

WILLAMETTE FALLS LOCKS AUTHORITY

Authority Meeting
January 24, 2024 – 2:00-3:30 PM
Meeting Minutes
(Minutes: Pat Vivian and Sandy Carter)

Authority Board Members Present:

Russ Axelrod
Sandy Carter [*Advocates for Willamette Falls Heritage*]
Robert Kentta [*Confederated Tribes of Siletz*]
Christine Lewis [*Metro Council*]
Denyse McGriff [*Mayor, Oregon City*]
Mini Sharma Ogle [*PGE*]
Chris Mercier [*Vice Chair, Confederated Tribes of Grande Ronde*]
David Penilton [*Clackamas County Tourism*]
Tootie Smith [*Chair, Clackamas County Board of Commissioners*]

Legislative ex officio members:

Rep. James Hieb [*House District 51*]
Sen. Mark Meek

Staff:

Reed Wagner [*WFLA Executive Director*]
Georgia Langer [*Metro Council Office*]

Others Present:

Doug Riggs
Tracy Schwartz
Keith Hobson

1. Welcome, Agenda Review, Board Officer Elections, Minutes Approval

1a. Welcome, Agenda Review. Chair Christine Lewis called the meeting to order and reviewed the agenda. A quorum was present. She had to leave early; Russ Axelrod led discussion after that. The main agenda topic today was Section 106 of the National Historic Preservation Act.

1b. Board Elections. Executive Director Reed Wagner received three nominations for board officers as of Jan. 16. There were no nominations for Treasurer by the deadline, but since then Mayor Denyse McGriff was nominated.

ACTION: Russ Axelrod made a motion that the board accept Denyse's nomination. It was seconded by Sandy Carter, with unanimous approval and no abstentions. Chair Tootie Smith then made a motion that the board accept the slate of four nominees. David Penilton seconded the motion, which was unanimously approved with no abstentions. An "at large" (fifth Executive Committee) position remains under consideration. The four WFLA Board officers elected today are:

- Chair: Christine Lewis
- Vice Chair: Russ Axelrod
- Secretary: Sandy Carter
- Treasurer: Denyse McGriff

1c. Approval of October and December Minutes. Mayor Denyse McGriff made a motion that both sets of minutes be accepted as final, seconded by Russ Axelrod. Both minutes were unanimously approved.

2. Director's Report

2a. Accounting and Treasurer's Update. Two financial reports were included in the meeting packet: A one-year budget to date with the budget prorated; and a year-to-date budget showing actuals vs. total budget. So far in 2024, the budget is under-spent and more revenues will be received than anticipated due to contributions shifting from the '23 budget year to the '24 budget year.

Over the next two weeks, Reed will send invoices to supporters. He encouraged board members to help speed collection of pledges from their organizations. Two big payments are needed before the end of this fiscal year: the Friends of Mt. Hood Travel Commission and Portland State University.

Reed advocated reaching out to the city of Newberg and other Tribes in the region that might join the Grand Ronde in making a pledge. Russ Axelrod and Doug Riggs offered to approach Newberg officials, whose redevelopment plan is dependent on river traffic.

2b. Audit RFP. The WFLA is currently getting pro bono auditing support from Merina and Company, thanks to suggestions from Metro and West Linn. Reed expects to hire an auditor by the end of this fiscal year.

2c. Financial Policy and Procedures Manual. With the help of Keith Hobson, Reed is preparing a financial policy and procedures manual to be refined over the next 6-8 months according to the schedule in the meeting packet.

2d. LGIP Resolution. The Board discussed joining the Local Government Investment Program, which protects and invests local government funds over \$250,000 that are not FDIC-insured. Sandy Carter asked for confirmation that the WFLA is eligible to participate in the LGIP as a local government; Reed said a public corporation is considered local government.

What is unclear is whether the Board needs to follow budget law when making financial decisions. Language in the statute implies budget law must be followed in procurement, yet the statute contradicts itself in ways that need to be reconciled. Reed asked whether legislative Board members could help; Rep. Mark Meek offered to work with other legislators on modifying the statute to address the contradictions.

ACTION: Russ Axelrod made a motion that the WFLA adopt Resolution 2024-01:

The members of the Willamette Falls Locks Authority resolve as follows:

Section 1: The authority members authorize the Executive Director to participate in the LGIP and to open an account in the LGIP and Oregon Short Term Fund.

Section 2: The authority members also authorize the Chair, Vice Chair, Treasurer and Executive Director to be signers on accounts associated with the LGIP.

Denyse McGriff seconded the motion, which passed with unanimous approval.

2e. Budget Officer. Chair Tootie Smith made a motion to appoint the Executive Director as WFLA Budget Officer; Mini Sharma Ogle seconded the motion.

ACTION: The Board of Directors of Willamette Falls Locks Authority unanimously appointed the Executive Director of the Authority as Budget Officer, as required by ORS 294.331. Reed will prepare a budget calendar as the next step.

3. Discussion and Decision re: Legal Vehicle for Section 106 of the National Historic Preservation Act, with Public Comment

Denyse McGriff asked about easements to be attached to the title at transfer. Reed said the US Army Corps of Engineers is doing extensive research on bundling the access easements together in an updated title. PGE has been working with ACOE on this. Mini Sharma Ogle said it's complex because many entities are involved, some of which no longer exist. Tracy Schwartz, ACOE historic preservation specialist, suggested that Reed reach out to Laura Hicks, ACOE project manager, for more information on temporary vs. permanent easements.

Russ pointed out that the deed clarifies that operation of the Locks takes precedence over easements. Reed noted that the decision regarding Section 106 is mainly a structural

framework. The State Historic Preservation Office expects to be party to the agreement. He then opened the floor for Public Comment.

River resident Bob Hansen was the only commenter, “I enjoy using the Locks, and I’m 100 percent in favor of everything you’re doing.”

ACTION: Russ Axelrod made a motion that the Board accept the legal recommendation by Clark Balfour of Cable Huston regarding Section 106. Denyse McGriff seconded the motion.

She asked whether the Authority will have an opportunity to accept ACOE improvements before ownership is transferred. The Resource Development Act of 2020 calls for all easements to be in order and seismic work completed before the transfer, Tracy replied. Development of a management plan is also part of the process.

The motion was unanimously approved by all Board members present with no abstentions. There was general consensus this is a big milestone in transferring ownership from the federal government to the Authority. Now Tracy can move ahead with preparing the preservation agreement. Board members acknowledged that ongoing support has led to this moment. Major supporters acknowledged include the city of West Linn, Clackamas County, Metro and the SHPO.

Reed distributed copies of a flyer prepared for the Oregon Legislature that summarizes accomplishments since HB 2565 created the Authority in 2021 and describes future plans for the Locks. The flyer outlines the history of the Locks and lists current Board members.

5. Wrap Up and Adjourn

The next WFLA board meeting will be February 28, 2024.