



PUBLIC MEETING: Port Commission Meeting

DATE: Thursday **March 02, 2023, 6 PM**

LOCATION: Cascade Locks City Hall 140 Wa Na Pa St, Cascade Locks, OR 97014

<https://us02web.zoom.us/j/85806615790>

MINUTES

- 1) Commission meeting called to order 6:00 PM
 - a. Pledge of Allegiance
 - b. Roll Call
 - i. President Groves
 - ii. Vice-President Lorang
 - iii. Commissioner Caldwell
 - iv. Commissioner Stipan
 - v. Commissioner Bump
 - vi. Members of the Staff – GM Kaganova, OM Blue, Accountant Specialist Warren, Secretary Stocker, Attorney Tommy Brooks, Government Relations Consultant Mark Johnson.
 - vii. Members of the Public – Lisa Birney (Journalist), Brenda Cramblett, Kelli Richardson, Sean Richardson, Carrie Klute, various others that did not sign in; Zoom Attendees – Brittany Berge, Butch Miller, Dave Lipps, Tracey Tomashpol, Jordon Bennett, Rachel Najjar, Corinne Ignacio, Katelyn Logan, Maui Meyer, Sofia Urrutia-Lopez, Maria Woodall, Chris Matlock, Suzanne Peterson, Hallie Ballou, Kevin Waters, Nathan Gilles (Journalist), the following with no last name given: Maryann, Bronson, Paul, Tyler, Don, Kathy and various others with no name.
 - c. Modifications, Additions and Changes to the Agenda
 - i. GM Kaganova asks to remove Business Action Item 8a regarding the Painting Project Overview as it is not yet ready for review.
 - ii. NOTE: There are numerous mentions that attendees on Zoom cannot hear. Sec. Stocker tries to resolve it.
 - d. Declarations of Potential Conflicts of Interest
- 2) Executive Session under ORS.192.660(2)(f) Consideration of Information or Records that are Exempt from Public Inspection.
 - a. Recess from Regular Session, into Executive Session at 6:05 pm
 - b. Recess out of Executive Session, into Regular Session at 6:45 pm
- 3) Presentations
 - a. GM Kaganova requests that Item 4c be moved up as representatives from Ixtapa are present.
 - i. Carlos and Juan from Ixtapa are present to speak to the Commission and answer any questions; Johnson inputs that there has been long-standing conversations with Ixtapa and they have been working on designing furnishings to fit the café and expending a lot of blood equity into this initiative. Carlos adds that, the business started in the Dalles and also has locations in Hood

River and Hermiston. P Groves asks how many [employees] they expect to have working at this location. Carlos answers about eleven (11). P Groves continues his questions by asking about the hours of operation. Carlos replies that depending on the season, during the slow season it will probably close at 7:00 pm, and during the summer, busier season, probably 9:00 pm. P Groves also inquires about, if the partnership is successful, when they expect to open. Unfortunately, Carlos' reply could not be clearly understood through recording, however there were mentions about obtaining licensing that needs to be done. C Stipan mentions that he would really love to see them here.

4) Public Comment (Speakers may be limited to three (3) minutes)

- a.** Kelli Richardson reading a letter on behalf of Rachel Najjar: Letter was provided to the secretary and will be included in final minutes; As a concerned resident of Cascade Locks, Najjar believes that becoming a high-tech town with data centers and cloud innovation with artificial intelligence and cybersecurity will not accomplish our vision of prosperous, cooperative living. The MOU reads like a wishlist and none of it has been proven that it is actually attainable. She suggests seeing job acceptance letters prior to signing a 25-year lease, if jobs are promised. Najjar also argues the upgrade to the power station and questions who will pay for the upgrades and who will control it once done. She questions the lack of information on the investors that were mentioned as none were named nor the amounts they contributed. She challenges the existence of the facility in Duquesne, PA that was introduced in the 02.16.23 meeting, informing the Commission that she had personally called the city of Duquesne and spoke to a City Councilman. The City Councilman did not know of anydata or cloud centers that were coming to [Duquesne] nor heard of the name RoundHouse. Najjar points out that the city of Duquesne is also located on a tributary of the Ohio River and calls into question, "if [RoundHouse] truly does not want to use [the] water, why are they building by riverways?" She continues to question who will hold [RoundHouse] accountable for the MOU and who will hold them accountable during operation. She states that a proper Environmental Load study be done with the honest information of their operations. Najjar asserts that the focus is that it is irresponsible and unethical for the Port to sign a 25-year lease without detailed proof that what [RoundHouse] is proposing in the MOU is possible and how they will be held accountable in the lease agreement. With all the instability that the Port is going through, this lease should not be signed until it has been settled and new staff and Commissioners have been brought in. She ends by emphasizing that there is too much is at stake and stresses that [RoundHouse] has already lied about using our water and the City of Duquesne.
- b.** Carrie Klute: Klute begins by stating that her comment echoes Najjar's letter. In previous meeting minutes, the Port is stated to be moving forward with signing a 25-year lease with RoundHouse who is an unknown startup and is not incorporated. She understands that the Port is wanting to sign the contract by April 1st and feels that it is incredibly hasty and irresponsible considering that there is so many unknowns and so little community involvement. Many community members are concerned that there has not been any environmental impact study, electrical load study, and decisions are being made without the [community's] best interest in mind. She requests that [the

- Port] delay moving forward with the decision until a full scope of impact has been reviewed and share with the community. Additionally, she expresses concern about Stephen King and why he is involved in so many of the proposals, what reasons has he given us to trust him, and would like to further investigate his background.
- c. Katelyn Logan (on Zoom): Logan first expresses that she cannot hear [any of the Commissioners] and [the Port] is doing nothing to fix it, which comes off as the Port is trying to hide stuff and feels that it is unacceptable. She questions how [the community] is supposed to understand and believe and trust [the Port] and think that [the Port] has integrity. C Stipan asks if she is referring to the volume. Logan expresses her frustration about not being able to hear anything. C Caldwell and C Stipan state that they were unaware of the issue. Logan strongly suggests putting the Zoom chat up on the [TV] screen so that the Commissioners can see the frustration those online are having due to the audio issue. C Stipan thanks Logan for her comment. Logan argues that she wasn't making a comment but asking a question. C Stipan explains that the Commission is not answering questions during Public Comment and directs her to submit any questions to the Port.
 - d. Caroline Lipps: Lipps comes in person to express that those attending on Zoom still cannot hear. OM Blue explains that the Port purchased a new microphone system to try to improve audio and it is the first night using it. The Commission takes a five-minute break to try to rectify the problem. P Groves also states that the custom for not taking questions is standard procedure in most government meetings, including the City and the school board.
 - e. Sofia Urrutia-Lopez (on Zoom): Urrutia-Lopez states that she lives in Stevenson and is a conservation organizer for Friends of the Columbia Gorge and has lived in Stevenson for nearly a decade. She mentions that she has worked for the City of Cascade Locks for three (3) years and knows the community well. She informs that Friends of the Columbia Gorge does not currently have a position on the data center because, like most of the community members, they do not have enough information. [Friends of the Columbia Gorge] asks that Commissioners slow down the process until the public is adequately informed of what this data center would mean for the community and the Gorge, and by "adequately informed", Friends is asking that [the Port] not tell [the public] but show [the public] the answers to their questions. [The public] was told that it was a scaled down data center compared to Google, can RoundHouse show the public other examples of scaled down data centers in the US and how they fit within small communities. She continues to request that if [RoundHouse]'s data center is a closed-loop system to cool the servers and conserve water, can RoundHouse demonstrate a working example of such a closed-loop data center and share how the community feels about it. If this data center will emit no discernible noise, can RoundHouse provide working examples of other low-noise data centers in the US and facilitate dialogue with these communities and Cascade Locks. If there is no current working data centers within the US that are scaled-down, closed-loop, and low-noise data, let the community know that Cascade Locks is a guinea pig and show [the public] how [the Port] intend to mitigate the risk. Urrutia-Lopez provides a final thought which comes from a commercial real estate attorney who grew up in Stevenson. She informs that [Friends'] executive director shared with this attorney how the Port was

negotiating with RoundHouse, and though their director did not mention the terms of the contract, the attorney stated “that if the contract calls for a percentage of profits to go back to the community, I guarantee you, the community will never see a dime. [I] have never seen a company actually pay out profits because they would rather pay any profits into more lobbying, more marketing, or larger bonuses rather than sending dollars back to the community.” She urges the Commission to think about these points as they negotiate and ensure that RoundHouse provide the community with all the information that it deserves.

5) Presentations

a. Legislative Update – Mark Johnson

- i. Johnson informs that the Port continues to ask Oregon and Washington for \$6M from each state to fund \$12M seismic upgrades and analysis project for the bridge. He reminds the Commission that, during the last meeting, Washington delegation would like the Port to consider entering into an IGA with Skamania County, and the rationale for this would be to create a framework for which the State of Washington would be able to funnel money to the Port of Cascade Locks for the Bridge of the Gods. Johnson provides a drafted outline for a possible Bridge of the Gods Bi-State Collaborative IGA. In the suggested outline, he emphasizes that the bridge is critical for the regional transport of goods and services and is vital for employees to access places of work. The drafted outline also states that the bridge is a Port-owned asset and will remain so, but the Port values the involvement and partnership with Skamania County in strengthening and maintaining the bridge so that it can continue to serve the region and that the Board will serve as an advisory role. The Board’s purpose would be to meet regularly to receive and review information about bridge operations and maintenance needs, and when the Port has achieved compliance with federal law regarding the use of bridge toll revenue the Board will jointly have oversight over the use of tolling revenue to maintain the bridge. Johnson reminds that once the Port is not reliant on toll revenues for other purposes, this will give Skamania County an equal say on what will happen with toll revenues after Title 23 is met. VP Lorang is concerned about any language that could be construed as giving [Skamania County] any actual control, specifically regarding the phrase “joint oversight” may give the impression that Skamania County will have control over the bridge. It is a Cascade Locks asset, [so the Port would] certainly [appreciate] input but not direct oversight. P Groves agrees with VP Lorang and wants to ensure that both sides are equally represented. VP Lorang points out that in Johnson’s outline, he mentions to the term “post tolls” and recommends removing the phrase, as he does not want people to get the impression that [the Port] foresees tolls going away. Johnson agrees. Johnson requests from the Commission, the guidance to convene the Bridge Committee to start talking through [the proposed agreement]. P Groves comments that he feels the next step would be to meet with the Skamania County Commissioners and get some ideas from them. C Stipan asks if these recommendations could be from (Rep.) Kevin Waters’ new position. Johnson confirms that it is, as [Rep. Waters] is the one

that is trying to help [the Port] and has offered to be the convener for the Skamania County Commission. C Stipan comments that if he was going to do any kind of IGA, I would make sure that (Rep.) Kevin Waters was working on it. Johnson asks Sec. Stocker if (Rep.) Kevin Waters is attending the meeting. Waters states that Skamania County recognizes an avenue where they received funds from an asset that they thought they owned, which was timber. 30+ years ago, timber was taken away from them, and timber has put them in a major deficit. The thing that he wants to say, is that he carries the same concern for [the Cascade Locks] community of the bridge. He understands how much of a lifeline and lifeblood the bridge is. He wants [the public] to know that when he is negotiating on behalf, for [Cascade Locks] and for his county, he is very conscious of making sure that, firstly, toll revenues stay with [the Port] until 2030 which was what the Commission decided was the tentative date, and secondly, that [the Port–Skamania County partnership] really mimics the model that Hood River has which was founded by Senator (Curtis) King. Waters explains that the makeup of that committee consists of three (3) representatives of each side of the river, a Chair is on each side of the river and every other year, the Chair switches and that Chair is a non-voting member, so there are only five (5) voting members every year. Thus, one year, Oregon will chair, and the next, Washington will chair, which creates an equal playing field. He states that Senator King has made it very abundantly clear to him that this a priority for him. Waters also stresses that toll revenue needs to go back into the bridge, the bridge needs the money. Skamania County residents highly depends on the Bridge of the Gods. Waters also reassures that Skamania County (and no one on this side of the river) is making a play for tolls and that [they] want the tolls to go to the Port of Cascade Locks until the bridge is fully funding itself. And secondly, the only play being made is that [Skamania County / Washington] get to be at the table to be a voice. Regarding the \$6M ask, he points out that [Skamania] County has not received \$6M for anything in the last thirty (30) years, so this is a major ask that he is doing, as a freshman [delegate]. He is very gracious to Senator King for leading the way. He emphasizes that he is doing everything he can for the Port of Cascade Locks to ensure that [the Port] maintains ownership and that ultimately it is way to get the money to [the Port] so the bridge can back up in working order and get a bike-ped path. Johnson asks whether Waters will be the convener for the Skamania County Commissioners. Waters confirms that, because of his role in the [Skamania] EDC and the Bridge Task Force, they asked him to be the go-between. He also mentions that this is a non-WSDOT project, which is a good thing as Washington is cutting a lot of WSDOT projects. Waters commends the Commissioners, (GM) Olga (Kaganova) and (OM) Jeremiah (Blue) for putting together the Bridge Task Force and bringing Skamania County to the table. If Skamania County can come up with the \$6M in two-and-a-half years, he will pretty proud of that. He and his family has been looking out their window, at the bridge for over 65 and he absolutely adores the bridge. He wants to preserve it, maintain it and wants it here for a very long time.

for housing and the other part could be considered for non-permanent housing such as tiny homes. Johnson replies that the seismic rating that VP Lorang is referring to is something the county or DOGAMI (Oregon Department of Geology and Mineral Industries) does, and states that what would matter would be what that would mean at the city-level. P Groves adds that it was the lower level of the property, where the parking lot is going to be, that was deemed a possible issue. Johnson states that there is an eight-week turnaround for the assessment, which gives the Port time to receive options as well as community input. VP Lorang comments, to those that may not know, the property under discussion is the 35 acres south of the Bridge of the Gods. It is considered prime residentially-zoned property that the Port has earmarked for potential residential development. The Port is looking into how to best utilize it for the benefit of the community and recurring revenue for the Port of Cascade Locks. C Stipan asks whether the term "workforce" mentioned earlier referred to the RoundHouse workers? Johnson replies that it isn't limited to a particular group of workers, but addresses an opportunity for people to live and work in the same community. He states that eighty percent of the people that live in Cascade Locks work outside of Cascade Locks and that it would be great if there was a way to change that. Johnson also adds another point regarding the Harvey Road parking lot, is that a great part of the cost in putting in the parking lot is the infrastructure, i.e. sewer, stormwater runoff, that will serve the residential population up the hill. P Groves, in addition, mentions that the Port does not live off of taxpayer money and that the Port receives an estimated \$3,000 a year from taxpayers which is probably spent on the first Easter Egg Hunt or community picnic or certainly used towards [Marine Park]. He would like the public to understand that [the Port] makes its own revenue and that's how the Port survives. VP Lorang points out that a third of that money also goes to maintaining the park and facilities which the community is not charged for. He continues on to state that the Port is looking into find alternate revenue that can be generated that does not come out of the Bridge of the Gods to maintain the park and other types of operations that the Port of Cascade Locks currently pays for through bridge tolls. He further explains that a part of moving forward and being able to get federal funding requires [the Port] to get 100% off of bridge toll revenue so that [the Port] can have all the money from the bridge stay for operations and maintenance at the bridge which will open up the avenue for [the Port] to get federal funding for seismic upgrades and the potential Bike-Ped crossing. P Groves advises that the public go to Oregon Revised Statute 777 which is what the Port operates under and what its job responsibilities are. C Stipan requests and explanation from Johnson on page 8 of the Pro Forma proposal, which covers the Professional Fees & Expenses. Johnson explains that it is broken down and adds up to around \$36K. P Groves interjects that the proposal is that King would pay half that. Johnson affirms that RoundHouse is offering to pay half of the market study, not because they have any [relation] to housing. VP Lorang comments that he feels that it is a reasonable offer. Before he concludes, Johnson mentions that he has a meeting

scheduled with the State-Federal Highway people on March 10th and will be posing the question of what constitutes "being compliant with Title 23" and will have a presentation for the Commission at the next meeting.

- 6) Consent Agenda (***)Consent Agenda may be approved in its entirety in a single motion. Items are considered routine. Any Commissioner may take a motion to remove any items from the Consent Agenda for individual discussion).
 - a. Approval of minutes for Commission Meeting from February 16, 2023
 - b. Ratification of bills in the amount of \$179,148.05
 - c. Approval of payroll for 02/20/2023 in the amount of \$39,805.38

VP LORANG MAKES A MOTION TO APPROVE THE CONSENT AGENDA AS STATED; C STIPAN SECONDS; C Caldwell mentions that she spoke to [Sec. Stocker] regarding the minutes that they are approving that needed to be revised; **Passed Unanimously**

7) General Manager Report

- a. GM Kaganova begins by reminding the Commission that she has informed them that she will be leaving the Port and this will be her last Commission meeting. She requests that they instruct her on which projects they would like to get updates on and have her prioritize before she transitions out, as well as that they identify a key person to leave those projects with so they are aware of the progress. VP Lorang brings up the upcoming SBP meeting and suggests things related to that would be great. GM Kaganova says that the consultants are at the interview stage and they are planning a workshop during the planning session on the 10th and 11th. She mentioned that they have expressed that [the consultants] are having trouble reaching some of the Commissioners. VP Lorang informs that he has not received an email from them. C Caldwell also states she has not. GM Kaganova replies that she has provided them with their cellphone numbers. P Groves comments that he has finished his interview and was impressed by the person giving the interview. He has given [the consultants] what he felt was the Port's biggest priorities. He explains that the Port does a lot of planning and every year, [the Port] plans for everything it will be doing for the year. He brings up the RoundHouse plan, which addresses their need to lease a building that [the {Port}] has to pay \$53,000/month for. C Caldwell asks whether [the consultants] were given her [personal] email. GM Kaganova replies that she does not know. P Groves asks where the auditors are at. GM Kaganova replies that they have everything they need and are reviewing those entries. P Groves asks if there is an estimated date or timeframe. GM Kaganova points out that the auditors first committed on November 1st, then December, then January and "here we are". She informs that [staff] has learned that the Port is not the only port that is behind in terms of completion, but it certainly does not have any outstanding items. She states that the auditors are apparently very overloaded and had also received a lot of questions from the Commissioners that they needed to take a look at that may have added to the delay. Regarding GM Kaganova's inquiry of what the Port would like her to do, P Groves asks about the status of the projects that the Port has been working on, where [the Port] are with those, what the completion look like and dates. He points out the Sternwheeler operation is an obvious matter as the start of operation should be coming up soon in April. GM Kaganova states that the Port is currently waiting for the ACL contract to be completed so that

ACL can negotiate with the Port about the Sternwheeler operation but there is not an action item that she can take to speed that up. P Groves raises the topic of the [Harvey Road] parking lot and instructs that something needs to be done about it. GM Kaganova stresses that she only has one week and asks for specific directions. P Groves says he is unsure if there is anything she can do. He proposes that she gets [the project] out for bids. He also mentions that they saw Ixtapa tonight and states that they will need to get "what that looks like" on paper. GM Kaganova states that she has not been part of the Ixtapa negotiations and so is unsure what she can do to get [the Port] to wherever it needs to be with Ixtapa. P Groves responds that he had seen a document that they had agreed to it and knows that it has been talked about in EDSC meetings. GM Kaganova asks whether P Groves is referring to bullet points that Johnson had put together. P Groves concurs. GM Kaganova states that what she is aware of, is that a year ago, [Ixtapa] had come up with a list of items to consider and they currently are still open items to be considered. She suggests that it either gets addressed at the sub-committee level or [the Port] continues with the negotiations and provides those answers for the consideration of the sub-committee but without necessarily discussing those with Ixtapa, she is not sure what else she can do. She adds that she attempted to call a meeting with Ixtapa, which stalled. P Groves states that [Ixtapa] has been out to visit and looked at the building and has gotten ideas of how they want it to look like. He points out that GM Kaganova has been a little bit involved with that. GM Kaganova firmly reiterates that she has not been a part of those conversations. VP Lorang interjects that he would like to see the plans so he can see how they are going to integrate the needs of the Sternwheeler along with the [restaurant], how those two will work together, and how utilities will be divided. C Caldwell vouches that she was sent a map that she requested from (GM) Olga (Kaganova) of the plans that included how Ixtapa and the Sternwheeler could mutually utilize the space. GM Kaganova informs that the map that was provided was originally created for the purposes to be able to carve out a space to reserve when [the Port] was negotiating the AWI contract so that they knew how much space would actually be required for AWI. She emphasizes that the plans are not necessarily representative of any actual plan, the map was developed to come out with a square footage number to be able to pass on to AWI during negotiations. C Caldwell states that, nevertheless, it did show where the Sternwheeler could have its operations. VP Lorang remarks that he finds it interesting that C Caldwell has seen those plans and the rest of the Commission has not seen them. C Caldwell asserts that she requested it during a meeting. GM Kaganova emphasizes again that it was not a plan for specifically where the ticketing booth would go or where the restaurant would go but was specifically a drawing to use to determine whether there was enough space to potentially put in a gift shop and that the highlighted areas merely identified how much space would be required. It did not say "this is where the ticketing booth should go or this is what the rest of the operation will look like". C Caldwell states that her understanding was, after they had all been down there with Ixtapa to visit the building, [Ixtapa] had said that it was the same configuration that they were looking at and also how the Sternwheeler could operate. C Caldwell further adds that "you and I were both there". GM Kaganova replies to C Caldwell's statement with "That's fine." Ultimately, GM Kaganova recommends that if

the Commission is looking for progress with Ixtapa, the Commission should sit down with Ixtapa and work through the bullet points and what a lease would look like. P Groves informs that Ixtapa has that are creating a CAD drawing [of the space]. GM Kaganova asks whether there are any action items concerning Ixtapa that the Commission needs her to get done. P Groves replies that there isn't but stresses the earnest interest that Ixtapa has for the space. VP Lorang states that he was not aware that [the Port] was already at the point where it had made a decision. P Groves corrects him, stating that no decision has been made before it comes before the Commission. C Stipan comments that it was nice to meet the people from Ixtapa. He transitions into the subject of the GM's resignation and addressing what the Commissioners hope to see happen in the future to keep the ongoing operations steady and moving forward. He informs that he just spoke to (OM) Jeremiah (Blue) who is willing to act as Interim General Manager. C Stipan turns to GM Kaganova and states how much he appreciates her and requests that the Commission skip through the Business Action Items and move on. P Groves states that they are still working through the GM Report. C Stipan contests that they have given her all the information that they would like to see in the next week and wants the transition to be smooth and with grace. P Groves comments that they probably feel that everything that they are doing is urgent, but is probably not super urgent. Before concluding the GM Report, GM Kaganova addresses the topic of the SBP meeting. She informs that the packet is being put together but also points out that the 10th (first day of the Annual Planning Session) is also her last day and asks whether the Commission would like her present. She asks whether the Commission would like her present. P Groves replies that they will address that later. GM Kaganova also asks who she should be passing down passwords to. P Groves answers that they will just change all the passwords. GM Kaganova states that there are key systems that she will need set up as administrators and will need to put an actual name in. P Groves inquires whether OM Jeremiah Blue has that capability. GM Kaganova replies that there is some but not all. She asks if that is what he is implying, to pass it on to (OM) Jeremiah (Blue). P Groves acknowledges that that is what should be done. VP Lorang asks whether they want to address that now. P Groves replies that there are a couple more things on the agenda.

8) Commissioner and Sub-Committee Reports

- a.** C Bump: Replies that he has none and is still in sleeping mode.
- b.** C Stipan: States that he has none at this time. He mentions that when he first arrived, Paul Koch was the manager and he will never forget his first Port meeting as a person of the public, where the first fifteen or twenty minutes was determining how the meeting was going to start. He states that he appreciates the people that are present, and the people on Zoom. He remarks that it is the first time that he ever joined on a Zoom while being at a Port meeting. He logged on because he was not aware so many people were having issues hearing the meeting. He hopes that everything can be seen or heard and that everyone has a clear picture of the Port of Cascade Locks, and that they are standing here together. C Stipan asserts that he is not hiding anything. He declares that he is stating that because he heard a comment saying that [the Port] hides stuff. He wanted to let everyone know that everyone from the public is invited to come and if the space becomes too small, [the Port] will find a bigger space. He is

not sure how to integrate questions and comments from Zoom so that the Commission can see them and better serve the community. He refers to some things that he has been studying, touched on being angry and mentions that he has read the [GM's] resignation letter and comments that a part of him felt that he and everyone has right in this community to be angry as long as they are not going to sin in his anger. He refers to an example of when someone from the public comes in and bursts through the door, what could be next? He appreciates what was said and the things he has learned but he also emphasizes that he does not want to have a security guard outside and that he does not want people to be scared to come to a Port meeting. He turns to GM Kaganova and thanks her for all that she has done. He describes it as being an amazing experience to know her and have her at the helm. He gives his appreciation to the attorney, the finance person and maintenance person, present. He says that he has spoken to (OM) Jeremiah (Blue) which will get addressed later. C Stipan also informs that he has an extra packet for the press with all the information, if they need, to keep the public informed and this [meeting] an open session. He reiterates that everyone is invited to be here and ask questions, [the Commission] may not answer the question [immediately] but that doesn't mean that they are not ever going to be answered. C Stipan encourages the public to email him at jstipan@portofcascadelocks.org and he will be happy to get an answer for them.

- c. C Caldwell: Answers that there isn't anything she can think of.
- d. VP Lorang: Responds that he also would like to thank (GM) Olga (Kaganova) for the time and energy that she has invested, and invested in the community. He also states that, in light of transparency, he would like to have her resignation letter be submitted into the minutes so that it's out there in the public and it is her desire that it not be hidden. Anyone that wants to see the resignation letter and what is involved, can see it in [the] minutes.
- e. P Groves: States that he believes that [the resignation letter] is an exempt document, after the meeting [the Commission] had earlier. He adds that he wants to echo what (C) John (Stipan) said. He states that he wants everyone to know that he has been a Port Commissioner for almost thirty (30) years, since 1974. He's been through seven (7) managers, during that time. And several port employees. He thanks (GM) Olga (Kaganova) for what she has done for the Port and wishes her well with wherever she's moving on to. He continues and states that things happen and people move on. He addresses the attending public members and thanks them for coming and being proactive. P Groves informs that he has been in Cascade Locks since 1961, he graduated from high school here, his wife graduated high school here, his daughters graduated high school here and he has grandchildren. He comments that he has seen the community, about twelve to thirteen years ago, split. And he is seeing it happening again, now. There are factions here that are splitting our community. Lot of false information going around, a lot innuendos, a lot of things being said that is absolutely not true. He admits that he is 73-years-old and has put in thousands and thousands of hours, for free, for the Port and different groups and organizations that he belongs, that have to do with how the community moves forward and moves ahead. At Federal and State levels. He was just appointed to the Bradford Island Clean Up Committee. He was a member for four (4) years for the NOAA fisheries "Save the Salmon" for the

Columbia River Basin. I do care about the community and what this community looks like. I was involved making the Mill Pond a cold water refuge. So when you have a seat like I have, being a chair for quite a while, you are able to get into positions that do those things. Agree with John, I have always had an open-door policy. Anyone who wants to talk to me, my phone number is in the book, my cellphone number is out there, my email address is out there. And if anyone wants to speak about anything that I can tell you, because keep in mind, as we work through some of these businesses that the Port is going to get involved in, there are some things that we have to under closed doors. Because you're protecting people's business and their ideas and how they are moving forward.

- i. C Stipan asks whether if it is possible to print up or save the comments from Zoom and apply them to the minutes of the meeting as it would be nice to be able to review what the comments are. Secretary Stocker will look into it. C Stipan thinks that it would be a great tool to understand the community's input. He asks when does the minutes get uploaded to the website. GM Kaganova replies that, historically, every four to six months, the Port batch uploads all of the minutes at the same time. They are, of course, available at the Port office before then and (Sec.) Keriane (Stocker) is working on a new system so the minutes will be more periodically so they are more available to the public for review. C Stipan advises that it would really be beneficial if [the minutes] could be uploaded before the next meeting. GM Kaganova states that [the Port] has a really good staff and (Sec.) Keriane (Stocker) is very organized, she's doing an incredible job and you're really going to see that she's really on top of the minutes and the things that you need.
- ii. C Caldwell adds that, on a personal basis, she would like to thank (GM) Olga (Kaganova) and her hope is for [GM Kaganova] to be able to have wonderful adventures and really wishes her the very best.

9) Business Action Items

a. Approve Painting Project Overview – David McCurry

b. Approve to Amend Minutes for 02.02.23 Commission Meeting

- i. GM Kaganova reports that the minutes from the 02.16.23 Commission Meeting were revised at C Caldwell's request. She reminds the Commission that once minutes are approved, it requires Commission action to revise them. C Caldwell quotes a revision that was made in the 02.16.23 meeting minutes. Brooks explains to the Commission, that the highlighted version in front of them is different from the version that they approved last time, and because now that they are being amended, as (GM) Olga (Kaganova) said, [the Port] policy states that once [the minutes] are approved, they are approved and the only way to change them is to bring it back to the Commission. The 02.02.23 document is in front of them, amended, and that is what is being asked [to be approved]. P Groves points out that in the minutes before this [current] one, there were questions about things in the minutes. Brooks states that that is not in front of them, right now. P Groves comments that he's still confused. C Caldwell admits that she caused the confusion because she had quoted the wrong minutes, and explains that prior to approving [the 02.16.23 minutes (to be put in the packet)]

she had talked to (Sec.) Keriane (Stocker) and it was revised before [the Commission] approved them tonight.

VP LORANG MOVES TO APPROVE THE AMENDED MINUTES; C CALDWELL SECONDS; Passed Unanimously.

10) Executive Session under ORS 192.660(2)(e) Real Property Negotiations

- a. P Groves requests a five (5) minute break before going into Executive Session. GM Kaganova explains that the Commission can do the discussion in open session as well. The item up for deliberation is the lease renewal for Flex 3 and comments that it is more or less the same as the one they had previously approved and is only adding on an additional two (2) years. P Groves still chooses to take a five (5) minute break. The Commission decides not to go into Executive Session for the discussion. GM Kaganova informs again, that there are no major changes to the lease with the exception of adding on an additional two (2) years, it also maintains the rate with only a minor adjustment. Grain will update the address and that is the only outstanding item on it.

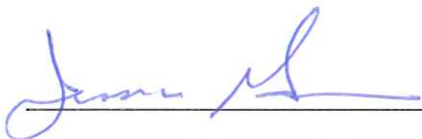
VP LORANG MOVES TO APPROVE THE NEW LEASE AGREEMENT WITH GRAIN INTEGRATIVE HEALTH IN THE GORGE; C STIPAN SECONDS; Passed Unanimously.

C STIPAN MAKES A MOTION THAT THE COMMISSION ACCEPT THE GENERAL MANAGER'S RESIGNATION, EFFECTIVE MARCH 10,2023, BUT THAT WE RELIEVE HER OF ANY DUTIES OR OBLIGATIONS BETWEEN NOW AND THAT DATE. I FURTHER MOVE THAT WE AUTHORIZE THE PORT'S ATTORNEY TO WORK WITH THE GENERAL MANAGER REGARDING HER REQUEST FOR A SEVERANCE AND TO BRING ANY SPECIFIC PROPOSALS BACK TO THE COMMISSION FOR REVIEW. VP LORANG SECONDS; Passed Unanimously

C STIPAN MAKES ANOTER MOTION, IN LIGHT OF THE GENERAL MANAGER'S RESIGNATION AND OUR NEED TO ENSURE THE PORT CONTINUES TO BE MANAGED ON A DAY-TO-DAY BASIS, I MOVE THAT WE DELEGATE THE AUTHORITY OF THE GENERAL MANAGER TO JEREMIAH BLUE ON AN INTERIM BASIS AND THAT WE BEGIN A SEARCH FOR A NEW GENERAL MANAGER; C CALDWELL SECONDS; Passed Unanimously

11) Adjournment 8:47 pm

Port of Cascade Locks



Port Commission President
Jess Groves

April 5 2023

Date Signed



Port Commission Secretary/Treasurer
Joeinne Caldwell

4-6-23

Date Signed

The meeting location is accessible to persons with disabilities. A request for an interpreter for the hearing impaired, or for other accommodations for persons with disabilities, should be made at least 48 hours in advance of the meeting by contacting the Port of Cascade Locks office at 541-374-8619.