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**SEAL ROCK WATER DISTRICT  
MINUTES OF THE  
Regular Board Meeting In Person & by Zoom Conference Call  
November 12, 2020**

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**Introduction to Remote Meeting:**

19 Denlinger, General Manager, explained that this board meeting is being conducted remotely and in person observing social  
20 distancing and the wearing of face masks in order to mitigate the transmission of the novel coronavirus and reduce the risk  
21 of COVID-19 illness in accordance with Governor Brown's Executive Order 20-12 to suspend all public gatherings. He  
22 further explained that the Board President will call each name to confirm those who are present by zoom conference. After  
23 each person hears their name, they need to reply. For each decision item in the agenda that needs to be approved, after  
24 discussion and deliberation, the Board President will call each name of the commissioner for their vote. After the  
25 commissioners hear their name, he or she will give the vote to the affirmative by saying YES or negative by saying NO.

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**Call Regular Meeting to Order:**

30 President Rob Mills called the regular board meeting to order at 2:10 p.m., Thursday, November 12, 2020.

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**Present:**

35 President Rob Mills confirmed that all commissioners present can hear each other by doing a roll call. Present by Zoom  
36 Conference Call were Commissioner Glen Morris, member; and Atty. Jeff Hollen, District legal counsel. Present in person  
37 were Commissioner Sandra Mies-Grantham, Secretary; Commissioner Karen Otta, member, and President Rob Mills.  
38 Staff: Adam Denlinger, General Manager; Joy King, Office Manager.

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**Excused Absences:** Commissioner Deanna Gravelle

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**Announcements/Public Comments:**

47 President Rob Mills asked if there are any announcements. Commissioner Glen Morris replied NO; Commissioner Karen  
48 Otta replied NO; Commissioner Sandra Mies-Grantham replied NO; Office Manager Joy King replied NO; General  
49 Manager Adam Denlinger replied NO; President Rob Mills had NO announcement.

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**Consent Calendar:**

54 Items on the consent calendar are Invoice List for October/November 2020; October 8, 2020 minutes of the regular board  
55 meeting; October 22, 2020 minutes of special board meeting; October/November 2020 Financial Report; Business Oregon  
56 IFA Disbursement Request No. 25; USDA Phase IV PMR No. 5; Change Order No. 5; Contractor's Pay Request No. 5; and  
57 General Manager's Report. President Rob Mills asked if each commissioner has reviewed the items on the consent  
58 calendar. Commissioner Glen Morris answered YES, Commissioner Karen Otta answered YES; Commissioner Sandra  
59 Mies-Grantham answered YES; President Rob Mills answered YES. Commissioner Karen Otta discussed her concern  
60 regarding including the amount of the easement settlement agreement in the October 22 Special Board Meeting minutes.  
61 Atty. Jeff Hollen explained that the easement information is public record information. President Rob Mills wanted  
62 clarification on lines 88-90 of the October 8 Regular Board Meeting minutes, regarding Commissioner Glen Morris's vote  
63 that he abstained from voting and later reconsidered and voted YES. Commissioner Glen Morris confirmed his YES vote. It  
64 was the consensus that the minutes should be corrected as "Motion carried with 4 voted YES and 1 abstained from voting".  
65 Joy King will make the correction. Commissioner Karen Otta motioned to approve the consent calendar with adjustment to  
66 the October 8 regular board meeting; and not including the October 22 special board meeting since there is no majority to  
67 approve it. Commissioner Sandra Mies-Grantham seconded the motion. President Rob Mills asked the commissioners for  
68 their votes. Commissioner Karen Otta voted YES; Commissioner Sandra Mies-Grantham voted YES, and President Rob  
69 Mills voted YES. Commissioner Glen Morris abstained from voting since he was disconnected from the Zoom meeting link  
70 because of internet issues at his house on October 8. Motion carried with 3 YES votes and 1 abstained from voting.

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**Discussion and Information Items:**

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**Source Water Project Update:**

79 Work at the intake site has been completed including the intake structure. Installation of piping from Beaver Creek Road  
80 through lot 500 has been completed. Paving of the road has been completed also. Installation of piping and line of  
81 communication is completed up to Mimi Mullen's property. Contractor continues installing the force main piping up the  
82 access road to the treatment site. The ring footing for the clearwell has been formed and concrete will be poured next  
83 Tuesday. The subcontractor will come the first week of December to construct the reservoir. The contractor will also start  
84 building the treatment plant. The filtration membrane will be delivered and stored at the upper level of the shop until April.  
85 The project is projected to be completed in July or the first week of August 2021. Right now, the restoration of the road on  
86 lot 500 is ongoing.

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**Decision Items:**

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**Revenue Bond Resolution No. 1120-01:**

95 The Revenue Bond portion of the interim loan is scheduled to close on November 18 to avail the lower interest rate of  
96 1.75%. The final closing documents prepared by bond counsel, reviewed by USDA and SRWD staff was received in the

65 office today. The board needs to adopt the resolution and authorize the President of the board to execute the closing  
66 documents. Commissioner Karen Otta motioned to approve and adopt Resolution No. 1120-01 A resolution providing for  
67 the issuance and sale of the Seal Rock Water District, Oregon, 2020 Water Revenue Bond No. 2 in the principal sum of not  
68 to exceed \$2,547,000 to the United States of America, acting through the United States Department of Agriculture, Rural  
69 Utilities Service for the purpose of financing improvements to the District's Water System, providing for the form and terms  
70 of said bond and authorizing the payment of the same. Commissioner Sandra Mies-Grantham seconded the motion.  
71 President Rob Mills asked for each commissioner's vote. Commissioner Karen Otta voted YES; Commissioner Sandra  
72 Mies-Grantham voted YES; Commissioner Glen Morris voted YES; President Rob Mills voted YES. Motion was passed 4-0.  
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74 **Parity Agreement:**

75 The Parity Agreement is an agreement between the State of Oregon by and through its Business Development Department  
76 (OBDD) and the United States of America, Acting through the United States Department of Agriculture, Rural Development  
77 Services (USDA-RD) the lenders of funds to finance the Water Source Project of Seal Rock Water District, known as the  
78 borrower. The District needs to acknowledge the Parity Agreement that will become part of the closing documents.  
79 Commissioner Karen Otta motioned to approve and acknowledge the Parity Agreement between OBDD and USDA-RD.  
80 Commissioner Sandra Mies-Grantham seconded the motion. President Rob Mills asked for each commissioner's vote.  
81 Commissioner Karen Otta voted YES; Commissioner Sandra Mies-Grantham voted YES; Commissioner Glen Morris  
82 voted YES; President Rob Mills voted YES. Motion was passed 4-0.  
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84 **Revenue Bond Closing Documents:**

85 Commissioner Karen Otta motioned to authorize the President of the Board, Rob Mills to execute the Revenue Bond  
86 closing documents. Commissioner Sandra Mies-Grantham seconded the motion. President Rob Mills asked for each  
87 commissioner's vote. Commissioner Karen Otta voted YES; Commissioner Sandra Mies-Grantham voted YES;  
88 Commissioner Glen Morris voted YES; President Rob Mills voted YES. Motion was passed 4-0.  
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90 **Reports, Comments, and Correspondence:**

91 **GM Performance Evaluation:**

92 President Rob Mills informed the Board that he has received all completed GM Performance Evaluation forms but would  
93 like to defer the GM evaluation to the December 12 regular board meeting. He would like to have time to compile the  
94 evaluations into one document to include scoring and comments from each board member. He asked the GM, Adam  
95 Denlinger if he agrees for his evaluation to be public to which the GM replied he agreed for the record to be public. The GM  
96 discussed that other agencies are having financial difficulties because their revenue stream has been impacted by the  
97 pandemic. The district is fortunate that it hasn't suffered a substantial loss in revenue. The GM is requesting that during his  
98 performance review for the board to consider not giving him a bonus or a salary increase and asked the board to consider  
99 the bonuses for the employees. The board discussed that as essential workers the employees who come to work every day  
100 despite the pandemic should be appreciated and shown support by giving them the same level of bonus as last year.  
101 Commissioner Karen Otta motioned to give the employees bonus at the same level as last year. Commissioner Sandra  
102 Mies-Grantham seconded the motion. President Rob Mills asked for each commissioner's vote. Commissioner Karen Otta  
103 voted YES; Commissioner Sandra Mies-Grantham voted YES; Commissioner Glen Morris voted YES; President Rob Mills  
104 voted YES. Motion was passed 4-0.  
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106 **Office Closure:**

107 The office will be closed on November 26 & 27 in observance of Thanksgiving Day.  
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109 **Easement Negotiation:**

110 The GM, Adam Denlinger, and Atty. Jeff Hollen, legal counsel are working with Atty. Jennifer Paul in the wordings that  
111 should go into the documents resulting from the easement negotiation.  
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113 **Lost Revenue Update:**

114 Due to the pandemic, 49 customers are 1-month delinquent, and 16 customers are 2 or more months delinquent. Total  
115 delinquent water bills are \$6,800. Total lost revenue in late charges and turn off charges since April 2020 is \$8,121.50. It  
116 was the consensus of the board to remain in status quo the following month not to turn off delinquent customers and not to  
117 charge any late charges and turn off charges until further board instruction.  
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119 **Adjournment:** President Rob Mills adjourned the meeting at 2:55 p.m.  
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121 **Next Board Meeting:** December 10, 2020, at 4:00 p.m.  
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127 Approved by Board President

Date: