



Mid-Columbia Economic Development District

**MCEDD Loan Administration Board Meeting**  
***Special Meeting***

**Tuesday, February 9, 2021**

**8:00am**

Remote only

Please call (541) 296-2266 or email [ami@mcedd.org](mailto:ami@mcedd.org) for Zoom Meeting details

**AGENDA**

<b><u>Topic</u></b>	<b><u>Estimated Time</u></b>	<b><u>Item</u></b>
Call to Order, Introductions		
Loan Administration Board Minutes <i>February 2, 2021</i>	5 minutes	Approval
Loan Request • <i>Wind Valley Lodges, LLC</i> <i>(Tenzen Hot Springs Overnight Cabins)</i>	20 minutes	Approval
<b><i>Executive Session per ORS 192.660 (f) (Exempt Documents)</i></b> <i>Regular Session Reconvened</i>		
Loan Actions	5 minutes	Decision
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 us at (541) 296-2266; TTY 711 at least 48 hours before the meeting. MCEDD is an equal opportunity employer, lender and provider.

## **Executive Session Protocol**

### **MCEDD Loan Administration Board**

After discussion agenda items are presented in open session by MCEDD staff, the LAB Chair will state the following: "Pursuant to ORS 192.660(f), Exempt Documents, I call the Executive session of the MCEDD Loan Administration Board to order".

LAB Chair asks all non-staff and non LAB members to leave the meeting. Staff will explain to visitors where they can wait and that they will be invited into Executive Session when their agenda item will be discussed.

For each discussion item on the agenda for Executive Session, the LAB Chair will follow the following procedural steps:

1. Invite the loan applicant (or their representative) into the Executive Session for the presentation of their loan request. LAB Chair requests a brief presentation from MCEDD staff on a summary of the loan proposal or other discussion item.
2. After presentation of information by staff, the LAB Chair asks if there are any questions for the loan applicant or MCEDD staff.
3. Following questions and discussion by the LAB, the loan applicant (and/or their representative) is asked to leave Executive Session with instruction that they will be invited into the Open session when Executive Session is adjourned.
4. LAB Chair asks LAB members if there is any discussion related to loan request that needs to take place before inviting the next loan applicant or other persons in to Executive Session for the next discussion item.
5. Additional discussion between the LAB members takes place then Steps 1-5 are repeated for each following discussion item for Executive Session.

At the end of discussion, the LAB chair will close the Executive Session. The LAB moves back to open session. At this point, the LAB Chair asks for a motion on the decision items in open session. Following a proper motion (motion and a second), the LAB chair requests discussion on the motion. Following any discussion, the LAB chair request a vote ("all those in favor, signify by saying aye" "all opposed signify by saying nay" "any abstentions?"). Staff may ask for a roll-call vote, if the responses are unclear

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**MID-COLUMBIA ECONOMIC DEVELOPMENT DISTRICT  
LOAN ADMINISTRATION BOARD MEETING MINUTES**

Tuesday, February 2, 2021

Virtual Only

**ATTENDANCE**

BOARD: Scott Clements, Joe Dabulskis, AJ Tarnasky, Bob Hamlin, Dillon Borton, Steve Kramer, Dave Sauter

STAFF: Jessica Metta (Executive Director), Israel Ayala Guevara (Loan Fund Manager), Ami Beaver (Assistant Project Manager), Jill Brandt (Administrative Assistant)

GUESTS: Kevin Waters, Skamania EDC; Derek Edwards, Nick and Nanae Yoshida, Wind Valley Lodges, LLC

**CALL TO ORDER**

Bob Hamlin called the meeting to order at 8:02 a.m. A quorum was present. A round of introductions took place. Bob Hamlin requested declaration of any conflicts of interest. None were noted.

**MINUTES**

**Steve Kramer motioned to approve** the minutes from January 5, 2021. Scott Clements seconded the motion. Motion passed unanimously.

**LOAN REQUEST: WIND VALLEY LODGES LLC (TENZEN HOT SPRINGS OVERNIGHT CABINS)**

Israel Ayala Guevara noted that discussion would focus on a loan request from Wind Valley Lodges, LLC, proposing an overnight cabin and hot springs resort in Home Valley, WA.

Nick and Nanae Yoshida were introduced and gave some family background pertaining to the history of their loan application. This project has been proposed for a long time, and there has been community awareness and discussion about this proposal.

**EXECUTIVE SESSION**

Per ORS 192.660 (f) Exempt Documents, the MCEDD Loan Administration Board moved into Executive Session at 8:08 a.m.

Joe Dabulskis joined the meeting.

Regular session reconvened at 8:58 a.m.

Dillon Borton and Dave Sauter left the meeting at 9:00 a.m.

**LOAN ACTION: WIND VALLEY LODGES LLC (TENZEN HOT SPRINGS OVERNIGHT CABINS)**

No action at this time. The board requests staff work with the client on the following items and reconvene to discuss as soon as items are available for review.

- Documented verification that contractor is licensed and bonded.

- Assignment of a lease from SKS Management, LLC to Wind Valley Lodges, LLC in place for as long as the amortization of the note, and landlord waiver for well access.
- Property appraisal.

Additionally, the board requests review of the SKS Management/ Wind Valley Lodges lease by MCEDD legal counsel.

*Discussion: Scott Clements noted a high level of enthusiasm about the proposal on the part of the board. He said there are some loose ends that the board would like to tie up and indicated the board was agreeable to a special meeting to move the project forward as soon as possible. Nick Yoshida said the good news is that they can have the contractor provide documentation on licensure and bonding and that there is a template agreement for sharing the geothermal well between the entities through the different phases of their vision for the project. He noted an appraisal on the property has been done and can be provided. AJ Tarnasky noted a landlord waiver will still need to be in place. Nick Yoshida noted the lease agreement does have an easement embedded in it. Jessica Metta said staff will work with the client to turn things around quickly. AJ Tarnasky asked Israel Ayala Guevara to email the client a bulleted list formalizing the request of what is needed to move forward. Scott Clements thanked the client for working through these items with the board.*

#### **UPDATES AND FUNDED LOANS REPORT**

Israel Ayala Guevara noted he had some updates to share in Executive Session.

#### **EXECUTIVE SESSION**

Per ORS 192.660 (f) Exempt Documents, the MCEDD Loan Administration Board moved into Executive Session at 9:04 a.m.

Regular session reconvened at 9:06 a.m.

#### **OTHER NEW BUSINESS**

No other new business.

#### **ADJOURN**

Meeting adjourned 9:07 a.m.

*Respectfully submitted by Ami Beaver, Assistant Project Manager*