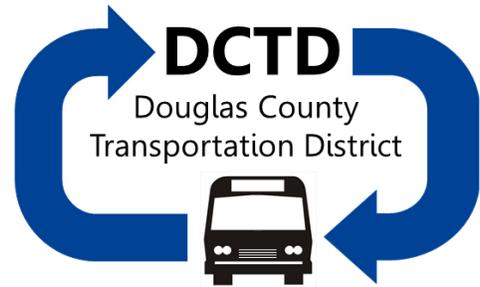
## Minutes

### Special Board of Directors Meeting

Thursday, April 25, 2019

5:30 P.M.

UCAN, 280 Kenneth Ford Drive, Roseburg, OR 97470



#### 1. Call to Order

The meeting was called to order at 5:31 Pm by Board Chair Mike Baker

#### 2. Roll Call

Roll call was taken by the Board Chair, Mike Baker. All directors were present.

Mike Baker	Sheri Moothart	Jennifer Bragg	John Parker
John Campbell	Kat Stone	Mark Hendershott	

#### 3. District Items

##### A. Intergovernmental Agreement with Douglas County on Interim Funding (Action Item)

The proposed Intergovernmental Agreement with Douglas County was discussed. Keith Cubic was not able to attend due to prior engagement.

Change to previous agreement increases the amount of funding from \$10,000 to \$20,000. Election costs can be deferred and are included in the allowable items.

There will be two more agreements with the County and one with UCAN.

One to bring Dennis over to the District with target date of June 1, 2019.

Third agreement will probably include doing some work on behalf of the County to close out their current grants.

MOU with UCAN will allow District to contract with UCAN for Administrative support.

John Parker proposed a counter to the IGA with an amendment:

- Increase to \$60,000
- Remove the verbiage "if approved by the County" and replace with "The County will issue payment to the District for the District to pay those invoices."
- We receive funds to avoid receipt invoice requests for direct District payment authority
- Delete "It is now therefore agreed"

Audience participation: Alyssa McConnell had question regarding the agreement.

**Motion:** John Parker moved to adopt the IGA with the County with the amendments:

- Removing "The District shall timely forward vendor invoices to the County for review."
- Removing "If approved"

- Changing \$20,000 to an amount appropriate that can be agreed upon through discussion.
- And “The County shall issue this payment to the District for the District to pay the invoices through our authority.”

Motion was seconded by Kat Stone.

Discussion followed.

**Motion failed.** Yes: 1- John Parker No: 5 – Mike Baker, Jennifer Bragg, Mark Hendershot, John Campbell, Sheri Moothart – Abstain - 1 Kat Stone

**Motion:** Mark Hendershot moved to adopt the IGA as written, seconded by Sheri Moothart. Discussion followed.

**Motion to amend the motion** to add 10 days for the County to provide payment to the District – Motion Failed 3-4 – Yes –3 - Mike Baker, John Parker Kat Stone - No -4 – Jennifer Bragg, Mark Hendershot, John Campbell, Sheri Moothart

**Back to Motion original to approve as written.** Motion carries 5-1-1 – Yes – 5 – Mike Baker, Jennifer Bragg, Mark Hendershot, John Campbell, Sheri Moothart – No - 1 - John Parker, Abstain-1 Kat Stone.

B. STIF Application (Action Item)

**Resolution 19-12 – Adopt the STIF Plan and Recommended Project List for FY19-FY21 and authorizes the Chair and Cheryl Cheas to sign STIF Grant Application and submit it along with the STIF Plan and Recommended Project List to the Oregon Transportation Commission by May 1, 2019.**

Discussion followed.

**Motion:** Mark Hendershot seconded by Jennifer Bragg to accept Resolution 19-12 as written.

- 4. Non- Agenda Item – UVdN –** As a Board, we requested that the County make a modification to their contract for the budget shortfall that they have incurred due to a couple of transmissions that needed to be replaced and a service expansion that was requested by the County. The County has indicated that they are not going to modify the contract, they are going to wait and let the District take care of it. The District is not in a position to take care of this as the contract is between the County and UVdN.

Discussion followed. Matt Droscher shared and they are over budget by about \$10,000/month. They had a Board meeting and it has been decided they will maintain operations for 2 weeks and if nothing has been done, they will have to shut down services. He has spoken with Jennifer Boardman with ODOT.

**5. Meeting Adjourned – 6:35 PM**