



**Executive Committee Meeting
Wednesday, November 1, 2017
4:00 P.M.**

MCEDD Office, 515 East Second Street, The Dalles

AGENDA

<u>Topic</u>	<u>Estimated Time</u>	<u>Item</u>
Call to Order- Chair Ken Bailey		
Introductions		
Executive Committee Minutes <i>September 2017</i>	5 minutes	Approval
Finance Report <i>Best Practices Checklist</i>	10 minutes	Acceptance
Gorge Hubs Fiscal Agent	10 minutes	Decision
Service Expansion Committee Status <i>Board Resolution Consideration</i>	10 minutes	Information
Eagle Creek Fire Recovery Council	10 minutes	Discussion
501c3 Consideration	10 minutes	Discussion
Executive Director Report	10 minutes	Information
Other New Business; Committee Members Updates		
Adjourn		

The meeting location is accessible to persons with disabilities. If you have a disability that requires any special materials, services or assistance, please contact Sherry Bohn at 541-296-2266 (TTY 711) at least 48 hours before the meeting.

MID-COLUMBIA ECONOMIC DEVELOPMENT DISTRICT
EXECUTIVE COMMITTEE MEETING
WEDNESDAY, SEPTEMBER 6, 2017
4:00 p.m.
MCEDD Office and Teleconference

ATTENDANCE:

In Person: Ken Bailey, Judge Gary Thompson, Rod Runyon, Bill Schmitt, Bob Hamlin and Eric Proffitt

Via Phone: Jan Brending

Absent: Bob Benton, Rex Johnston

Staff: Amanda Hoey and Jessica Metta

Guests: Brent Olson (Mid-Columbia Council of Governments/The LINK)

CALL TO ORDER:

Jan Brending called the meeting to order at 4:01 p.m. A quorum was present.

EXECUTIVE COMMITTEE MINUTES:

Bob Hamlin moved to approve the August 2, 2017 Executive Committee meeting minutes as presented. Eric Proffitt seconded the motion. Motion carried unanimously.

FINANCIAL REPORT:

Amanda Hoey presented the July 2017 financial reports. She noted that the balance sheet is similar to last fiscal year, but there are improvements to loan balances, particularly the Attainable Housing RLF. For the budget vs. actual, she noted that most expenses are below budget, notably the personnel expense due to staffing changes. She stated that carryover revenue does not yet reflect in the actuals until audit completion.

Ken Bailey moved to accept the financial report as presented. Gary Thompson seconded the motion. Motion carried unanimously.

Amanda discussed the changes in staffing, reviewed the reduction of expenses due to timing of bringing on new staff and discussed anticipated future modifications. Sherry Wickert has calculated a net positive of approximately \$4,000 projected for this current year due both positive and negative revenue and expense factors including: the delay in new hire starting times, differences in contracts and the adverse carry over impacts from the RLF programs into this year. Amanda noted that she proposed increasing the Deputy Director time from 0.8 FTE to 1.0 FTE this quarter (September to November) to help address the workload and to continue that increase in time if the GTA contracts at the anticipated higher level or another similar action occurs. She noted that no modification to budget would be needed at this time, as it is within our expense allocations in the current budget.

Discussion: Rod Runyon asked how many hours would be represented by the change and Jessica noted that it would effectively allow her to be in the office five days a week instead of four days a week. Rod Runyon noted that this action does not take committee/board approval as it is within the expense categories approved by the Board. Amanda agreed, but noted that since the budget notes refer to employee levels, she would like acknowledgement of the modification. Eric Proffitt asked if this would adversely impact bringing on the replacement for the Finance Manager and Amanda noted that it has no impact to that action and MCEDD has a job opening currently posted.

The Committee's consensus was to proceed with the modifications to staffing.

PRIVATE SECTOR APPOINTMENTS:

Jessica Metta presented applicants for the seven private sector members on the MCEDD Board, noting that the MCEDD Executive Committee makes appointments which are then ratified by the full Board at their annual meeting in September. She noted that five members are seeking reappointment: Ken Bailey (agriculture), Tom Furey (high tech), Stephanie Hoppe (nonprofits/higher education), Robb Kimmes (healthcare) and Eric Proffitt (workforce). She stated that MCEDD had received an application from Humberto Calderon for the position representing Latino businesses. Humberto was referred by Paul Blackburn, Mayor of Hood River, and has the endorsement of Janet Hamada, Executive Director for the Next Door, Inc. Jessica stated there were two applicants for the position representing the food/beverage industry from which the Committee would need to select one for appointment. These candidates include Cassie Courtney, Sales/Marketing Director for Maryhill Winery and Jaime Athos, President/CEO of The Tofurky Company.

Discussion: Jan Brending inquired as to which private sector members are currently based in Oregon and which are based in Washington. Jessica Metta reviewed the location of each member. Jan expressed a preference to balance the members with an additional Washington based member and select Cassie Courtney as a result. Ken Bailey noted that he tended to agree on the need to balance Oregon and Washington interests, but to also consider the qualifications before considering the state location. He thought both appeared to be potential good candidates. Amanda Hoey directed the Committee's attention to the criteria on back of memo, which includes requirements for an individual in a responsible decision-making authority as well as Oregon/Washington balance, among other criteria. With those criteria, each candidate could be favored depending on which individual criterion was deemed most important at this stage. She noted she had talked with both candidates and both had capacity and energy to engage on the board. Eric Proffitt acknowledged that Jaime Athos has more experience but the Washington balance would be nice. Rod Runyon asked if there was another opportunity for candidate participation and Amanda noted that there is not currently at this level. Eric Proffitt stated the ECWIB workforce sector focus on the beverage industry also favors Cassie.

Bob Hamlin moved to reappoint Ken Bailey (agriculture), Tom Furey (high tech), Stephanie Hoppe (nonprofits/higher education), Robb Kimmes (healthcare) and Eric Proffitt (workforce) and appoint Humberto Calderon (Latino businesses) and Cassie Courtney (food/beverage) to the MCEDD Board of Directors. Rod Runyon seconded the motion. Motion carried unanimously.

LOAN BOARD APPOINTMENTS:

Jessica Metta presented the private sector loan board appointments and requested the Committee to make a recommendation on two appointees and an alternate. All three individuals currently serving in those roles are seeking reappointment: Scott Clements, Dillon Borton and AJ Tarnasky (alternate).

Discussion: Ken Bailey asked for clarification on the alternate designation. Amanda Hoey noted that the alternate can participate in all meetings and can vote when another member is unable to attend. It helps maintain quorum, continuity and meet EDA requirements for a private sector member to attend each meeting at which a loan is considered.

Ken Bailey moved to recommend to the MCEDD Board reappointment of Scott Clements, Dillon Borton and AJ Tarnasky (alternate) to the Loan Administration Board. Gary Thompson seconded. Motion carried unanimously.

NADO TRAVEL:

Amanda presented a request to authorize her to travel to Anchorage, AK for the National Association of Development Organizations annual conference in September 2017. She noted that all out-of-states travel is approved either through the budget process or by action of the MCEDD Board or Executive Committee. She stated that this action item is to provide clarity as the budget notes specifically allowed for out-of-states scholarship funded travel but specifically stated that we had not included the NADO conference in the budget calculation as, at that time, it was anticipated to carry a cost for participation.

With a great deal of support from NADO and EDA, Amanda will be able to attend at \$0 cost to MCEDD other than her time. Given the estimated travel costs being eliminated, MCEDD meets the intent of the budget modifications and is able to leverage significant outside investment. She noted that the memo states a \$1,000 scholarship but NADO has since been able to increase that amount to \$1,500. She noted that it will be on a reimbursement basis so MCEDD will see both revenue and expense to offset for this travel.

Bill Schmitt moved to approve the travel request as presented. Eric Proffitt seconded the motion, Motion carried unanimously.

PROGRAM OPTIONS:

Amanda introduced the conversation and acknowledged guest Brent Olson attending from MCCOG/LINK to help answer questions. She stated that the intent of this agenda item is to identify additional information needed for a presentation to the full board at their September meeting and to provide a recommendation for the Board on action as to what direction we go in terms of negotiation.

Discussion: Eric Proffitt inquired as to if there would be any conflict of interest in serving both the LINK and Gorge Translink. Amanda responded that there is no conflict of interest; MCEDD provided value in the formation of the TransLink Alliance as a neutral convener. At this point in development of regional transportation connections, working directly with a service provider would allow us to increase real regional connections. She noted there is no competition between County providers who receive formula funding. Brent reinforced that they are not a competitor to other transportation entities and seek to coordinate regionally. Eric Proffitt asked if LINK could be a stand-alone entity. Amanda responded that the service basically operates as an independent unit, but requires administrative support (financial, managerial).

Amanda Hoey presented the points to consider related to our potential role, financial implications, facilities/ assets and employees.

Discussion: Eric Proffitt inquired about assuming the loan on the facility and if we are in a place to do that. Amanda Hoey noted that the proposal, as phrased at this point, would include the loan being paid off prior to transfer and there would be some conditional items on establishing an equitable lease with any entity that takes on the call center so the facility can continue to cover maintenance costs. Eric Proffitt stated that there appears to be a symbiotic relationship with the brokerage. Amanda noted that legally LINK, as a service provider, needs to be clearly separate from the brokerage, but they do work symbiotically in sharing a facility and space in the transit center. She noted there have been criticisms of the ability to maintain that separation when under one administration. Ken Bailey asked for more information on what the brokerage does. Brent

Olson responded that it provides for medical transportation for seven eastern Oregon counties. Rod Runyon expressed concern about adding physical infrastructure. Brent Olson stated that ODOT owns the assets and ODOT provides maintenance funds for buses. Amanda Hoey noted the information staff has reviewed and asked what else the Committee recommends providing to the Board in September. She stated that staff recommendation is to proceed with negotiations and identify small subset of the Board to assist in this work, operating within the parameters established such as requiring that there be no adverse financial impact to our existing services. Rod Runyon stated he was in favor and would like to be able to expand the services of the LINK as well and noted that MCEDD is very qualified to provide the administration. Ken Bailey noted that services be more efficient and the benefits of one administration regionally. He stated that coordination of programs and elimination of silos is positive but that MCEDD would need to be careful to avoid some of the same criticisms that MCCOG ran into. For the materials to be provided to the Board, Jan Brending appreciates the information provided to the Executive Committee and suggested that same level of information be provided to the Board with an opportunity to access additional details from staff if desired. She agreed with proceeding and forming committee to assist staff. Rod Runyon suggests that a Wasco County representative would be great to include and a City of The Dalles representative since most of the service is in that city. Ken Bailey noted the desire is to keep continuity of service with the LINK and the change would be administrative. Brent Olson stated that there may be more opportunities for service expansions with the Oregon transportation bill passing. Bill Schmitt asked about the service area for the LINK and Brent described. He noted that Mt Adams Transportation will have a fixed route to The Dalles from Goldendale and are anticipated to coordinate a drop off point at the transit center. Eric Proffitt noted the theory of shared services is good but caution of avoiding the point of declining returns.

Bill Schmitt moved to recommend to the MCEDD Board that MCEDD continue conversations on serving the LINK and develop a small working group that could include both board members and community members to assist in the analysis and negotiations. Rod Runyon seconded the motion. Motion carried unanimously.

EXECUTIVE DIRECTOR REPORT:

Amanda Hoey reviewed highlights from her written report including:

- The OIB approved the launch of a new pilot program that will allocate \$250,000 in OIB funds for small business loans. It is set to launch in September. Amanda noted that if successful, it might also be one for the MCEDD Loan Board to consider as well. The purpose of the pilot is to better market the OIB fund opportunity and meet the needs of local businesses. OIB also approved a \$5,000 matching grant to Columbia Gorge Community College for food and beverage training.
- Loan closings and funding are well on track for this quarter with Honald Building, Dwinell Ales, All Seasons Carpet Cleaning, and Root and Cane (OIB) all receiving funding. MCEDD staff anticipates closing the \$200,000 Renewal Workshop loan in September.
- Yesterday the MCEDD Loan Administration Board approved two loans: \$130,000 to Seufert Enterprises and \$30,000 to The Riv.
- MCEDD business assistance and administrative staff are discussing support to our clients affected by wildfires.
- Preparations for the November 2nd annual economic symposium are well underway with Jason Spadaro secured as keynote speaker. Staff is working with the Skamania EDC in securing panelists representing a cross section of those involved with forest and wood products. The event will take place at the Hegewald Center in Stevenson, WA and tickets are now available online.

Discussion: Ken Bailey noted that salvage logging is likely to come up. The Committee reinforced that this is a timely event to have conversations around timber management.

- Carrie Pipinich is coordinating efforts with Qlife and the City of Maupin on an application to the Economic Development Administration to support the remaining funding gap for a broadband expansion project in Maupin. It should be submitted in September.
- An application for a Columbia Health Council grant for the Everybody Rides Campaign.
 - Bob Hamlin moved to approve the grant submission. Bill Schmitt seconded the motion. Motion carried unanimously.
- For the NCMM potential application referenced, Amanda noted that MCEDD may assist to convene conversation, not is not at this time anticipated to be lead on an application, so no action is needed.
- The Gorge Technology Alliance has a number of events coming up in September including the sponsor appreciation and Gorge tech showcase on September 20. The MCEDD Executive Committee is welcome to attend.
- MCEDD welcomed Kathy Fitzpatrick as the Gorge Mobility Manager. Carmen Frost will start as our new Office Administrator on September 15th. The Finance and Operations Manager job notice has been posted and is available to circulate.
- The full board meeting is scheduled for Thursday, September 21st at the White Salmon Library.

OTHER NEW BUSINESS

No new business was noted.

ADJOURN: Meeting adjourned at 5:08 p.m.

*Respectfully submitted,
Amanda Hoey, Executive Director*



FINANCIAL SUMMARY

FOR: September 2017

MCEDD's Balance Sheet for September has variances between assets and liabilities. One variance is in the cash balance for IRP (Other) funds. The cash for IRP-Other funds are comprised of two accounts, one is the 1020-IRP Other (-\$93,514.15) and the second is the 1122-IRP DDM Product (\$710,703.59). These two accounts together total the actual cash available for IRP, which is \$617,189.44. While MCEDD tracks them separately, the bank considers them as one total account. For liabilities, 2070-Health Insurance Payable comprises of the withholdings for insurance, but the costs for insurance were not paid until October.

September's Operations Budget vs. Actual report does not include all revenue, due to pending quarterly reports. Revenue accounts affected are 4100-Federal, 4200-State, and 4500-Contract Reimbursement. Loan Fund Revenue, excluding the Housing RLF funds, exceeds budget by \$2,784. Professional Services for contract services is notably under budget due to actual costs associated with a special project that were not incurred, but will be by year-end.

Respectfully Submitted,

Sherry Wickert
Finance & Operations Manager

Mid-Columbia Economic Development District

10/25/17

Balance Sheet

Accrual Basis

As of September 30, 2017

	Sep 30, 17	Sep 30, 16
ASSETS		
Current Assets		
Checking/Savings		
1000 · Bank Demand Deposits		
1010 · MCEDD Checking	60,965.56	38,843.43
1015 · MCEDD MM	276,552.27	301,222.18
1020 · IRP		
1021 · IRP - Sherman	103,728.67	82,270.37
1022 · IRP - WA	45,699.20	64,452.44
1020 · IRP - Other	-93,514.15	111,556.00
Total 1020 · IRP	55,913.72	258,278.81
1030 · Loan Funds		
1036 · EDA RLFs	138,747.61	244,183.67
1045 · Reg Strat	134,471.28	126,769.88
1050 · RBEG-OR	75,523.85	45,850.01
1055 · RBEG-WA	95,415.82	49,858.48
1057 · RBEG-KL	121,154.12	126,628.42
1067 · CDBG Microenterprises	78,904.38	60,322.59
Total 1030 · Loan Funds	644,217.06	653,613.05
1031 · Housing RLF	1,752,271.55	2,000,689.73
1070 · National Scenic Fund	1,388,076.98	1,217,522.41
Total 1000 · Bank Demand Deposits	4,177,997.14	4,470,169.61
1100 · CDS		
1121 · IRP Reserve	96,031.33	96,031.33
Total 1100 · CDS	96,031.33	96,031.33
1122 · IRP - DDM Product	710,703.59	533,257.31
1196 · OR Telecom Conference	37,372.51	38,598.43
Total Checking/Savings	5,022,104.57	5,138,056.68
Accounts Receivable		
1202 · Accounts Receivable	46,685.55	61,026.97
Total Accounts Receivable	46,685.55	61,026.97
Other Current Assets		
1200 · Receivables & Accruals		
1205 · Accrued Revenue	0.00	11,250.00
1227 · Accrued Loan Interest	25,519.50	16,915.43
1229 · Structured Accts Accr'd Int		
1231 · Unrecorded Structured Accr'd Int	-3,224.77	-1,247.32
1229 · Structured Accts Accr'd Int - Other	6,891.94	7,309.10
Total 1229 · Structured Accts Accr'd Int	3,667.17	6,061.78
Total 1200 · Receivables & Accruals	29,186.67	34,227.21
1300 · Loans Receivable		
1330 · MCEDD Loans Receivable		
1320 · IRP	1,852,707.92	1,776,391.76
1321 · IRP - Sherman	153,040.80	175,435.44
1322 · IRP - WA	272,491.17	253,986.49
1331 · Housing RLF	250,000.00	0.00
1336 · EDA RLFs	568,609.09	510,239.16
1345 · Reg Strat	36,551.84	44,465.57
1350 · RBEG-OR	227,574.57	255,272.79
1355 · RBEG-WA	0.00	46,244.20
1357 · RBEG-KL/SK	5,519.35	0.00

Mid-Columbia Economic Development District

10/25/17

Balance Sheet

Accrual Basis

As of September 30, 2017

	Sep 30, 17	Sep 30, 16
1367 · CDBG Microenterprises	28,067.50	47,172.73
Total 1330 · MCEDD Loans Receivable	3,394,562.24	3,109,208.14
1370 · OIB Loans Receivable	1,498,866.79	1,643,752.50
Total 1300 · Loans Receivable	4,893,429.03	4,752,960.64
1500 · Allowance for Doubtful Loans		
1520 · IRP Allowance	-105,614.33	-118,027.66
1521 · IRP - SH Co	-9,520.35	-10,797.99
1522 · IRP - WA	-14,651.74	-14,476.77
1536 · EDA RLFs Allowance	-29,255.26	-35,290.15
1545 · Reg Strat Allowance	-2,223.05	-2,776.54
1555 · RBEG Allowance	-14,464.70	-18,584.67
1567 · CDBG Microenterprises	-1,827.70	-2,987.33
1575 · OIB Allowance	-45,000.00	-45,000.00
Total 1500 · Allowance for Doubtful Loans	-222,557.13	-247,941.11
Total Other Current Assets	4,700,058.57	4,539,246.74
Total Current Assets	9,768,848.69	9,738,330.39
TOTAL ASSETS	9,768,848.69	9,738,330.39
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
2010 · A/P General	4,732.37	3,312.00
Total Accounts Payable	4,732.37	3,312.00
Other Current Liabilities		
2020 · Accrued Payables - Year End	0.00	1,000.00
2030 · Accrued Loan Payment	29,956.05	29,943.96
2035 · Accrued Interest Payable	5,334.62	5,598.29
2050 · PTO - Accrued	23,825.45	23,098.99
2060 · Deferred Comp Payable	0.00	1,968.80
2070 · Health Insurance Payable	2,242.31	-6,898.89
2080 · Life & Disability Payable	0.00	-292.37
2090 · WC SAIF Ins	-240.54	-238.57
2100 · Payroll Liabilities		
2120 · State Payroll Liabilities		
2115 · OR- SUTA Payroll Liabilities		
2105 · WBF Payroll Assessment	71.68	108.60
2115 · OR- SUTA Payroll Liabilities - Other	108.87	125.12
Total 2115 · OR- SUTA Payroll Liabilities	180.55	233.72
Total 2120 · State Payroll Liabilities	180.55	233.72
2100 · Payroll Liabilities - Other	0.00	3,116.37
Total 2100 · Payroll Liabilities	180.55	3,350.09
Total Other Current Liabilities	61,298.44	57,530.30
Total Current Liabilities	66,030.81	60,842.30
Long Term Liabilities		
2820 · IRP Loan Payable \$1million	477,503.25	514,805.20
2821 · IRP Loan Payable \$600,000	396,225.44	417,520.24
2822 · IRP Loan Payable \$750,000	600,226.72	625,806.66
2823 · IRP Loan Payable - Washington	289,826.46	299,967.25
2824 · IRP Loan Payable - Sherman	186,672.31	193,188.09
Total Long Term Liabilities	1,950,454.18	2,051,287.44
Total Liabilities	2,016,484.99	2,112,129.74
Equity		

9:06 AM

Mid-Columbia Economic Development District

10/25/17

Balance Sheet

Accrual Basis

As of September 30, 2017

	Sep 30, 17	Sep 30, 16
3100 · Fund Balances	7,573,994.03	7,572,025.03
3110 · Carryforward Balance	11,347.09	-105,004.58
3900 · Retained Earnings	116,073.61	0.00
Net Income	50,948.97	159,180.20
Total Equity	7,752,363.70	7,626,200.65
TOTAL LIABILITIES & EQUITY	<u>9,768,848.69</u>	<u>9,738,330.39</u>

Mid-Columbia Economic Development District
Operations Budget vs. Actual
July through September 2017

	Jul - Sep 17	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
4000 · Carryover Revenue	352,024.30	377,158.00	-25,133.70	93.3%
4100 · Federal	28,605.63	51,592.22	-22,986.59	55.4%
4200 · State	0.00	9,738.50	-9,738.50	0.0%
4300 · Local Match	7,457.73	7,000.00	457.73	106.5%
4400 · Local Assessment	50,034.00	50,034.00	0.00	100.0%
4500 · Contract Reimbursement	58,637.91	93,613.22	-34,975.31	62.6%
4600 · Loan Interest	58,851.85	66,262.97	-7,411.12	88.8%
4700 · Loan Processing Fees	8,800.00	7,722.47	1,077.53	114.0%
4705 · Loan Filing Fees	900.12	1,974.94	-1,074.82	45.6%
4710 · Loan Late Fee	2,155.78	524.91	1,630.87	410.7%
4750 · Investment Interest	451.61	256.97	194.64	175.7%
4800 · Receipts - Other	1,158.93	1,624.97	-466.04	71.3%
4934 · In-Kind Revenue	0.00	6,119.00	-6,119.00	0.0%
4935 · In Kind - MM	0.00	0.00	0.00	0.0%
Total Income	569,077.86	673,622.17	-104,544.31	84.5%
Gross Profit	569,077.86	673,622.17	-104,544.31	84.5%
Expense				
5000 · Wages	100,533.58	114,757.97	-14,224.39	87.6%
5500 · Fringe Benefits	24,356.38	28,966.69	-4,610.31	84.1%
5700 · Payroll Taxes	8,732.96	9,265.53	-532.57	94.3%
6110 · Travel & Conference	2,531.88	6,900.03	-4,368.15	36.7%
6190 · Event Services	201.75	724.97	-523.22	27.8%
6200 · Equipment	1,028.40	1,125.00	-96.60	91.4%
6300 · Supplies	1,243.31	6,638.53	-5,395.22	18.7%
6400 · Professional Services	3,773.82	53,246.35	-49,472.53	7.1%
6600 · Communications	3,574.87	4,076.31	-501.44	87.7%
6700 · Building Costs	4,435.58	5,853.29	-1,417.71	75.8%
6800 · Bonds & Insurance	1,493.00	3,410.00	-1,917.00	43.8%
6900 · Other Materials & Supplies	2,364.14	4,776.97	-2,412.83	49.5%
9000 · Indirect Spread	0.00	-0.18	0.18	0.0%
9600 · Transfer to/from Source	7,323.61			
Total Expense	161,593.28	239,741.46	-78,148.18	67.4%
Net Ordinary Income	407,484.58	433,880.71	-26,396.13	93.9%
Other Income/Expense				
Other Expense				
7400 · Loan Payment	30,345.00	30,345.07	-0.07	100.0%
7500 · Carryover to Next Year	365,340.39	372,664.00	-7,323.61	98.0%
7600 · In-Kind Contractual	0.00	6,119.00	-6,119.00	0.0%
Total Other Expense	395,685.39	409,128.07	-13,442.68	96.7%
Net Other Income	-395,685.39	-409,128.07	13,442.68	96.7%
Net Income	11,799.19	24,752.64	-12,953.45	47.7%

**MID-COLUMBIA ECONOMIC DEVELOPMENT DISTRICT
FY18 PIPELINE**

SPECIAL PROJECTS SUMMARY		ANTICIPATED 2018	SUBMITTED	IN PROCESS	TOTAL	CONFIRMED %
	Special Projects - Anticipated Revenue	445,638	3,500	2,000	451,138	98.78%
	Budgeted Expenses FY18 (Excludes In-Kind)	456,569				
	Gap/Surplus	(10,931)				
PROJ CODE	SPECIAL PROJECTS DETAILS	FY18	NOTES			
	ANTICIPATED REVENUE					
519	Dallesport CDBG	17,500	Multi-year project			
525	GTA Wind Challenge	22,000				
526	MCCFL - CDBG	13,000	Multi-year project			
527	City of Antelope - CDBG	5,000	Multi-year project			
528	DWD Wastewater - CDBG	1,400	Multi-year project			
530	The Dalles Airport - Flex Space	6,000	Multi-year project			
531	AOC/Wasco Co	7,519	Multi-year project			
532	Cider Grant	38,954	Multi-year project			
533	TD Wastewater Plant	13,000	Multi-year project			
534	Crystal Springs	17,000	Multi-year project			
535	Resiliency, OEDD	5,000				
549	CL-HR Enterprise Zone	2,500				
554	Sherman Co ED	40,000				
	Sherman Co Housing	2,000				
557	GTA Staffing	51,651				
559	Wasco Co EDC	50,000				
560	Oregon Connections	5,000				
570	OEDD Website	700				
571	Mobility Management	87,500	1st year of 2-year grant (includes local match)			
575	GTA Robotics	15,895				
582	HR EDG	7,000				
585	Commute Options	8,000				
587	HR Drive Less Connect - ODOT	22,465	1st year of 2-year grant (includes local match)			
599	Agora	5,554	Final year of multi-year grant			
536	CGWA Travel Oregon Grant	1,000				
	TOTAL ANTICIPATED REVENUE	445,638				
	PROPOSALS SUBMITTED					
	Columbia Gorge Health Community Grant	3,500				
	TOTAL PROPOSALS SUBMITTED	3,500				
	IN DEVELOPMENT					
	Commute Options	2,000				
	EDA Resiliency					
	TOTAL IN DEVELOPMENT	2,000				
	DECLINED					
	TOTAL DECLINED	-				

MEMORANDUM

Date: October 24, 2017
To: MCEDD Executive Committee
From: Kathy Fitzpatrick, Mobility Manager
Re: Gorge Hubs Fiscal Agent

This memorandum provides information for the “Gorge Hubs Fiscal Agent” discussion topic.

Travel Oregon’s Large Grants Program

Overview: On March 3, 2016, Oregon lawmakers passed HB 4146, which increased the state transient lodging tax from 1 to 1.8 percent for four years effective July 1, 2016 and then effective July 1, 2020 reduces the state transient lodging tax from 1.8 to 1.5 percent. The legislation directed 20 percent of the state transient lodging tax to a Regional Cooperative Tourism Program and 10 percent of the state transient lodging tax to a competitive grants program.

The opening of Travel Oregon’s new Large Grants Program was announced on October 5th, 2017. Competitive Large Grant applications are for grants greater than \$100,000 and must demonstrate at least a 50 percent cash match. Large grant awards are intended to create statewide impacts or impact multiple regions. Eligible projects must provide for the improvement or expansion of the tourism economy in Oregon by showcasing the state on a national or global stage or as a world-class asset.

Travel Oregon has encouraged the Gorge Hubs Partnership, a coalition of the six Historic Columbia River Highway cities (Wood Village, Troutdale, Cascade Locks, Hood River, Mosier, and The Dalles), to apply to the Large Grants Program to receive the funds they need to complete the construction of the Gorge Hubs project.

The Gorge Hubs project began four years ago when the six Historic Columbia River Highway cities came together with the idea of developing bike/pedestrian Hubs in each of their downtown cores to serve locals and visitors traveling along the Historic Columbia River Highway. Since that time they have received significant support from different funders for public outreach and concept plans, mapping and design, Bike Fix-It Stations, and kiosk construction. Each Hub has also received grant funds from various sources for construction, but currently each are in a different phase of completion.

The Gorge Hubs Partnership is now seeking a fiscal agent that will allow the Partnership to apply jointly for grant funding of the Gorge Hubs project. The draft budget as proposed will include 10% for administrative cost. The budget also includes funding for a Project Manager who will have a significant role in reporting project progress to the fiscal sponsor. The Partnership currently has an estimated \$313,340 to offer as cash match, which, if the application is successful, would result in an award of \$626,680.

Next steps: If the MCEDD Executive Committee approves moving forward as the Gorge Hubs Partnership Fiscal Agent, MCEDD staff will work with each of the City Councils to secure a Fiscal Agent Memorandum of Understanding.

Action Requested: Given the timeline on this application deadline, staff requests the MCEDD Executive Committee authorize MCEDD to enter into an MOU with the cities of Wood Village, Troutdale, Cascade Locks, Mosier, and The Dalles in order to become the fiscal agent for the Gorge Hubs Partnership that will submit a Travel Oregon Large Grants application for funding for the Gorge Hubs Project.

Memorandum

Date: October 25, 2017
To: MCEDD Executive Committee
From: Amanda Hoey, Executive Director
Re: Service Expansion Committee Status

Overview

The MCEDD Service Expansion Committee has been meeting to analyze opportunities related to the LINK public transportation system. Committee members include Ken Bailey, Bob Benton, Dana Peck and Perry Thurston. The committee has operated under the premise that any program would need to a) fit our mission b) have no adverse impact to other core MCEDD programs and c) be able to be operated effectively by MCEDD in serving the program's intent and clients. The preliminary recommendation is to *proceed*, with conditions. We have scheduled a full board meeting for November 9, 2017 at 3 pm to review the recommendation and consider a resolution. Committee members will share their updates with Executive Committee.

Memorandum

Date: October 25, 2017
To: MCEDD Executive Committee
From: Jessica Metta, Deputy Director
Re: Eagle Creek Fire Recovery Council

Overview

Mid-Columbia Economic Development District has been participating in the Eagle Creek Fire Recovery Council to connect state and federal resources to the region in support of businesses impacted by the disaster. Staff developed a list of possible requests for assistance for feedback from the Executive Committee. The primary parameters considered have been items that would help businesses on a longer term and items that would possibly incentivize behaviors for increased future resiliency. We expect that businesses may continue to see impacts over the next year.

Items for Executive Committee feedback include:

1. **Interest Rate Subsidy.** This could be a similar tool to what some of our urban renewal districts employ to offer very low interest recovery loans to business who suffered losses in revenue compared to prior periods.
2. **Workforce Retraining Dollars.** This could increase existing grant funds for employers to offset their costs for training or retraining of existing employees, including employee time and training costs. Businesses impacted by the fire could access a new grant pool of funds.
3. **Loan Guarantee Program.** Guaranteed loan programs could allow others to lower their interest rates for a longer period of time.
4. **National Scenic Area Funds:** This would request assistance from state and federal liaisons in securing the pathway for the final allocation of the National Scenic Area funds for economic development. These funds would be administered by the Oregon and Washington Investment Boards as grants and loans.
5. **Matching Funds for Innovation Programs:** State and federal funds could be used to cover the typical business contributions to Small Business Technology Transfer (STTR), Small Business Innovation Research (SBIR) or other innovation programs.
6. **Technical Assistance:** This would identify additional state and federal dollars for the Small Business Development Center or other partners to expand their work with individual businesses impacted by the disaster in creating revised business plans.

Request

We are requesting your review and feedback on which items to focus on for additional work or suggestions of items not yet identified.

Memorandum

Date: October 25, 2017
To: MCEDD Executive Committee
From: Amanda Hoey, Executive Director
Re: 501c3 Options

Request/Action

Recommendation for the 501c3 Four Rivers Community Corporation.

Overview

MCEDD operates as a unit of local government formed under state regulations ORS 190 and RCW 39.34. We also have an associated 501c4- the MCEDD Oregon Center. This entity was originally formed to provide MCEDD the opportunity to qualify for certain state funding for our business assistance programs. The regulations around those programs changed and while the 501c4 remains a legal entity, it does not have a current purpose. MCEDD had an interest to pursue establishing a 501c3 and eliminating the 501c4, but we have not yet taken the necessary steps to establish a new entity.

With MCCOG shifting its programs, one of the remaining elements is the Four Rivers Community Corporation. Formed in 1996, the public charity has an expansive purpose but is currently being used primarily to distribute the Oregon Cultural Trust funds in Wasco County. MCCOG has provided the administrative support so it will need a new home. MCEDD already has the processes to support this type of entity and it could help meet our intention without the additional legal costs for a new incorporation.

Legal Name: Four Rivers Community Corporation

EIN: 93-1223394

Purpose: “to distribute and receive gifts, grants and contributions and to conduct any and all activities which can, under Oregon Revised Statutes, be conducted by a public benefit corporation.” See attached articles of incorporation and bylaws.

Options

Staff recommendation: Approve working with the Four Rivers Community Corporation Board to shift support to MCEDD and, once complete, dissolve the 501c4 MCEDD Oregon Center.

Alternative option 1: Approve as above, but retain the 501c4 as an active entity. The 501c4 does have capacity for lobbying.

Alternative option 2: Do not proceed with the Four Rivers Community Corporation conversation and seek to form a separate 501c3.

525 993-89

20

ARTICLES OF INCORPORATION

of

FOUR RIVERS COMMUNITY CORPORATION
(A Nonprofit Corporation)

FILED
JUL 09 1996
SECRETARY OF STATE

Article 1. Name of Corporation. The name of this corporation is **FOUR RIVERS COMMUNITY CORPORATION.**

Article 2. Type of Corporation. This is a public benefit corporation.

Article 3. Initial Registered Agent and Office. The name of the initial registered agent is **WILFORD K. CAREY.** The office address of the initial registered agent of the corporation is 305 Cascade Street, Post Office Box 325, Hood River, Oregon 97031.

Article 4. Principal Office Address. The address of the principal office of the corporation is 1113 Kelly Avenue, The Dalles, Oregon 97031.

Article 5. Membership. The corporation will have no members.

Article 6. Distribution of Assets on Dissolution or Final Liquidation. Upon the dissolution or final liquidation of the corporation, the assets of the corporation remaining after satisfaction of the corporation's obligations and liabilities shall be distributed to any organization selected by the corporation's Board of Directors which at the time of distribution is qualified as a Section 501(c)(3) corporation under the Internal Revenue Code, and no assets of the corporation shall inure to any director, officer or member of the corporation or any other individual. Notwithstanding anything to the contrary herein, no articles of dissolution shall be filed with the Corporation Division until the corporation has given the notice required by law to the Oregon Attorney General, and no assets shall be transferred or conveyed as a part of the dissolution until all provisions of Oregon law have been complied with.

Article 7. Name and Address of Each Director. The number of directors constituting the initial Board of Directors of the corporation is five (5) and their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
SCOTT McKAY	1010 E. 7th Street, The Dalles, OR 97058
BEVERLY ROWLAND	1120 - 21st Street, Hood River, OR 97031
MIKE McARTHUR	71802 Weik Road, Wasco, OR 97065
JEANNE BURCH	P.O. Box 288, 506 2nd St., Fossil, OR 97830
LAURA PRYOR	P.O. Box 595, Condon, OR 97823

Article 8. Consent of Directors. Each director above-named has consented to this appointment.

Article 9. Limitations on Expenditures and Activities. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its trustees, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954.

Article 10. Indemnification of Directors and Officers.

a. **Directors and Officers.** The corporation shall indemnify to the fullest extent permitted by law, any person who is made, or threatened to be made, a party to or witness in, or is otherwise involved in, any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including any action, suit or proceeding by or in the right of the corporation), by reason of the fact that:

(1) The person is or was a director or officer of the corporation or any of its subsidiaries;

(2) The person is or was serving as a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the corporation or any of its subsidiaries; or

(3) The person is or was serving, at the request of the corporation or any of its subsidiaries, as a director or officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise.

b. **Employees and Other Agents.** The corporation may indemnify its employees and other agents to the fullest extent permitted by law.

c. **Nonexclusivity of Rights.** The rights conferred on any person by this paragraph shall be in addition to any rights to which a person may otherwise be entitled under any articles of incorporation, bylaw, agreement, statute, policy of insurance, vote of Board of Directors, or otherwise.

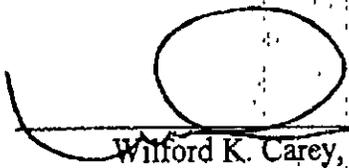
d. Survival of Rights. The rights conferred on any person by this paragraph shall continue as to a person who has ceased to be a director, officer, employee or agent of the corporation; and shall inure to the benefit of the heirs, executors and administrators of such person.

e. Amendments. Any repeal of this Article shall be prospective only and no repeal or modification of this Article 10 shall adversely affect any right or protection that is based upon this Article 10 and pertains to an act or omission that occurred prior to the time of such repeal or modification.

Article 11. Amendment of Articles. These Articles may be amended by a majority vote of the Board of Directors at any regular or special meeting.

Article 12. Incorporator. The name and address of the incorporator are: **WILFORD K. CAREY**, 305 Cascade Street, Post Office Box 325, Hood River, Oregon 97031.

DATED this 9TH day of JULY, 1996.



Wilford K. Carey, Incorporator

Person to contact about this filing:

Wilford K. Carey, Telephone: (541) 386-1811

SECOND AMENDMENT TO BYLAWS

of

FOUR RIVERS COMMUNITY CORPORATION

At a meeting of the Board of Directors of **FOUR RIVERS COMMUNITY CORPORATION**, held on JANUARY 27, 2004, the following amendment to the Bylaws was adopted and shall be a permanent part of the corporate Bylaws adopted October 22, 1996, as previously amended by Amendment to Bylaws adopted September 23, 2003:

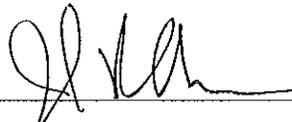
1. Section 2 of Article III, "Board of Directors," of the Bylaws of this corporation is hereby amended and restated as follows:

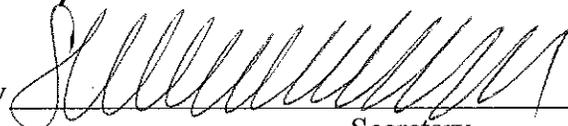
Section 2. Number, Tenure and Qualification. The number of Directors of the corporation shall be not less than five (5) nor more than eleven (11). The initial Board shall consist of five (5) Directors, made up of the five (5) members of the Executive Committee of the Mid-Columbia Council of Governments. Not more than an additional six (6) members shall be selected by the five (5) members from the Executive Committee, who shall serve for two (2) year terms, with the exception that in order to have staggered terms on the first appointment, two (2) shall be appointed to a one (1) year term and thereafter all terms shall be for two (2) years.

3. The above amendment was adopted by a vote of the Directors present at the meeting and shall constitute the only change in the Bylaws, as previously amended by Amendment to Bylaws, and all other articles and sections thereof, as previously amended, shall remain as written.

DATED this 23 day of MARCH, 2004.

FOUR RIVERS COMMUNITY CORPORATION

By 
Chair/President

By 
Secretary

ORIGINAL

AMENDMENT TO BYLAWS

of

FOUR RIVERS COMMUNITY CORPORATION

At a meeting of the Board of Directors of **FOUR RIVERS COMMUNITY CORPORATION**, held on September 23, 2003, the following amendments to the Bylaws were adopted and shall be a permanent part of the corporate Bylaws adopted October 22, 1996:

1. Article IV, Section 1 of the Bylaws of this corporation is hereby amended and restated as follows:

**"ARTICLE IV
"Officers"**

"Section 1. Number. The officers of this corporation shall be a Chair/President, Vice President, and a Secretary-Treasurer, each of whom shall be elected by the Board of Directors. Such other officers as may be deemed necessary may be elected or appointed by the board of Directors. Any two (2) or more offices may be held by the same person, except the offices of Chair/President and Secretary-Treasurer may not be held by the same person.."

2. Article IV, Section 5 of the Bylaws of this corporation is hereby amended and restated as follows:

"Section 5. Chair/President. The Person elected as President by the Board of Directors shall also serve as the Chair of the Board of Directors. The Chair/President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall, in general, supervise and control all of the business and affairs of the corporation. The Chair/President shall, when present, preside at all meetings of the Board of Directors. The Chair/President may sign, with the Secretary-Treasurer or any other proper officer of the corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in those cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation or shall be required by law to be otherwise signed or executed; and in general the Chair/President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time-to-time."

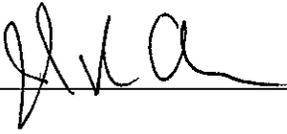
3. The above amendments were adopted by a vote of the Directors present at the

meeting and shall constitute the only changes in the Bylaws and all other articles and sections thereof shall remain as written.

DATED this 23 day of September, 2003.

CORPORATION

FOUR RIVERS COMMUNITY


_____ By

Chair/President


_____ By

Secretary

BYLAWS

of

FOUR RIVERS COMMUNITY CORPORATION

ARTICLE I

Offices

The name of this corporation is **FOUR RIVERS COMMUNITY CORPORATION.**

ARTICLE II

Membership

The corporation shall have no members and shall not issue any shares of capital stock.

ARTICLE III

Board of Directors

Section 1. General Powers. The business and affairs of the corporation shall be managed by its Board of Directors.

Section 2. Number, Tenure and Qualification. The number of Directors of the corporation shall be not less than five (5) nor more than seven (7). The initial Board shall consist of five (5) Directors, made up of the five (5) members of the Executive Committee of the Mid-Columbia Council of Governments. An additional two (2) members shall be selected by the five (5) members from the Executive Committee, who shall serve for two (2) year terms, with the exception that in order to have staggered terms on the first appointment, one (1) shall be appointed to a one (1) year term and thereafter all terms shall be for two (2) years.

Section 3. Regular Meetings. A regular meeting of the Board of Directors shall be held without other notice than that in the following bylaw, and at the same place as the annual meeting of the shareholders; however, the Board may provide, by resolution, the time and place, either within or without the State of Oregon, for the holding of additional regular meetings without other notice than such resolution.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any one Director. The person or persons authorized

to call special meetings of the Board of Directors may fix any place, either within or without the State of Oregon, as a place for holding any special meeting of the Board of Directors called by them.

Section 5. Notice. Notice of any special meeting shall be given at least two (2) days previous thereto by written notice delivered personally or by mail to each director at his business address or by telegram. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail so addressed with postage thereon prepaid, and if by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 6. Quorum. A majority of the number of directors fixed by Section 2 above shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than a majority is present at a meeting, the majority of directors present may adjourn the meeting from time to time without further notice.

Section 7. Vacancy. A vacancy occurring in the Board of Directors from one (1) of the two (2) at large positions shall be filled by the affirmative vote of the majority of the remaining Directors. A vacancy occurring from the five (5) positions representing the Executive Committee of the Mid-Columbia Council of Governments shall be filled by the Mid-Columbia Council of Governments providing a replacement to the Executive Committee, which makes up five (5) members of this corporation's Board of Directors.

Section 8. Presumption of Assent. A Director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting, or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by certified mail to the Secretary-Treasurer of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

ARTICLE IV

Officers

Section 1. Number. The officers of this corporation shall be a President, a Vice President, and a Secretary-Treasurer, each of whom shall be elected by the Board of Directors. Such other officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two (2) or more offices may be held by the same persons, except the offices of President and Secretary-Treasurer may not be held by the same person.

Section 2. Election and Term of Office. The officers of the corporation to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board of Directors immediately following the annual meeting of the shareholders. If the election of officers shall not be held at such meeting, such election shall be held as soon as conveniently may be held. Each officer shall hold office until his successor shall have been elected and qualified or until his death or resignation or his or her having been removed in the manner provided by law or as hereafter set forth.

Section 3. Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, it is that the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies. Vacancies in office may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall, in general, supervise and control all of the business and affairs of the corporation. The President shall, when present, preside at all meetings of the shareholders and of the Board of Directors. The President may sign, with the Secretary-Treasurer or any other proper officer of the corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in those cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation or shall be required by law to be otherwise signed or executed; and in general the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. In the absence of the President or the President's inability or refusal to act, the Vice President shall perform the duties of the President and when so acting shall have the powers of and be subject to all the restrictions upon the President. The Vice President shall perform any duties which, from time-to-time, may be assigned to the Vice President by the President or the Board of Directors.

Section 7. Secretary-Treasurer. The Secretary-Treasurer shall:

a. Keep the minutes of the shareholders' and the Board of Directors' meetings in one or more books provided for that purpose.

b. See that all notices are duly prepared and delivered in accordance with the provisions of these Bylaws or as required by law.

c. Be custodian of the corporate seal and the records of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which, on behalf of the corporation under its seal, is duly authorized.

d. Have charge and custody of and be responsible for the funds and securities of the corporation; receive and give receipts for money due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation, in such banks or depositories which shall be selected in accordance with the following Article of these Bylaws; all subject, however, to the right of the Board of Directors to delegate such authority and duties to any other person as the Board may determine may be for the most efficient handling of the business of the corporation.

e. In general, perform all duties incident to the office of Secretary-Treasurer and such other duties as from time to time may be assigned to the Secretary-Treasurer by the President or by the Board of Directors.

Section 8. Assistant Secretaries or Assistance Treasurers. An Assistant Secretary and an Assistant Treasurer may be appointed by the Board of Directors and shall perform such duties as shall be assigned to them by the Secretary-Treasurer or by the Board of Directors.

ARTICLE V

Contracts, Loans, Checks and Deposits

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

Section 2. Loans. No loan shall be contracted on behalf of the corporation and no evidence of indebtedness shall be in its name unless by resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks and Drafts. All checks, drafts and other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents, of the corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks or other depositories as the Board of Directors may select.

ARTICLE VI

Indemnification of Directors and Officers

Section 1. Directors and Officers. The corporation shall indemnify to the fullest extent permitted by law, any person who is made, or threatened to be made, a party to or witness in, or is otherwise involved in, any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including any action, suit or proceeding by or in the right of the corporation), by reason of the fact that:

a. The person is or was a director or officer of the corporation or any of its subsidiaries;

b. The person is or was serving as a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the corporation or any of its subsidiaries; or

c. The person is or was serving, at the request of the corporation or any of its subsidiaries, as a director or officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise.

Section 2. Employees and Other Agents. The corporation may indemnify its employees and other agents to the fullest extent permitted by law.

Section 3. Nonexclusivity of Rights. The rights conferred on any person by this paragraph shall be in addition to any rights to which a person may otherwise be entitled under any articles of incorporation, bylaw, agreement, statute, policy of insurance, vote of Board of Directors, or otherwise.

Section 4. Survival of Rights. The rights conferred on any person by this paragraph shall continue as to a person who has ceased to be a director, officer, employee or agent of the corporation; and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 5. Amendments. Any repeal of this Article shall be prospective only and no repeal or modification of this Article VI shall adversely affect any right or protection that is based upon this Article VI and pertains to an act or omission that occurred prior to the time of such repeal or modification.

ARTICLE VII

Transactions Between Corporation and Interested Directors

Section 1. Conflict of Interest. A transaction with the corporation in which a Director of the corporation has a direct or indirect interest is not voidable by the corporation solely because of the Director's interest in the transaction if either

a. The material facts of the transaction and the Director's interest were disclosed or known to the Board of Directors or a committee of the Board of Directors, and the Board of Directors or committee authorized, approved or ratified the transaction; or

b. The transaction was fair to the corporation.

Authorization, approval or ratification occurs if a majority of the Directors on the Board of Directors or on the committee, who have no direct or indirect interest in the transaction vote to authorize.

Section 2. Disqualification. A Director of the corporation shall not be disqualified, by the Director's office, from contracting with the corporation as vendor, purchaser, or otherwise; nor shall any contract or arrangement entered into by or on behalf of the corporation in which any Director is in any way interested be voided on that account; provided that such contract or arrangement shall have been approved or ratified by a majority of the Board of Directors without counting in such majority the Director so interested, although such Director may be counted toward a quorum.

ARTICLE VIII

Miscellaneous

Section 1. Informal Action by Directors. Any action required by the Oregon Nonprofit Corporation Act to be taken at a meeting of Directors, or any other action which may be taken at a meeting of the Directors, may be taken without a meeting if a consent in writing setting forth the action so taken be signed by all of the Directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as the unanimous vote of such Directors.

Section 2. Books and Records. The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board of Directors.

ARTICLE IX

Committees

The Board of Directors may establish special committees from time-to-time as it deems necessary for the effective management of the corporation.

ARTICLE X

Amendments

These Bylaws may be altered or amended or repealed and new Bylaws may be adopted by the Board of Directors by any regular or special meeting of the Board of Directors.

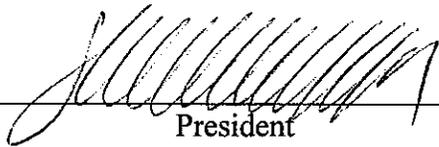
ARTICLE XI

Corporate Purpose

This corporation is intended to qualify as a tax-exempt, nonprofit entity under Section 501(c)(3) of the Internal Revenue Code, as amended from time-to-time, and as a public benefit organization under the Oregon Nonprofit Corporation Act, as amended from time-to-time. Specifically, the corporation has been established as a nonprofit corporation whose purpose is to receive and distribute gifts, grants and contributions and to conduct any and all activities which can, under Oregon Revised Statutes, be conducted by a public benefit corporation.

ADOPTED this 22nd day of October, 1996.

FOUR RIVERS COMMUNITY CORPORATION,

By 
President

By 
Secretary-Treasurer

Executive Director’s Report

Prepared for November 2017 Executive Committee Meeting

The following are primary activities of MCEDD in October 2017.

Economic Development Administration, Regional Economic Development

- The November 2nd Annual Economic Symposium is near capacity, with nearly 90 attendees confirmed. See the attached draft agenda. We encourage your participation!
- MCEDD hosted the Oregon Connections conference in October, with over 200 attendees in Hood River discussing telecommunications utilization, trends, and needs. Mark your calendars for next year's conference, October 18th and 19th at the Hood River Inn. It is scheduled to be the last year we host it in this region as it will move to southern Oregon.
- Jessica Metta and Carrie Pipinich collaborated to conduct broadband outreach meetings in Sherman County. The broadband survey for residents and businesses is still open through October 31. The outreach is intended to gauge interest in improved internet service and help better understand the needs in the community related to internet connectivity.
- Staff is supporting numerous proposals to the Regional Infrastructure Fund, with Carrie Pipinich pulling together direct responses for broadband requests.
- Jacque Schei administered the recent Agora Investment Platform training for other districts beginning to use this tool. We have recommended creation of an advisory committee to help move the development forward.
- Staff presented the Economic Development Strategy at the last Columbia River Gorge Commission meeting in Stevenson, in partnership with the Skamania EDC. At that meeting, the Commission also received recommendations on the focus areas for their Gorge 2020 Management plan update. One of the focus areas is “economics.” MCEDD submitted comments related to this focus area and *staff seeks additional direction from the Executive Committee as it proceeds on how to best engage.* The County planners were also present as a collective voice at that meeting and we can discuss reactions to their comments.



Project Management

- Grant Administration/Labor Standards projects continue with Jacque Schei as lead staff. The MCCFL mental health facility went out for bid with two responses, both over budgeted resources. Other projects remain on track.
- Two Travel Oregon grants Carrie Pipinich developed were successful in funding: one for Dufur in which MCEDD will act in fiscal agent and management capacity and one for the Columbia Gorge Winegrowers Association.
- Jessica Metta is preparing an application for the Wasco school building to the Ford Family Foundation.
- In October, the Wasco County Economic Development Commission toured The Washington Family Ranch Young Life Camp outside of Antelope in south Wasco County. The camp brings in approximately 1,000 campers and leaders each week during summer.

- Gorge Technology Alliance adopted their strategic action plan and secured their first sponsor at the new Foundation level (\$25,000). As reported in the last board meeting, the GTA increased their contract with MCEDD to allow for more of Jessica's time.
- The GTA launched the Women in STEM networking series and the next meeting is scheduled for November 9th. It will feature Megan Bigelow, President and CO-Founder of PDX Women in Tech
- The GTA is seeking nominees for the annual Tech Awards. Consider a submission! The robotics FLL tournaments are quickly approaching in December and staff is gearing up. Learn how you can support!
- The Next Door Inc completed their sections of the contract with MCEDD to develop materials that would support better access to transportation systems from limited English proficiency individuals. Next Door:
 - Conducted cultural awareness training sessions for Hood River and Wasco County transportation services providers. They also:
 - Created two engaging novellas that aired on Radio Tierra. [Click here](#) to hear one of those novellas.
 - Designed and distributed "plain language" guides to share public transportation information. Click to view the guides for [Columbia Area Transit](#) and [The LINK](#).
- The next Gorge TransLink meeting is scheduled for December. The inter-system collaboration is especially important as Columbia Area Transit, Mt. Adams Transportation Services and the Columbia Gorge Express begin to implement planned public transportation service expansions within the next six months.
- Kathy is meeting with employers to address transportation needs and identify solutions. She is a great resource across the five counties.

Business Assistance Division

- The Loan Administration Board approved extending its loans with a Home Sweet Home Elder Care and provided an additional \$64,000 in financing.
- Staff made the first approval for an existing loan client under MCEDD's disaster relief program.
- There has been an increased level of support for obtaining the initial authorized but unappropriated funds for the Oregon and Washington Investment Boards. *Staff will provide highlights at the meeting and will seek further support in moving this item forward.*

Operations

- **Personnel:** Siri Olson has been hired as our new Finance Manager. She will be cross-training with Sherry Wickert throughout November prior to Sherry's retirement. We invite you to Sherry's retirement party at the MCEDD office on November 20th. We have reopened the position for our Office Administrator and are seeking qualified candidates.
- **Training:** Kathy Fitzpatrick attended the Oregon Transportation Conference, with costs covered through a RTAP scholarship. I attended the NADO Annual Training conference. Eric Nerdin participated in the Enterprise Zone workshop in Boardman in September. Jessica Metta is attending the Oregon Economic Forum, with our appreciation to Key Bank for their support.
- **NADO:** I was recently elected to the Board of Directors for our National Association.

Next Full Board Meeting: November 9, 2017 at 3 pm

Next Executive Committee: Wednesday, December 6, 2017 at 4 pm

Columbia Gorge Economic Symposium

Thursday, November 2, 2017

9:00 a.m.

Hegewald Center

710 SW Rock Creek Dr, Stevenson, WA 98648

DRAFT Agenda

Doors open at 8:30 a.m.

- 9:00 a.m. Welcome and Introductions
- 9:15 a.m. Opening Remarks
Jason Spadaro, President, SDS Lumber
- 9:35 a.m. Local Data, Regional Trends and Economic Forecasts
Scott Bailey, Washington Regional Economist
Dallas Fridley, Oregon Regional Economist
- 10:25 a.m. Panel Discussion: Current and Future Reality for the Gorge's Forest and Wood Products Sector
How can we support growth of this industry?

Moderated by Lisa Naas Cook with Panelists:

- *Jon Paul Anderson, High Cascade/ WKO Inc.*
- *Trevor McConchie, Washington Department of Natural Resources*
- *Jay McLaughlin, Mt. Adams Resource Stewards*
- *Jeff Nelson, Nelson Brothers Engineering*
- *Emily Platt, US Forest Service*
- *Bob Sourek, Bear Mountain Forest Products*
- *Wayne Vineyard, Port of Klickitat, retired Hancock Timber Resource Group*

12:00 p.m. Connecting with the Comprehensive Economic Development Strategy 2017
Amanda Hoey, Executive Director, Mid-Columbia Economic Development District

12:30 p.m. Adjourn and networking

*Presentations/ materials will be posted following the Symposium to:
www.mcedd.org/strategy/get-involved/economic-symposium/*