



COMMISSION MEETING MINUTES

JULY 10, 2024

100 E. STREET

COLUMBIA CITY, OREGON 97018

The Port of Columbia County held a Board meeting at 8:30 a.m. on Wednesday, July 10, 2024, at the Port office and via Zoom (*) video conferencing with the following present:

Commissioners

Robert Keyser	President
Chip Bubl	Secretary
Nancy Ward	2nd Vice President
Nick Sorber	Treasurer
Brian Fawcett	Vice President

Staff

Sean P. Clark	Executive Director
Amy Bynum	Deputy Executive Director
Bob Salisbury	Port General Counsel
Guy Glenn, Jr.	Executive Finance Manager
Miriam House	Operations Manager
Elizabeth Millager	Operations Coordinator
Elliot Levin	North County Ops. & Terminal Mgr.
Lacey Tolles	Airport Manager & Project Specialist

Guests

Kim Karber	Interim Columbia City Manager
Brady Preheim	St. Helens
Natasha Parvey	NXTClean Fuels
Betsy Johnson	Scappoose
Ralph Culpepper	Scappoose
Alta Lynch *	Zoom
Bob Gadotti *	Zoom
Susan Tolleshaug *	Zoom
Jasmine Lillich *	Zoom
Cole *	Zoom

Christa Burns	Administrative Assistant II
Sydell Cotton *	Assistant Finance Manager
Brittany Scott *	Finance Assistant
Mary Liatala *	Administrative Assistant

President Robert Keyser called the Port of Columbia County Commission Meeting to order at 8:30 a.m. All Commissioners were present.

Election of Officers

The Port Commission elected officers for the upcoming fiscal year 2024-25. According to new policy passed June 12, 2024, nominations are rotated to ensure that each member of the Commission has an opportunity to serve as President. Port General Counsel Bob Salisbury stated that the first nomination for President would go to Chip Bubl since he has been on the Commission for the longest time and has never served as President. Mr. Bubl said he would pass this year but intends to take it on in 2025-26. Mr. Salisbury said the nomination for President would then go to Brian Fawcett. Mr. Fawcett accepted the nomination and Mr. Bubl was nominated for Vice President. The Commission also briefly discussed officer appointments for 2nd Vice President, Treasurer and Secretary.

There being no further nominations, Robert Keyser called for a vote to elect Brian Fawcett as President, Chip Bubl as Vice President, Nancy Ward as 2nd Vice President, Nick Sorber as Treasurer, and Robert Keyser as Secretary. All Commissioners were in favor and the vote was unanimous, 5-0.

Committee Assignments

The Commission held a brief discussion on Committee assignments for the upcoming year. Port Executive Director Sean Clark encouraged the Commissioners to review the current assignments and let him know their interests. Mr. Clark would like to have a Commissioner representative for each



city and chamber event. These are opportunities to give annual Port updates, meet the different Councils and stay up to date on anything that affects the Port. Mr. Clark mentioned the South County Chamber of Commerce for local networking events. Nick Sorber stated he was available for South County Chamber events and Robert Keyser said he could help with the Clatskanie Fire District. Mr. Clark stated that he would discuss Committee assignments with Commissioners over the next few weeks after they have had a chance to review and update the email distribution lists.

Additions To Agenda

President Brian Fawcett asked the Commission if there were any additions to the agenda. Robert Keyser requested adding a discussion and possibly a motion to clarify the Cost-of-Living Adjustment (COLA) process for the Executive Director salary following a performance review. All Commissioners agreed and Mr. Fawcett added Executive Director Salary Process to the Agenda as item D under New Business. Betsy Johnson stated that she would like to speak to the May 8, 2024 Minutes and asked if the Commission would take Public Comment before the Consent Agenda. The Commission agreed to hear Public Comment before moving to the Consent Agenda.

Comments From the Public

Betsy Johnson came forward to comment on the Minutes from May 8, 2024, specifically under Commissioner Reports. Ms. Johnson stated that she knows the Commissioner Reports are reflective of the opinion of the Commissioners and that, in this case, she would respectfully like to speak to Commissioner Ward's comments about the desire for the Port to track expenses for the airport and marina because "neither of those organizations are self-sustaining, and if it were not for the Port, they would go away." Ms. Johnson stated that she takes exception to that characterization. She thinks it is laudable that the Port track expenses across its whole portfolio as it is best business practices. Ms. Johnson stated that she would ask, however, that the characterization that the marina and airport would go away but for the Port's largess be reconsidered, as it seems to suggest that those two elements in the Port's very vast and comprehensive portfolio are charity cases and leaves aside the Port's responsibility for public conveyances. Ms. Johnson also pointed out that the Port has a relationship with the Federal Aviation Administration (FAA) which requires the Port to keep the airport facility open and operable to the highest of FAA standards. Moreover, it suggests that the Port is the only investor in the airport, which Ms. Johnson stated is simply not true. Ms. Johnson explained that \$60M dollars in private sector capital has gone into road improvements, sewer, water and gas for the Scappoose Airport. Ms. Johnson further stated that some of Port staff were in a recruitment effort two weeks ago and thanked those who attended. Lastly, Ms. Johnson said she would respectfully ask for those comments to be re-stated to characterize more appropriately what is going on at the airport before the minutes are approved as a public record.

Brady Preheim stated that he thinks the new policy for rotating nominations is fair, and he wishes Chip Bubl would accept the Presidency now instead of waiting a year. Mr. Preheim also encouraged the Port to revisit the policy decision that was made on the NEXT lease deferment.

Betsy Johnson informed the Commission that the Super Act meets this afternoon at 1:00 p.m. to discuss the allocation of funds from the Connect Oregon program. Ms. Johnson encouraged the Port to call representatives Colin Cooper or Commissioner Lianne Thompsom who will both be attending. Ms. Johnson indicated that \$160K is being requested by the Bar Pilots on behalf of all Columbia County River users to replace two failed weather buoys at the mouth of the river. The buoys are integral to safe operation and would benefit both recreational and commercial mariners. Requests



have also been made for improvements at Port Westward, improvements to a commercial fishing dock in Warrenton, and maintenance of a World War 2 facility at the Port of Astoria. Ms. Johnson explained that the Super Act amalgamates recommendations for all of the local acts to prioritize how to spend the \$40M. Following the Super Act meeting, a list will come out that will move to final adjudication. Sean Clark clarified that ACT stands for the Area Commissions on Transportation. The Commission thanked Ms. Johnson for providing this information.

Consent Agenda

Brian Fawcett asked for a motion to approve the consent agenda. Nick Sorber moved; Chip Bubl seconded a motion to adopt consent agenda items B and C: June 2024 Finance Report and Approval of Check Register (A) and electronic payments in the total amount of \$920,206.67. Motion carried unanimously, 5-0.

The Commission held a brief discussion about the minutes on the Consent Agenda. Mr. Fawcett said, in his opinion, the minutes cover what was actually said in the May 8, 2024 meeting. Ms. Ward agreed that the minutes are a proper reflection of what was said on that day and stated that there is nothing factually wrong with those comments because, as far as she understands, the Port supports the airport however necessary to keep it running. Ms. Ward then posed the question of who would pick up the costs if the Port didn't, and whether private industry would come in and pay those costs. Ms. Johnson replied that it is completely possible and, if the Port wanted to divest, there are other alternatives such as creating an airport district. Ms. Ward responded that the Port has never discussed that as far as she knows. Ms. Ward said minutes are meant to reflect what was said and that she stands by what she said. She also pointed out that, although it may be uncomfortable and lacking in the details, the bottom line is that the Port supports the airport financially and, if it weren't for the Port, it would probably be much more difficult to keep the airport running. Ms. Ward said, as far as this particular issue goes, she does not see that changing the minutes would be a proper reflection of the May 8 meeting. Mr. Bubl added that the Port has all the meetings recorded and available to the public. Mr. Keyser pointed out that adding Ms. Johnson's comments from the meeting today would accomplish that for the record. Mr. Fawcett said he appreciates the complexity of the issue and confirmed that the additional comments made today will be reflected in the formal minutes. The Commission agreed and Mr. Fawcett called for a motion.

Chip Bubl moved; Nancy Ward seconded a motion to adopt consent agenda item A: May 8, 2024 Commission Meeting Minutes and June 20, 2024 Special Meeting Minutes. Motion carried unanimously, 5-0.

Old Business

Marina Update

Sean Clark informed the Commission that Port Operations Manager Miriam House is leading the effort on a feasibility study on the sustainability of the marina. Ms. House has spoken with Paul Sorenson at BST Associates regarding scope of work. Mr. Clark said the Port would like to engage a couple of Commissioners to join in on that task.

Airport Update

Airport Manager Lacey Tolles reported on two recent aviation incidents at the Scappoose Airport, one on July 2nd and another on July 6th, and praised the quick response of emergency services and commercial tenants. Ms. Tolles stated that on July 2, 2024 at approximately 1:30 p.m. a Vans RV-12



airplane crashed onto the east side taxiway alpha. The pilot was transported to a local hospital. The Federal Aviation Administration (FAA), Oregon State Police (OSP), Scappoose Fire District and Scappoose Police responded to the scene. Transwestern Aviation, Airport Fixed Base Operator (FBO), and commercial tenants were also on site to assist as needed. Ms. Tolles stated that a drone was used by emergency services for their investigation, which is standard practice for OSP and the fire district. Local FAA investigators arrived on site around 4:15 p.m., at which point the Port was given guidance by the FAA to reopen the runway and West taxiway. The plane was removed from the runway by 7:00 p.m. and Port maintenance staff were on site the following morning to clean up the remaining debris. The National Transportation Safety Board (NTSB) will be onsite within the next couple weeks to investigate. Ms. Tolles personally thanked first responders Brian Yablon, Kris Anderson, Jim Warren Ben Paulson and all of their teams for the quick response and willingness to help with air traffic and cleanup. She also acknowledged the staff member from Ash Creek who was the first person to respond to the scene.

Next, Ms. Tolles reported a minor plane crash on July 6, 2024 at Scappoose Airport. Emergency services were dispatched, and no injuries were reported. There were no closures and damage was limited to a runway breakaway light which will be repaired by Port maintenance staff. Nancy Ward asked how the Commission is notified of incidents that occur at Scappoose Airport. Ms. Tolles went over the response chain and said that Airport FBO Transwestern Aviation is on site 24/7. Brian Fawcett inquired about standard procedures and protocols and stated that the Commission wants to ensure the Port is addressing anything it can from a safety standpoint. Robert Keyser suggested discussing this with the Airport Advisory Committee. Ms. Tolles stated that the Airport Tenant Survey closes on July 28 and the Airport Advisory Committee will meet on July 29 to review survey results and discuss incident response and safety measures. Ms. Tolles will report back to the Commission on any suggestions from the Advisory Committee.

Lignetics/Neighbors Update

Port Executive Director Sean P. Clark updated the Commission on recent information he received from Lignetics plant manager Steve Nelson. Lignetics is making progress and following the schedule. The air modeling is under review by DEQ through August, payments have been made on the ordered equipment, and the scrubber replacement is scheduled for December. The piles are being kept indoors and they are no longer receiving unannounced shipments. Nancy Ward asked City Administrator Kim Karber how things were from her perspective and Ms. Karber replied that a neighbor reported the sawdust had been pretty bad lately. Ms. Ward thanked Ms. Karber for that information.

New Business

Resolution 2024-13

REAPPOINTING MIKE GREISEN, ANDREW COX, AND KEITH FORSYTHE TO THE SCAPPOOSE AIRPORT ADVISORY COMMITTEE

Lacey Tolles, Airport Manager, presented Resolution 2024-13 and informed the Commission that three Airport Advisory Committee member terms expired on June 30, 2024. Port staff contacted these three members and all three wanted to continue to serve on the Committee. The Airport Advisory Committee then unanimously voted in favor of Mike Greisen, Andrew Cox, and Keith Forsythe being appointed for an additional three-year term from July 2024 through June 2027.

The Commission briefly discussed the process for the reappointment of Advisory Committee members. There was a question about whether Port staff should continue to present Resolutions for



board member reappointments as well as new members. Port General Counsel Robert Salisbury said the policy does not necessarily require a resolution for reappointments. After considering the input, the Commission decided to maintain the current process, which involves recommendations from the Advisory Committees and presenting a Resolution to Commissioner's for approval for both new members and reappointments.

President Fawcett called for a motion to approve Resolution 2024-13. Robert Keyser moved; Nick Sorber seconded a motion to adopt Resolution 2024-13. The motion carried unanimously, 5-0.

Resolution 2024-14

APPROVING BROKER COMMISSION POLICY UPDATE

Port Deputy Executive Director Amy Bynum presented Resolution 2024-14 which would approve a new brokerage commission policy and repeal two former policies. Ms. Bynum explained that leasing of Port property has typically been handled directly between Port staff and the prospective tenant because, historically, the Port has not sold many assets. However, through recent efforts to sell or lease the new hangar building at Scappoose Airport, and through guidance from the Commission, Port staff retained an aviation real estate broker to sell or lease the commercial hangar. Mr. Bynum pointed out that the two active policies from 1985 and 2000 conflict with one another and need to be revised. The current policies require broker commission to be paid over the course of the initial term year, which is not the industry standard. Ms. Bynum said the proposed policy revision incorporates competitive market information and reflects the industry standard that broker commission be paid upon the execution of the lease. Ms. Bynum therefore recommends the adoption of Resolution 2024-14, authorizing Port staff to update the Brokerage Commission Policy. Adoption of Resolution 2024-04 will repeal and supersede the competing previous 1985 and 2000 policies. The Commission held a brief discussion and came to consensus to amend Resolution 2024-14 to clarify that broker commission is paid only on the initial term of the lease.

President Keyser called for a motion to approve Resolution 2024-14, Nick Sorber moved; Chip Bubl seconded a motion to adopt Resolution 2024-14. The motion carried unanimously, 5-0.

Code of Ethics Acknowledgement

Port General Counsel Robert Salisbury gave a PowerPoint presentation on the Code of Ethics policy as part of the Commissioner's annual Code of Ethics Acknowledgement. Oregon Government Ethics Law applies to all elected and appointed officials, employees, and volunteers at all levels of state and local government across all three branches. Mr. Salisbury emphasized the importance of adhering to ethics law and stated that the use of office for financial gain or to avoid financial detriment is prohibited. He explained the \$50 gift limit rule, conflicts of interest, personal responsibility, and public trust. Next, Mr. Salisbury discussed recent decisions made by the Oregon Government Ethics Commission (OGEC) and gave some examples. He stated that not announcing Executive Session was responsible for the largest category of violations, and not announcing conflicts was responsible for the second highest number of violations. In most cases, the OGEC submits a Letter of Education and fines are issued for other violations. The Commission inquired about how fines were determined by OGEC and Mr. Salisbury said he would find out that information. Furthermore, Mr. Salisbury said dealing responsibly with conflict situations is the central act in government ethics and recommended elected officers always disclose or announce any potential conflict. He also noted that each individual Port Commissioner understands ethical rules and operates with the highest standard of ethics. Commissioners Brian Fawcett, Chip Bubl, Nancy Ward, Nick Sorber and Robert Keyser each



acknowledged receipt and review of the formal Code of Ethics Acknowledgement. The Code of Ethics presentation is on file at the Port office.

Executive Director Salary Process

Robert Keyser brought up a discussion on the decision process for the Executive Director salary following a performance review and inquired whether the same process is used for the Executive Director as for other Port employees. Commissioners discussed the Cost-of-Living Adjustment (COLA) and merit increases, as well as the salary scale matrix used to determine employee salaries. Nancy Ward stated that not having an in-house HR person helping with the process this year was problematic and she hopes that will be corrected in the coming year. Mr. Salisbury said that he has been looking into ways the Port could simplify the scoring system as it is complicated in application. Mr. Clark said he is comfortable with the COLA increase and would get a copy of the salary scale matrix to the Commissioners. Mr. Fawcett echoed two things that he heard which were one, that the salary process needs to be reevaluated and two, that the Commission needs to take care of any increase to Mr. Clark's salary as a result of the performance review. Robert Keyser made a motion to grant the Executive Director the same cost of living increases as the staff. Nick Sorber seconded the motion. All Commissioners were in favor and the motion passed unanimously. Consensus was reached for Port staff to bring back a process to the Commission for determining salary going forward.

Executive Director's Report

Sean Clark reported that he attended both the City-County Dinner in Columbia City and the Columbia Economic Team (CET) annual meeting on July 9. Mr. Clark informed the Commissioners that the Oregon Business and Industry (OBI) Executive Director was at the CET meeting and talked about IP-17, a proposed three percent corporate tax on all corporations with \$25 M or more in sales. Mr. Clark stated the Port needs to track this and that he would provide information as it is sent out by OBI. The Commission requested a copy of the CET presentation and information about the proposers of the tax. Mr. Clark said he would provide that information. The first Technical Advisory for the St. Helens economic opportunity analysis by Eco Northwest meets July 10 and Mr. Clark said he would be attending and would report back to the Commission. The Columbia Pacific Economic Development Association (Col-Pac) is hosting an event on the Northwest blue economy which he will attend on July 11 to learn more about the maritime industry. Mr. Clark said he will give a Port update at St. Helens Kiwanis and attend the Rainier Days event on July 12. He thanked Commissioners Fawcett and Ward for also volunteering for the Port booth at Rainier Days. Mr. Clark will meet with Deputy Executive Director Amy Bynum to discuss the contact list for dispatch calls regarding airport incidents. He asked Commissioners for feedback on the Manager Reports and said he would make any suggested changes to the report format. Port staff will meet with DEQ regarding the Pope and Talbot cleanup site on July 23rd and DEQ will attend the Commission Work Session on July 24. The Executive Director's Report is on file at the Port Office.

Commissioner Reports

Robert Keyser commented on how beautiful the grounds look at the Port office and said that he knows it is not easy to maintain the big trees and lawn, but he wanted to point out the nice setting.

Nick Sorber thanked Mr. Salisbury for his ethics presentation and pointed out that although it is not fun, it is certainly needed. Mr. Sorber also said he appreciates the department reports and thanked Ms. Tolles for the airport update.



Chip Bubl said he agreed with all of that and reported that he attended the City-County Dinner at Columbia City Hall and said it was enjoyable and informative.

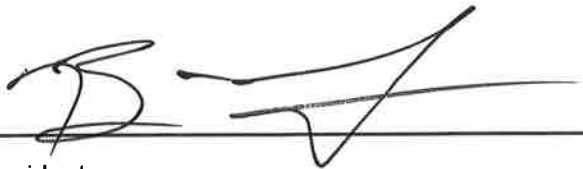
Nancy Ward echoed all of those comments and added that in the last five years the increase in information and the quality of information the Commission has been receiving is laudable. She thanked everyone who participated in that. Ms. Ward also attended the CET meeting and the City-County Dinner. She reported that the CET meeting was long but informative and said how impressive it was that so many people showed up to the City-County Dinner on the hottest night of the year to participate, collaborate and support each other. Sean Clark said he would like to give credit to Bob Salisbury for all of his efforts to improve the meetings and the data presented to the Commission. Mr. Clark mentioned that Christa Burns and Guy Glenn have been receptive to those efforts as well.

Brian Fawcett indicated that he received a text during the meeting from someone requesting a copy of the Code of Ethics presentation. Mr. Fawcett reported that he also attended the CET meeting and part of the City-County Dinner. Both were excellent events. He echoed the comments of the other Commissioners. Mr. Fawcett said he wanted to specifically thank Robert Keyser for his service on the Commission and for serving as Chair for the past two years.

Executive Session

The Board held an Executive Session to consider exempt public records, including written legal advice from Port General Counsel, which is privileged under ORS 40.225 and exempt from disclosure under ORS 192.355(9)(a) and ORS 192.660(2)(f).

**THERE BEING NO FURTHER BUSINESS BEFORE THE COMMISSION, THE MEETING
ADJOURNED AT 11:10 A.M.**



President

August 14, 2024

Date Adopted by Commission



Secretary