**Terrebonne Sanitary District**

**Thursday, November 16, 2023**

**Board Meeting Minutes**

***Special Time 11:30 AM – Held Virtually Only***

1. Call to Order
2. Individuals in Attendance:
   1. Board Members: Tim Brown, Kristin Yurdin, Guy Vernon, Daniel Singleton and Mariah Patel.
   2. Project Team Members: Nancy Blankenship, Linda Swearingen and Ryan Rudnick.
3. Consent Agenda

October 19, 2023 Meeting Minutes (Exhibit A) It was moved by Tim and seconded by Kristin to approve the minutes. Motion carried unanimously.

1. Discussion and Action Items
   1. Operational Updates
      1. SOS Registered Office & Agent Form (Exhibit B). Nancy presented the Office and Agent Form to the Board. The Board agreed to have Tim’s physical address as the registered office with SOS Registered for the time being. It was moved by Tim and seconded by Kristin to have Tim’s physical address to be used with the SOS. Motion carried unanimously.
      2. Insurance Agent of Record (Exhibit C). Nancy stated that the committee recommends that the Board name AIC as the Insurance Agent of Record based on the committee’s evaluation. It was moved by Tim and seconded by Guy to approve AIC to be the district’s agent of record. Motion carried unanimously.
      3. Webpage – Streamline. Mariah updated the Board on the District’s Webpage and timeline. Mariah stated that the webpage can go live any time. Mariah will let the Board know when the webpage goes live.
      4. District .gov or .org options. Mariah suggested that the District use a .org website addressed since it is easier to obtain. The Board concurred with using a .org web address.
      5. Zoom Purchase for Hosting Meetings. Nancy talked to the Board about using Zoom for future meetings. It was moved by Kristin and seconded by Tim to approve acquiring a $150 Zoom Account once the ARPA funds are available through the county. Motion carried unanimously.
      6. Board Policy Manual, Section 2.5 (B), Governing District: Discuss roles and extent of responsibilities (Exhibit D) Guy talked about the Board Policy Manual and his concerns. He suggested that we record in the minutes who is tasked with doing items on behalf of the Board of Directors. The Board concurred. The Board also discussed an “Actual Conflict of Interest” and how to deal with it as a private property owner in the Terrebonne Sanitary District Boundary. This topic was put on hold until January after the training provided by the Oregon Government Ethics Commission staff.

Tim moved approval and Guy seconded the motion that in the absence of any District employees and as outlined in the Board Policy Manual, Section 2.5 (B), those tasks assigned to board members be included in the minutes and reflect action in ongoing minutes. Motion carried unanimously.

Board Member Approved Active Roles:

* Guy Vernon – public agency coordination
* Tim Brown – public agency coordination
* Kristin Yurdin – funding agency and application coordination
* Mariah Patel – District website management
* Daniel Singleton – none at this time
  + 1. Annexation Discussion & Draft Policy. Ryan and Linda talked about the draft annexation policy that was submitted to the Board. It is being legally reviewed by Jordan Ramis at this time. Further discussion will occur at the next Board meeting.
  1. Financial Report and Funding Discussion
     1. Outreach plan for OSFAP program, timing of funds, and expected connection availability. Kristin talked about the program and its timeline.
     2. Business Oregon – Kristin presented the Water/Wastewater Financing Program Application and supplement draft for $250k loan and $250k grant. It was moved by Kristin and seconded by Tim to apply for the Water/Wastewater Financing Program Application. Motion carried unanimously.
     3. CWSRF timeline. Kristin talked about the CWSRF timeline and implications on the district.
  2. Sample Financial Policy (Exhibit F) Nancy presented an updated version of the financial policy document.
  3. City of Redmond Treatment Agreement Update. Ryan stated the IGA with the City of Redmond is being reviewed by legal counsel at this time. The agreement will be ready for Board approval at the December meeting.
  4. Board Training Discussion.
     1. Municipal Audit Program Email Dated September 27, 2023 (Exhibit G)
     2. Video: [Governance 101 - Part 1: What is a Special District?](https://www.youtube.com/watch?v=kEeQUARaiNg) <https://www.sdao.com/governance-101>
     3. Mark Your Calendar:
        1. January 18, 2:30-3:30 pm, Oregon Government Ethics Commission (Exhibit H)
        2. February 8-11, SDAO Annual Conference, Seaside Oregon

1. Public Comments – There were none.
2. Other Items – There were none.
3. Meeting was adjourned at 1:24 pm.

Respectfully submitted

Linda Swearingen