

EUGENE WATER & ELECTRIC BOARD  
WORK SESSION  
EWEB BOARD ROOM  
OCTOBER 18, 2005  
6:30 P.M.

Commissioners present: Ron Farmer, Sandra Bishop, Mel Menegat, John Simpson, and Patrick Lanning.

Others present: Randy Berggren, Dick Helgeson, Dick Varner, Jim Origliosso, Debra Smith, and Krista Hince of the EWEB staff; and Kimberly Young, City of Eugene Minutes Recorder.

President Farmer convened the Work Session of the Eugene Water & Electric Board (EWEB).

### **GOVERNANCE PROCESS**

Assistant to the General Manager Debra Smith called attention to the changes made to the Board parliamentary policies as a result of Board input, reflected in a memorandum entitled *Board Governance for October 18, 2005*.

Responding to a question from President Farmer, General Manager Randy Berggren indicated the Board reviewed contracts as a traditional practice in its role as the contract review body. The contract dollar amount threshold had changed over time and the amount depended on the comfort level of the Board. The \$1 million threshold to place a contract on the agenda for discussion rather than the Consent Calendar was an arbitrary amount. Budget amendments exceeding \$1 million were scheduled as discussion items; amendments less than that amount were included on the Consent Calendar.

Vice President Bishop questioned putting budget amendments on the Consent Calendar at all. Mr. Berggren noted that many budget amendments had been driven by specific capital project requirements. Ms. Smith indicated that staff would propose changes to the Board's review process for major capital projects, which would reduce the number of budget amendments the Board would see in the future.

President Farmer preferred that budget amendments did not appear on the Consent Calendar. Commissioner Simpson preferred to see budget amendments on the Consent Calendar, pointing out that any Commissioner could pull them if desired.

President Farmer believed that scheduled budget amendments as agenda items would highlight the Board's sense of fiscal responsibility. He preferred to delegate authority for contracts so they did not have to come to the Board.

Vice President Bishop said she had to leave the meeting and offered some changes for the Board to consider. She said the reference to "minutes translation" on page 2 of the memorandum should be to "minutes transcription." She suggested that it might not be possible for those Commissioners who worked to check e-mails for proposed corrections to the minutes prior to meetings. President Farmer shared the concern and suggested that approval of minutes could be

postponed to the next meeting. Vice President Bishop said that the Commissioners should understand that if a member did not have the opportunity to review the changes, he or she would pull the minutes for approval at a later time.

Vice President Bishop suggested that item 10 on page 3 be revised to indicate that if Commissioners agreed with a proposed edit, it would not be necessary to pull the minutes from the Consent Calendar. She also wanted to ensure there was a paper trail tracking changes offered to the minutes.

Referring to the second bullet under the heading Open Issues on page 4, Vice President Bishop disagreed with the conclusion that an item pulled from the Consent Calendar became an agenda item without a Board majority. Rather, the item was pulled for discussion at the end of the meeting. Ms. Smith suggested that the text be revised to read the item was a "separate" agenda item.

Referring to the issue of whether agenda management included the ability to move non-action items from the regular meeting to the work session agenda if time allowed, Vice President Bishop objected strongly from deviating from the published agenda. President Farmer pointed out items such as Items from Board Members were not noticed to the public. Vice President Bishop continued to object, noting that she frequently used that item as an opportunity for announcements. She found it disconcerting not to follow the published agenda, and suggested that the Board consider rescheduling start times for the Work Session to a later time, such as 6 p.m.

Commissioner Simpson concurred with the remarks of Vice President Bishop.

Vice President Bishop determined from staff that audiotapes of Board meetings were retained for a one-year period, as provided by Oregon State law.

Responding to the question of whether Commissioners should be able to add remarks to the minutes, Vice President Bishop did not think that was appropriate unless the remarks were made at the meeting in question. Ms. Smith said that she was attempting to get at the issue of the Board's ability to correct misstatements in the minutes. If all Commissioners agreed the clarification was appropriate, the minutes would be corrected.

Commissioner Simpson favored notating the minutes in some way to indicate where a correction or clarification was made. Other Commissioners favored keeping the record clean. Vice President Bishop thought it sufficient to place the correction or clarification in a later record when the minutes were being considered. Others agreed.

Vice President Bishop left the meeting.

Commissioner Menegat indicated support for the draft policies.

At the suggestion of Commissioner Simpson, Commissioners agreed to change item 5 on page 3 of the memorandum to read that on the Monday morning prior to a scheduled board meeting, the Executive Assistant will consolidate all submitted corrections and additions and distribute them to the Commissioners via e-mail.

Commissioner Lanning indicated he had nothing to add to his remarks he made on August 2 in regard to the policies.

President Farmer asked what the Board was obliged by law to do in regard to contracts. General Manager Randy Berggren indicated the Board was obliged to follow its policies. Ms. Smith explained the Board could change its policies to provide for review of all contracts or delegate that authority to the General Manager, as it had done in regard to the approval of exemptions for the bidding process.

President Farmer indicated a preference for establishing a relatively high threshold for contracts to delegate to the General Manager. He said that once the Commissioners approved a budget, he preferred not to get into the minutiae of how the dollars were spent. He suggested a longer discussion of his suggestion might be appropriate at a later Board Meeting. Ms. Smith agreed to schedule that discussion, noting that such an approach was staff's preference.

President Farmer believed the minute's procedure, as outlined, was appropriate. He did not think that the changes offered to the minutes were significant or made much of a difference, but emphasized the importance of having accurate minutes. He preferred to see the corrections proposed by Commissioners earlier than the Monday before the meeting so he did not have to worry about having to review the changes when he did not have much time. Assistant Secretary to the Board Krista Hince said she would work to provide the minutes to the board the Monday prior to the issuance of the board packet. If she was unable to do so, she would hold the minutes to the next meeting.

Ms. Smith indicated she would revise the procedure for correcting the minutes to reflect the Board's comments.

Returning to the subject of how to address budget amendments, Commissioner Lanning indicated he found President Farmer's remarks compelling but agreed with Commissioner Simpson that the Board had the ability to pull such amendments from the Consent Calendar. He asked if that would increase the Board's liability. Mr. Berggren thought the answer depended on one's point of view, pointing out the reason for including such amendments on an agenda initially was for reasons of transparency. He said that a single Commissioner could pull an item from the Consent Calendar and turn it into an agenda item, but not with the same degree of transparency if listed as a separate agenda item.

Commissioner Lanning agreed that it made sense to make budget amendments an agenda item for the purpose of transparency. Commissioner Simpson concurred.

Responding to a concern raised by Commissioner Menegat, Commissioners agreed to add a statement to the effect that Commissioners were encouraged to call ahead and let staff know if they intended to pull an item from the Consent Calendar.

Ms. Smith called attention to the revised public input policy. She invited comments. President Farmer endorsed the revisions, suggesting that staff should not have to post responses to questions that were not appropriate. In response to a concern expressed by Commissioner Lanning, Ms. Smith suggested the policy be revised to indicate that if the Board directed staff to respond to specific questions, those answers would be posted on EWEB's internet site. There was general concurrence. Ms. Smith indicated the Board would see the policy again when it reviewed GP7.

President Farmer adjourned the meeting at 7:25 p.m.

---

Assistant Secretary

---

President