



Clackamas, Hood River, and Wasco Counties

**Board Meeting
February 16, 2024
8:30 a.m. – 9:30 a.m.**

Virtual Only via Zoom: <https://us06web.zoom.us/j/84930495499>
Or call: 253-215-8782, Meeting ID: 849 3049 5499

AGENDA

| Topic | Estimated Time | Item |
|--|-----------------------|-------------|
| Call to Order, Introductions | | |
| Minutes | 2 minutes | Approval |
| Financial Report | 2 minutes | Acceptance |
| Budget Committee Formation | 10 minutes | Approval |
| Bylaws Update | 15 minutes | Approval |
| Bank Account Change | 5 minutes | Approval |
| Loan Modification Request | 20 minutes | Decision |
| <i>Frutas Locas</i> | | |
| <i>Executive Session per ORS 192.660 (f)</i> (Exempt Documents) | | |
| <i>Regular Session Reconvened</i> | | |
| Loan Actions | 5 minutes | Decision |
| Funded Loan Updates | 5 minutes | Information |
| <i>Picture This/ Westwind Frame and Gallery</i> | | |
| <i>Executive Session per ORS 192.660 (f)</i> (Exempt Documents) | | |
| <i>Regular Session Reconvened</i> | | |
| Other New Business, Good of the Order | | |
| 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 MCEDD at (541) 296-2266 at least 48 hours before the meeting so arrangements for appropriate accommodations can be made.

**Executive Session Protocol
Mount Hood Economic Alliance (MHEA) Board**

After discussion agenda items are presented in open session by MHEA staff, the MHEA Chair will state the following: "Pursuant to ORS 192.660(f), Exempt Documents, I call the Executive session of the Mount Hood Economic Alliance to order"

MHEA Chair asks all non-staff and non MHEA members to leave the meeting, except that representatives of the news media are allowed to attend but cannot disclose any information. 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 MHEA 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. MHEA Chair requests a brief presentation from MHEA staff on a summary of the loan proposal or other discussion item.
2. After presentation of information by staff, the MHEA Chair asks if there are any questions for the loan applicant or MHEA staff.
3. Following questions and discussion by the MHEA, 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. MHEA Chair asks MHEA 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 MHEA members takes place then Steps 1-5 are repeated for each following discussion item for Executive Session.

At the end of discussion, the MHEA chair will close the Executive Session. The MHEA moves back to open session. At this point, the MHEA Chair can ask for a motion of the decision items in open session. Open session is when the MHEA can make decisions on agenda items.

**MOUNT HOOD ECONOMIC ALLIANCE
BOARD MEETING MINUTES
Friday, December 18, 2023 at 11:00am
Virtual Only**

ATTENDANCE

MHEA Members: Ken Bailey, David Snider, Renate Mengelberg, Nate Devol, Katie Kadlub, Mike Wells, Matt Lorenzen, Valerie Egon, James Graham

Staff: Jessica Metta (Executive Director), Ami Beaver (Loan Fund Manager), Jill Brandt (Administrative Assistant)

CALL TO ORDER / INTRODUCTIONS

Chair Renate Mengelberg called the meeting to order at 11:01 am. There was a quorum present. The new member Katie Kadlub introduced herself as the CEO of Visit Hood River.

CLACKAMAS COUNTY MEMBERS

Mike, Renate, David and Matt's terms all expired in August. Since this is the first time that Clackamas County Board members will be appointed according to the new IGA, there is some confusion whether only Clackamas County members can appoint. James and Pam are the new Clackamas County Board members who are able to re-appoint Mike, Renate, David and Matt.

Ken asked when the terms ended. It was in August. Ken stated the expiring members could vote for themselves. He recalled there was a clause that the incumbents will serve until their replacements are appointed and noted that even one vote by a sitting Clackamas County Board member would be sufficient. He added that there is no reference to this in the bylaws, as they were not updated when the IGA was changed. He suggested that this should be addressed at some point.

James Graham motioned to reappoint Mike Wells, Renate Mengelberg, David Snider and Matt Lorenzen to another term. Ken Bailey seconded the motion. All voted in favor, and the motion carried.

Ken asked that staff follow up with an adjustment to the bylaws to make it clear how the process works.

MINUTES APPROVAL

David Snider motioned to approve the September 15, 2023 minutes as presented. Nate DeVol seconded the motion. All voted in favor, and the motion passed unanimously.

FINANCIAL REPORT

Jessica presented November's financials. Based on the time elapsed in the Fiscal Year, 41% of budget is the target to be on track. Loan revenue and investment account interest were stable. On Expenses for this year, project management time at the end of November was at 30%. The financial management review time also came in under what was anticipated in the budget. For the allowance for doubtful loans, 4% was chosen. The item listing showing the Loan Loss Reserve Account is a requirement of the program with Business Oregon. This money is not available for lending, so the total amount available to loan was \$332,000. Jessica explained more details of the Loan Loss Reserve Program for the new Board members.

Discussion: Ken asked if a larger loan can be partially enrolled in the Loan Loss Reserve.

Jessica agreed that this was possible, and she clarified that the \$250,000 that has been reserved in the Business Oregon Program has a 4X match rate, meaning that the MHEA must enroll one million dollars in loans to meet the full \$250,000 that has been reserved.

Katie Kadlub motioned to approve the financial report as given. Ed Weathers seconded the motion. All voted in favor, and the motion passed.

NEW LOAN REQUEST: MOUNT HOOD SENIOR LIVING

Jessica asked to go into Executive Session to review the confidential materials for Mount Hood Senior Living.

EXECUTIVE SESSION

Per ORS 192.660 (f) (Exempt Documents) the Mt. Hood Economic Alliance entered into Executive Session at 11:13 am.

Regular session resumed at 11:50 am.

LOAN ACTION: MOUNT HOOD SENIOR LIVING

James Graham motioned to deny the loan request as presented. There was no second.

Ed Weathers motioned to table the loan proposal as presented, and to direct staff to share the concerns of the Board with the client and ask for information within 60 days. Nate DeVol seconded the motion. James Graham opposed the motion. All others voted in favor, and the loan was tabled.

FUNDED LOAN UPDATES: PICTURE THIS

Jessica asked to go into Executive Session to provide a confidential update on existing loan client Picture This.

EXECUTIVE SESSION

Per ORS 192.660 (f) (Exempt Documents) the Mt. Hood Economic Alliance entered into Executive Session at 11:54 am.

Regular session resumed at 11:59 am.

OTHER NEW BUSINESS/ GOOD OF THE ORDER

There was none.

ADJOURNMENT

Renate adjourned the meeting at 12:00 p.m.

Respectfully submitted by Jill Brandt, Administrative Assistant

**MHEA Financials
January 2024**

| Revenues | | | | | | |
|-------------------------------------|---------|------------|----------|-------------|--------------------|--|
| | Budget | To Date | Balance | % of Budget | Projected Year End | Notes |
| 7/1/23 Relending Fund Balance | 311,050 | 308,280 | 0 | | 308,280 | |
| Loan Principal Payments | 101,137 | 71,100 | -30,037 | 70% | 101,137 | |
| Loan Relending Revenues | 412,187 | 379,380 | -32,807 | 92% | 409,417 | |
| Administration Revenues | | | | | | |
| Investment Account Interest | 8,000 | 7,845 | -155 | 98% | 8,000 | |
| Loan Fees | 1,500 | 355 | -1,145 | 24% | 1,500 | |
| Loan Late Fees | 0 | 146 | 146 | 0% | 0 | |
| Loan Interest Payments | 46,839 | 16,402 | -30,437 | 35% | 46,839 | |
| Sale of Equipment | 0 | 667 | 667 | 0% | 2,000 | 1st Installment of Picture This Eq. Sale |
| 2022-2023 Admin Revenue | 56,339 | 25,415 | -31,591 | 45% | 56,339 | |
| Expenditures | | | | | | |
| | Budget | To Date | Balance | % of Budget | Projected | Notes |
| Relending Funds | | | | | | |
| New Loans | 150,000 | 22,000 | -128,000 | 15% | 150,000 | |
| Total New Loans | 150,000 | 22,000 | -128,000 | 15% | 150,000 | |
| Administration Expenses | | | | | | |
| Financial Review | 6,000 | 4,860 | -1,140 | 81% | 6,000 | |
| Bank Fees | 75 | 0 | -75 | 0% | 75 | |
| Legal Fees | 500 | 717 | 217 | 143% | 500 | |
| Loan Expenses | 700 | 10 | -690 | 1% | 700 | |
| State Ethics Commission | 50 | 76 | 26 | 151% | 50 | |
| Website | 20 | 23 | 3 | 116% | 20 | |
| Administration | 22,000 | 11,194 | -10,806 | 51% | 22,000 | |
| Total Admin Expenses | 29,345 | 16,880 | -12,465 | 58% | 29,345 | |
| Ending Cash Balance | 289,181 | 365,915 | 76,734 | 127% | 286,411 | |
| Allowance for Doubtful Loans | | \$ 23,968 | | | | 4% of outstanding balances |
| Bad Debt Write-Off | | \$ 11,405 | | | | |
| Available to Loan | | \$ 330,542 | | | | |
| Loan Loss Reserve Program | | | | | | |
| Umpqua (Business OR) Account | | \$250,000 | | | | loan loss reserve for loans in default, pending Board approval |
| | | | | | | |
| | | | | | | |

Memorandum

To: Mount Hood Economic Alliance Board of Directors

From: Jessica Metta, MCEDD Executive Director

Date: February 8, 2024

Re: Budget Committee Formation

Request

Approve the formation of an MHEA Budget Committee as outlined by staff.

Overview

During last year's budget development, staff identified that MHEA is organized as an ORS 190 but had not been following all the ORS 190 budgeting rules (rules follow this memo). Prior practice had been that the Board received a draft of the budget annually in May and then approved the final budget annually in June. Changes needed include the formation of a budget committee and some more formal public notices.

At this meeting, staff requests the formation of a budget committee. The suggested structure and process are as follows:

1. The budget committee would consist of one MHEA Board member from each of the three counties and three members of the public "representative of the services provided by" MHEA.
2. MCEDD would issue a notice seeing candidates interested in serving on the MHEA Budget Committee. Applications would be brought to a March Board meeting for appointment.
3. The Budget Committee would meet in April or May to discuss a draft budget and recommend a budget to the Board for approval. This meeting would be meet the notice requirements in the attached ORS rules.
4. The Board would meet in June to approve the budget. This meeting would be meet the notice requirements in the attached ORS rules.

Oregon Budget Law Impacting ORS 190 Organizations

COUNCILS OF GOVERNMENTS

294.900 “Council of governments” defined. As used in ORS 294.900 to 294.930, “council of governments” means an entity organized by units of local government under an intergovernmental agreement under ORS 190.003 to 190.130, which does not act under the direction and control of any single member government and does provide services directly to individuals. [1987 c.666 §1]

Note: 294.900 to 294.930 were enacted into law by the Legislative Assembly but were not added to or made a part of ORS chapter 294 or any series therein by legislative action. See Preface to Oregon Revised Statutes for further explanation.

294.905 Budget committee; membership; term; vacancies; officers; meetings to be public. (1) A council of governments shall establish a budget committee in accordance with the provisions of this section.

(2) The budget committee shall consist of the members of the governing body of the council of governments and an equal number of representatives of the services provided by the council of governments. If there are fewer representatives of the services than the number of members of the governing body of the council, the governing body and the representatives willing to serve shall be the budget committee. If there are no representatives willing to serve, the governing body shall be the budget committee.

(3) The members of the budget committee shall receive no compensation for their services as members of such committee.

(4) Appointive members of the budget committee shall not be officers, agents or employees of the council of governments or providers of the services.

(5) The appointive members of the budget committee shall be appointed for terms of three years. The terms shall be staggered so that one-third or approximately one-third of the terms of the appointive members end each year.

(6) If any appointive member is unable to serve the term for which the member was appointed, or an appointive member resigns prior to completion of the term for which the member was appointed, the governing body of the council of governments shall fill the vacancy by appointment for the unexpired term.

(7) The budget committee, at its first meeting after its appointment, shall elect a chairperson and a secretary from among its members.

(8) Meetings of the budget committee shall comply with the requirements of ORS 192.610 to 192.690. [1987 c.666 §2]

Note: See note under 294.900.

294.910 Estimates of expenditures; organization and format; matters to be included. (1) Each council of governments shall prepare estimates of expenditures for the ensuing year.

(2) The estimates required by subsection (1) of this section shall be prepared by organizational unit or by program.

(3) Estimates required by subsection (1) of this section and prepared by organizational unit shall be detailed under separate object classifications of personnel services, materials and

services and capital outlay. Separate estimates shall be made for special payments, debt service, interfund revenue transfers, operating expenses and general capital outlays which cannot reasonably be allocated to an organizational unit.

(4) Estimates required by subsection (1) of this section and prepared by program shall be arranged for each activity of a program. Estimates under each activity shall be detailed under separate object classifications of personnel services, materials and services and capital outlay. Separate estimates shall be made for each program for special payments, debt service, interfund revenue transfers, operating expenses and general capital outlays which cannot reasonably be allocated to an activity within a function.

(5) Estimates of expenditures for personnel services, other than services of persons who receive an hourly wage or who are hired on a part-time basis, shall list the salary for each officer and employee, except that employees of like classification and salary range in each organizational unit or activity may be listed by the number of those employees, the limits of each salary range and the amount of their combined salaries.

(6) The general capital outlay estimate shall include separate amounts for land, buildings, improvements to land other than buildings and machinery and equipment which cannot be reasonably allocated to an organizational unit or activity.

(7) The debt service estimates shall include separate amounts for principal and interest of each bond issue in each fund.

(8) If the estimates required by subsection (1) of this section are not prepared by fund, there shall be prepared a summary which cross-references programs or organizational units to the appropriations required by ORS 294.456. [1987 c.666 §3; 2011 c.473 §28]

Note: See note under 294.900.

294.915 Notice of budget committee meeting; public availability of documents. (1) Not less than eight days and not more than 14 days prior to the meeting of the budget committee of the council of governments, notice of the meeting shall be published in a newspaper of general circulation within each county represented by the council of governments. The notice shall contain the purpose, time and place of the meeting and the place where the budget document is available. The notice shall also state that the meeting is a public meeting where deliberations of the budget committee will take place and that any person may discuss proposed programs with the budget committee at that time.

(2) The governing body shall either provide the means of duplicating the budget or part thereof, in those situations where the budget document or portion thereof may be quickly reproduced, or shall provide copies of the budget document or part thereof so that a copy of the budget document or part thereof may be readily obtained by any individual interested in the affairs of the council of governments. [1987 c.666 §4]

Note: See note under 294.900.

294.920 Hearing on budget document. (1) Each council of governments shall hold a public hearing on the budget document as approved by the budget committee.

(2) Not less than eight days and not more than 14 days prior to the meeting held as required by subsection (1) of this section, notice of the meeting shall be published in a newspaper of general circulation within each county represented by the council of governments. The notice shall contain the time and place of the meeting and the place where the budget document, as approved by the budget committee, is available. The notice shall also state that the meeting is a

public meeting where any person may appear for or against any item in the budget document. [1987 c.666 §5]

Note: See note under 294.900.

294.925 Supplemental budget; conditions; term; publication. (1) Notwithstanding requirements as to estimates of and limitation on expenditures, any council of governments may make a supplemental budget for the fiscal year for which the regular budget has been prepared under one or more of the following circumstances:

(a) An occurrence or condition which had not been ascertained at the time of the preparation of a budget for the current year which requires a change in financial planning.

(b) A pressing necessity which was not foreseen at the time of the preparation of the budget for the current year which requires prompt action.

(c) Funds were made available by another unit of federal, state or local government and the availability of such funds could not have been ascertained at the time of the preparation of the budget for the current year.

(d) A request for services or facilities, the cost of which shall be supplied by a private individual, corporation or company or by another governmental unit and the amount of the request could not have been accurately ascertained at the time of the preparation of the budget for the current year.

(e) The involuntary destruction, involuntary conversion, or sale of property has necessitated the immediate purchase, construction or acquisition of different facilities in order to carry on the governmental operation.

(2) A supplemental budget shall not extend beyond the end of the fiscal year during which it is submitted.

(3) The supplemental budget shall be published. [1987 c.666 §6; 1989 c.171 §40]

Note: See note under 294.900.

294.930 Authority of Department of Revenue; budget records maintained by council of governments. (1) The Department of Revenue shall exercise the same powers and authority with regard to councils of governments and the budgets and budget committees of councils of governments as the department exercises under ORS 294.495 to 294.510 with regard to municipal corporations.

(2) Each council of governments shall keep for a period of two years following the end of the fiscal year for which the budget was adopted:

(a) A copy of the budget as finally adopted;

(b) Copies of the notices required to be published under ORS 294.915 and 294.920; and

(c) A copy of the resolution adopting the budget.

(3) If requested by the Department of Revenue, the Division of Audits or a county assessor within the two-year period described in subsection (2) of this section, a council of governments shall send copies of the budget, notices and resolution to the entity making the request. [1987 c.666 §7; 2007 c.198 §1]

Note: See note under 294.900.

Memorandum

To: Mount Hood Economic Alliance Board of Directors

From: Jessica Metta, MCEDD Executive Director

Date: February 8, 2024

Re: Bylaws Update

Request

Approve the update to the MHEA bylaws.

Overview

The MHEA Bylaws are due for an update, especially given the change in the IGA for how Clackamas County Board members are appointed. Several other updates were needed to bring the bylaws up-to-date with MHEA's operations. Changes or discussion items are highlighted in yellow throughout the attached draft for discussion and approval at the February Board meeting.

**BYLAWS
GOVERNING PROCEDURES
AND CONDUCT OF BUSINESS
BY THE REGIONAL BOARD OF DIRECTORS
Representing the Mt Hood Economic Alliance**

The following bylaws are hereby adopted by the Regional Board:

ARTICLE I

Section 1. Explanation: Through an Intergovernmental Agreement signed in 2005 and updated in 2023, Clackamas, Hood River and Wasco counties formed the Mt Hood Economic Alliance (hereinafter Alliance). The Intergovernmental Agreement empowers the Board to adopt bylaws governing its procedures and conduct of business.

Section 2. Responsibilities: The purpose, objectives and responsibilities of the Board shall be to carry out the general purposes of the Alliance in accordance with the terms and conditions contained therein.

Section 3. Interpretation: This resolution shall be liberally construed to meet the general purposes of the Alliance.

ARTICLE II

Board Members and Officers

Section 1. Board Members: The governing body of the Board shall consist of twelve members. Hood River and Wasco Counties shall each appoint three (3) people ~~plus one alternate~~ to the Board ~~and~~ Clackamas County has authorized the Clackamas County representatives on the Alliance Board to appoint six (6) people on Clackamas County's behalf. shall appoint six (6) people plus two alternates to the Board. Each County, or the Alliance Board for Clackamas County, shall undertake their best efforts to select appointees that represent the private business sector, rural interests, and local government.

~~Initial terms of the Board members shall be determined in the following manner: One third of the members from each county shall have an initial term ending in January 2007; one third of the members from each county shall have an initial term ending in January 2008; one third of the members from each county shall have an initial term ending January 2009.~~

~~Following the initial terms of office, Each member's term shall last two (2) years. commencing the first meeting following the annual meeting. Alternate appointees shall serve a two year term on the RIB. Any board representation by the Confederated Tribes of Warm Springs required by law shall be from Wasco County. The Regional Development Officer for Business Oregon shall serve as an alternate on the Alliance Board.~~

Section 2. Vacancy: In the event of a Board vacancy, the appointing County or the Alliance Board for Clackamas County, shall fill the vacancy within sixty (60) days.

Section 3. Ex-Officio Members: Ex-officio representatives of related organizations and the business community may also be invited to participate in Alliance meetings and work sessions as determined by voting members.

Section 4. Officers:

A. Members of the RIB Board shall meet and elect a chair, vice-chair and secretary/ treasurer each from a different county (keep?). The chair, vice-chair and secretary/ treasurer shall serve for one (1) year and are eligible for re-election.

B. Officers shall be elected ~~and assume office at the first regularly scheduled meeting of the Board, and then~~ annually at the regularly scheduled annual meeting of the Board.

C. If the office of Chair, Vice-Chair or Secretary/ Treasurer becomes vacant, the Board shall elect a successor, who shall serve the unexpired term of the predecessor.

Section 4. Chair: Except as otherwise provided herein, the Chair shall have the duties and powers to:

- A. Call and preside over deliberations of ~~Regional~~ Board meetings;
- B. Direct the preparation and distribution of an agenda for all Board meetings;
- C. Vote on all questions before the Board;
- D. Call special meetings of the Board in accordance with these bylaws;
- E. Sign all resolutions or other documents memorializing Board actions;
- F. Establish Board committees and appoint chairs thereof.

Section 5. Vice-Chair: During the absence, disability or disqualification of the Chair, the Vice-Chair shall exercise or perform all the duties and be subject to all the responsibilities of the Chair.

Section 6. Secretary/ Treasurer: During the absence, disability or disqualification of the Chair and Vice Chair, the Secretary/ Treasurer shall exercise or perform all the duties and be subject to all the responsibilities of the Chair and Vice-Chair. In the absence of the Chair, Vice-Chair and Secretary/ Treasurer, the remaining members present shall elect an acting Chair.

ARTICLE III

Meetings

Section 1. Annual Meeting: The annual meeting of the board shall be the first regular meeting of the Alliance Board in September ~~or June?~~ of each calendar year. Such meetings shall be devoted to the election of officers, and such other business as scheduled.

Section 2. Regular Meetings: Regular meetings shall be held ~~virtually and~~ at locations to be determined by the Board. Reasonableness shall be applied when determining meeting locations to ensure fairness in travel time and convenience for each County.

Section 3. Cancellations: A regular meeting may be cancelled or rescheduled by the Chair if a lack of Quorum is apparent or for other good causes. Regular meeting dates may be established by the Chair in consultation with Board members.

Section 4. Special Meetings: Special and emergency meetings and executive sessions may be called upon notice as provided in the public meeting law, by the Chair or by any three members.

Section 5. Public Meetings: Notification of all meetings of the Board shall be provided and all meetings shall be open to the public and held and conducted pursuant to the Oregon Public Meeting Law, and applicable amending or successor legislation.

Section 6. Attendance: If a member of the Board is unable to attend a meeting, the member is expected to notify the Board Chair ~~or staff~~.

ARTICLE IV

Decision-Making

Section 1. Voting: Decisions of the Board shall be made only at meeting of which all members are provided proper notice as provided by Public Meeting Law. Each Board member shall have one vote. Alternates shall vote in the absence of a voting member ~~from their county if needed for quorum?~~. Board

members will take into consideration interests of non-voting members. Decisions of the Board shall be by affirmative vote of the majority of the total members of the ~~Regional~~ Board, and must include at least one representative from each of the three counties to be effective (keep?).

Section 2. Action of the Board: Actions of the Board shall be by motion, resolution or consensus. The Board shall determine which decisions, if any, shall be by resolution.

Section 3. Rules of Procedure: All rules of order not herein provided for shall be determined in accordance with the latest edition of “Roberts Rules of Order Newly Revised” or as directed by the Chair.

ARTICLE V

Committees and Staff

Section 1. Authorization:

A. The ~~Regional~~ Board may create an Executive Committee, Budget Committee and/or subcommittees as deemed necessary to assist the Board in carrying out the purposes of the Alliance.

B. Meetings of committees and/or subcommittees shall be conducted in accordance with the provisions of the Oregon Public Meetings Law and applicable amending or successor legislation.

C. Subcommittees cannot reverse decisions made by the ~~Regional~~ Board or bind the full ~~RIB-Board~~ without prior approval regarding a specific action and must report all their actions at the next Board meeting. Subcommittees shall include at least one Board member and shall be made up of representatives from all three counties.

Section 2. Staff: The Board, subject to any provisions of the Alliance, may enter into contracts for fiscal, professional, and other services deemed necessary to carry out the purposes of the Intergovernmental Agreement. The Board may delegate the hiring, removal, supervision and control of staff to a committee. The Board may delegate other administrative powers and duties to staff as it deems necessary.

Section 3. Executive Committee:

A. The Executive Committee shall consist of the Chair, Vice-Chair and Secretary/ Treasurer, and include other members deemed necessary by the Board. The Executive Committee shall include at least one member from each of the three counties.

B. Meetings of the Executive Committee may be scheduled on a regular basis and/or called by the Board Chair if deemed necessary to discuss or review matters of such urgency that cannot await the next regular meeting of the Board. The Executive Committee may be authorized by the full Board to act with the power and authority of the full board for specific actions, or may make decisions to be ratified by the full Board at the next Alliance Board meeting. The Executive Committee may not reverse decisions made by the full Board and must report all their actions at the next meeting of the Board.

C. A majority of the Executive Committee shall constitute a Quorum.

ARTICLE VI

Hearings

Section 1. Hearings: The Board may hold any public hearing as it deems appropriate to execute the objectives of the Alliance.

Section 2. Action: Following the close of public testimony, the Board may take appropriate action through motion or resolution. The Board may continue the hearing for a period of time it deems appropriate to making its decision or for the purpose of allowing written testimony to be received on the matter in question.

ARTICLE VIII

Budget

Section 1: The Board shall approve a budget for its **Regional Investment, Rural Investment and Revolving Loan Funds** according to Local Budget Law.

Section 2: The form, content and review of the Board’s budget, and such accounts as may be kept by the Board, shall conform to applicable requirements of State law.

ARTICLE IX

Additional Requirements

Section 1: The Board shall be subject to the requirements of the Public Meeting Law, Public Records Law, Public Contracting Laws, Local Budget Law and Oregon Government Ethics Laws of the State of Oregon.

ARTICLE X

Amendments to Bylaws

Section 1: Amendments to these bylaws may be proposed by any member of the Board. A copy of the proposed amendment shall be provided to the Chair. The Chair shall distribute the proposed amendment to the Board at least seven (7) days prior to action on the amendment. The bylaws may be amended by a majority vote of the Board. At least one vote from each County is required for an amendment to be effective.

ADOPTED BY THE **REGIONAL BOARD**

THIS _____ DAY OF _____, 2024

**BY _____
Chair**

Bylaws Adopted: 10/7/05
Amended: 4/21/06
Amended: X/XX/24

Memorandum

To: Mount Hood Economic Alliance Board of Directors

From: Jessica Metta, MCEDD Executive Director

Date: December 8, 2023

Re: Moving Bank Account

Request

Approve closing MHEA's bank account at Wells Fargo and opening a new bank account at Umpqua Bank. Approve that the new bank account signers be the Board Officers.

Overview

MHEA uses Wells Fargo for its checking account while MCEDD uses what is now Umpqua Bank. A result of this difference is that we are not able to automatically enroll loan clients in ACH (Automated Clearing House) payments from their bank accounts to make their monthly MHEA loan payments. We have figured out how clients can set their own ACH payments up through their own bank accounts, but because it requires effort on the client's part, very few clients have taken action. Most MHEA clients still write and mail checks each month.

MCEDD has found for our own loan funds that by requiring clients to sign up for ACH payments initiated by MCEDD, it dramatically reduces the number of late, incorrect or missed payments, and thus the staff time to track those down. This is enough of an issue that we are finally recommending that MHEA consider moving its funds from Wells Fargo to Umpqua so that we can move to automatic ACH payments.

There may be fees associated with Umpqua that have not happened with Wells Fargo. Staff will try to bring information to the meeting about how much those could be.