

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve additional funds for **Fiscal Management Services of the Pure Waters Partners Program (PWP)** with **Cascade Pacific Resource Conservation and Development (CPRCD)**.

Board Meeting Date: January 3, 2023
Project Name/Contract #: Pure Water Partners Program Fiscal Management / 19-138-S
Manager: Mike Masters Ext. 7549
Executive Officer: Karen Kelley Ext. 7153

Contract Amount:

Original Contract Amount: \$700,000 (November 2019)
Additional \$ Previously Approved: \$232,000 (November 2020) & \$630,000 (April 2022)
Spend over last approval: NA
Amount this Request: \$1,490,000
% Increase over last approval: 95.4% (PWP program spend)
Resulting Cumulative Total: **\$3,052,000**

Contracting Method:

Method of Solicitation: Direct Negotiation / Sole Source
If applicable, basis for exemption: EWEB Rule 3-0275(1)
Term of Agreement: 5 years (November 1, 2019 – December 31, 2024)
Option to Renew? No
Approval for purchases "as needed": Yes No
Proposals/Bids Received (Range): \$1,490,000
Selection Basis: Sole Source Supplier
Narrative:

Operational Requirement and Alignment with Strategic Plan

Fiscal management of the Pure Water Partners program allows for efficient use of EWEB funds for protection of riparian and floodplain forests and provides the programmatic infrastructure that directs partner funds for restoration of degraded areas. This investment aligns with EWEB's 10-Year Strategic Plan by fostering customer confidence (phase I) through the protection of drinking water source(s) and allowing EWEB to maintain excellent water quality. The Pure Water Partners (PWP) program is a key part of EWEB's Drinking Water Source Protection 10-Year Strategic Plan (2018-2028) that was adopted in January 2018.

In 2020, EWEB's General Manager signed the Pure Water Partners Memorandum of Agreement (MOA) that memorialized the programmatic infrastructure, roles and responsibilities of the nine current member organizations (i.e., EWEB, McKenzie Watershed Council, McKenzie River Trust, Upper Willamette Soil & Water Conservation District, Cascade Pacific RC&D, The Freshwater Trust, Willamette National Forest, Metropolitan Wastewater Management Commission (MWWMC), and University of Oregon). The MOA establishes a watershed conservation fund (Fund) that aligns multiple sources of funding (e.g., EWEB, USFS, MWWMC, Oregon Watershed

Enhancement Board, U.S. EPA, etc.) for conducting restoration and protection activities on the ground through member organizations. Cascade Pacific RC&D is designated as the first fiscal manager of the Fund for a 5-year term that will then be re-evaluated by the PWP members.

After the Holiday Farm fire burned over 170,000 acres in the middle McKenzie Watershed. EWEB has leveraged the existing relationships within the PWP program and framework to quickly and efficiently support burn assessment, and erosion control and soil stabilization design and implementation activities in the watershed immediately following the fire. The PWP work shifted after the initial emergency response phase to include conducting property assessments that identify areas with high priority revegetation needs, invasive weed problems, erosion issues, and fire fuels buildup for contractors to implement necessary actions to address once the landowner signs a Watershed Stewardship Agreement with EWEB.

Contracted Goods or Services

This request amends the contract to provide necessary funding to the PWP through CPRCD to accomplish the following tasks for 2023 and 2024. Property assessment, erosion control/soil stabilization design and implementation, revegetation planting plans and replanting activities, fire fuels reduction treatments, and invasive weed management among three partners performing the work. McKenzie Watershed Alliance, Upper Willamette Soil and Water Conservation and McKenzie River Trust.

Purchasing Process

This contract was directly negotiated with CPRCD based on the unique relationships and tools they coordinate to support source protection activities in the McKenzie Watershed that aligns with EWEB's strategic initiatives.

Competitive Fair Price

NA

Prior Contract Activities

CPRCD has worked with EWEB on a variety of water protection projects over the past 7 years. The current contract was set up as a Master Service Agreement to govern the Terms and Conditions of our engagement. The Scope of Work assigned under this contract is issued as Task Orders with the work and costs negotiated and agreed to in advance and within the Board Approved limits. The first three tasks were included on the Board Consent in November 2019. Since that time, we have issued an additional task order #4 for support activities for the Urban Waters & Wildlife Partnership to implement green infrastructure projects to treat urban runoff and added \$100,000 to the total contract value. Task #5 was approved after the Holiday Farm fire and was included on the November 2, 2020, Board Consent at a 33% increase, and on the April 5, 2022, Board Consent at a 68% increase. The total spend so far under the contract is \$1,093,674.

ACTION REQUESTED:

Management requests the Board approve additional funds for contract fiscal management services of the Pure Water Partners Program. PWP activities to be administered under this contract support watershed recovery efforts (Amendment #4). Approximately \$750,000 was planned for in the Holiday Farm Fire Restoration 2023 budget of \$10.3 million. Variances will be managed within the budget process and Board policy.

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve a new contract with **J&M Homes, LLC** for **Carmen-Smith Campus Homes**.

Board Meeting Date: January 3, 2023
Project Name/Contract #: Carmen-Smith Campus Homes / 22-214-G
Manager: Lisa Krentz Ext. 7450
Executive Officer: Karen Kelley Ext. 7153

Contract Amount:

Original Contract Amount: \$325,000
Additional \$ Previously Approved: \$0
Spend over last approval: \$0
Amount this Request: \$325,000
% Increase over last approval: NA
Resulting Cumulative Total: **\$325,000**

Contracting Method:

Method of Solicitation: Formal Request for Proposal (RFP)
If applicable, basis for exemption: NA
Term of Agreement: Completion by August 15, 2023
Option to Renew? Yes, may extend up to five (5) years total
Approval for purchases "as needed": Yes No
Proposals/Bids Received (Range): 2 (\$291,987 to \$292,737)
Selection Basis: Highest Ranked Proposer
Narrative:

Operational Requirement and Alignment with Strategic Plan

Staffing at the Carmen-Smith Hydroelectric Project has increased to handle additional construction work, dam safety monitoring, and relicensing related operational changes. EWEB needs to purchase two new manufactured homes for the project campus. A three-bedroom home will be used for an additional on-site operator residence. A two-bedroom home will be used as temporary lodging for off-site operators when on call-out duty, operators-in-training, and project engineers or other EWEB staff are required to be at the Carmen-Smith Project for long duration assignments. The ability to house more staff at the Project campus will better ensure safe and reliable operation of the facilities.

Contracted Goods

This contract is intended to provide two new, move-in-ready manufactured homes that are to be delivered to the Carmen-Smith Project campus. Other associated tasks including utility extensions, an access road, garages, home building pads, covered porches, wastewater drain fields, and engineering design are being purchased separately from the homes.

Purchasing Process

In October 2022, Purchasing initiated a formal Request for Proposal (RFP) process for move-in ready manufactured homes for the Carmen-Smith campus. The initial solicitation of 22-199-G closed on November 2, with no proposal submissions. Request for Proposal (RFP) 22-214-G was posted again on OregonBuys and proposals were received from two vendors. All vendors were responsive and responsible.

The 2-bedroom and 3-bedroom homes were evaluated and scored separately. The proposals were evaluated by an EWEB evaluation team. The maximum number of possible points for each home was 200, using the following criteria: Minimum Qualifications (Pass / No Pass – Not scored), Ability to Meet Technical Specifications (90 points), Ability to Meet EWEB’s Terms (50 points), and Proposal Pricing (60 points).

J&M Homes was selected as the highest ranked proposer for both homes and staff has issued an intent to award the contract to the proposer. J&M Homes demonstrated the ability to meet technical specifications, meet EWEB’s terms, and offered reasonable pricing.

Bids Received

Vendor Name	City, State	Offered Price	Ranking (for RFPs)
J&M Homes	Albany, OR	\$112,463 & \$180,274 Total: \$292,737	1
Clayton Homes	Albany, OR	\$100,934 & \$191,053 Total: \$291,987	2

Prices shown above are for base bid price only and does not include options.

Competitive Fair Price

Purchasing issued this RFP twice, as there were no responses to the first RFP. As the due date for submitting proposals for the 2nd RFP neared, Purchasing received messages from all interested parties stating they would not be submitting proposals due to family illness, their own illness, etc. Three of the parties stated they had nearly finished drafting their proposals but ran out of time so Purchasing extended the due date and received two of the three promised proposals.

Prior Contract Activities

EWEB Contract	Project Name (Description)	Board Approved Date	Project Duration (Start to Close)	Original Amount	Final Amount	Reason Code
1051-2014	Carmen-Smith House 4 Replacement Structure	N/A	2-13-15 To 10-1-15	\$101,022	\$101,022	
Reason Code: AM = Additional Materials, AW = Additional Work, EW= Emergency Work, SD = Staff Directed, UC = Unforeseen Conditions, Other						

ACTION REQUESTED:

Management requests the Board approve a contract with J&M Homes, LLC for Carmen-Smith Campus Homes. Approximately \$350,000 was planned for these goods in the Carmen-Smith Type 3 Relicensing Capital Improvement Plan. The 2023 Type 3 Capital budget for Carmen-Smith is \$14.7 million. Variances will be managed within the budget process and Board policy.

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve a contract with **Luvaas Cobb** for **General Counsel Services**.

Board Meeting Date: January 3, 2023
Project Name/Contract #: General Counsel Services / 22-157-PSC
Manager: Sarah Gorsegner Ext. 7348
Executive Officer: Rod Price Ext. 7122

Contract Amount:

Original Contract Amount: \$650,000
Additional \$ Previously Approved: \$0
Spend over last approval: \$0
Amount this Request: \$650,000
% Increase over last approval: NA
Resulting Cumulative Total: **\$650,000 (over 5 years)**

Contracting Method:

Method of Solicitation: RFP
If applicable, basis for exemption: NA
Term of Agreement: Initial term is 1 year
Option to Renew? Yes, annually up to 5 years total
Approval for purchases "as needed": Yes No
Proposals/Bids Received (Range): 2 (\$220/hourly rate - \$375/hourly rate)
Selection Basis: Highest Ranked Proposer

Narrative:

Operational Requirement and Alignment with Strategic Plan

EWEB requires General Counsel Legal Services to support acquisitions, contractual negotiations, tort claims, energy, water, telecom, and other miscellaneous legal issues. EWEB has determined that using outside counsel leverages attorney experience with a variety of clients and allows support to be provided on an as needed basis.

Contracted Goods or Services

This proposed contract is intended to serve EWEB staff. A separate General Counsel contract has been awarded to serve the Board of Commissioners. Contracted services include providing legal advice and litigation support.

Purchasing Process

In September 2022, Purchasing initiated a formal Request for Proposals (RFP) process for general counsel services. Proposals were received from two firms. All firms were responsive and responsible.

The proposals were evaluated by an EWEB evaluation team. The maximum number of possible points was 100, using the following criteria: Minimum Qualifications (Pass / No Pass – Not scored), Firm Background/Experience (15 points), References (5 points), Knowledge of Laws, Rules & Service Philosophy (25 points), Relevant Case

Results (15 points), Firm’s Staff & Resources to be Assigned (20 points), Fee Proposal (15 points), and Transition Management Plant (5 points).

Luvaas Cobb was selected as the highest ranked proposer and staff have issued an intent to award a contract. Luvaas Cobb demonstrated significant public agency and utility experience, strong knowledge of laws and rules impacting EWEB, and offered reasonable pricing.

Bids Received

Vendor Name	City, State	Offered Price	Ranking (for RFPs)
Harrang Long	Eugene, OR	\$375/hourly rate	2
Luvaas Cobb	Eugene, OR	\$220/hourly rate	1

Competitive Fair Price

Thorp Purdy downloaded the proposal but did not submit due to the scope of services requested and a conflict between an existing firm client and EWEB.

Prior Contract Activities

EWEB Contract	Project Name (Description)	Board Approved Date	Project Duration (Start to Close)	Original Amount	Final Amount	Reason Code
045-2017	General Legal Counsel	Dec. 5, 2017	Dec. 6, 2017 – Jan. 3, 2023	\$750,000	\$630,000	
047-2012	Legal Services	Jan. 2, 2013	Jan. 4, 2013 – Dec. 31, 2015	\$750,000	\$417,230	

Reason Code: AM = Additional Materials, AW = Additional Work, EW= Emergency Work, SD = Staff Directed, UC = Unforeseen Conditions, Other

ACTION REQUESTED:

Management requests the Board approve a contract with Luvaas Cobb for General Counsel Services. Approximately \$180,000 was included for these services in the 2023 Enterprise Risk Management O&M budget of \$3 million. Variances will be managed within the budget process and Board policy.

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve a new contract with **Olsson Electric, Inc.** for **Installation of Replacement Switchgear and Other Related Tasks** at EWEB's generation facility at the International Paper Plant in Springfield, OR.

Board Meeting Date:	January 3, 2023	
Project Name/Contract #:	IP Switchgear Replacement / 22-236-PW	
Manager:	Lisa Krentz	Ext. 7450
Executive Officer:	Karen Kelley	Ext. 7153

Contract Amount:

Original Contract Amount:	\$475,000
Additional \$ Previously Approved:	\$0
Spend over last approval:	\$0
Amount this Request:	\$475,000
% Increase over last approval:	NA
Resulting Cumulative Total:	\$475,000

Contracting Method:

Method of Solicitation:	Formal Invitation to Bid
If applicable, basis for exemption:	NA
Term of Agreement:	Completion by June 30, 2023
Option to Renew?	No
Approval for purchases "as needed":	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Proposals/Bids Received (Range):	2 (\$474,260 to \$581,816)
Selection Basis:	Lowest Responsive and Responsible Bidder
Narrative:	

Operational Requirement and Alignment with Strategic Plan

This capital improvement project is critical to ensuring safe and reliable operation of EWEB's steam turbine generator (TG4) at the International Paper (IP) paper mill in Springfield. The existing switchgear for TG4 was originally installed in 1975 and has reached the end of its expected useful life. The relays and breakers contained within the switchgear are no longer supported by manufacturers, such that spare parts must be sourced from refurbished equipment vendors and these parts have become increasingly scarce.

Modern switchgear will be safer for operation and maintenance staff, incorporating arc flash monitoring, remote racking capabilities, and high-speed digital relays. Maintenance costs will be reduced as digital relay testing is faster and less frequent. Troubleshooting will also be more efficient and effective as digital relays record detailed event data that can be quickly accessed remotely.

Contracted Goods or Services

This contract provides for the installation of owner supplied medium voltage switchgear including vacuum breakers, non-segregated phase bus duct, switchboard-style communication and control panels, protective relays, and a freestanding communication panel and other ancillary equipment.

Project scope also includes furnishing and installing a new overhead fiber optic cable on existing structures between the powerhouse and WEYCO III substation.

Purchasing Process

A Formal Invitation to Bid (ITB) was posted on OregonBuys in November, 2022. Two bids were received and Olsson Electric, Inc. was deemed the lowest priced responsive and responsible bidder, capable of meeting the solicitation’s delivery and lead time requirements.

Bids Received

Vendor Name	City, State	Offered Price	Ranking (for RFPs)
Olsson Industrial Electric	Springfield, OR	\$474,260	NA
Christenson Electric, Inc.	Portland, OR	\$581,816	NA

Competitive Fair Price (If less than 3 responses received)

Three primary contractors attended the mandatory pre-bid site walk-through, but the 3rd contractor did not submit a bid. They indicated that they had recently submitted bids for concurrent non-EWEB projects and, if successful with those bids, would not have the labor to perform our work, if awarded.

Prior Contract Activities

EWEB Contract	Project Name (Description)	Board Approved Date	Project Duration (Start to Close)	Original Amount	Final Amount	Reason Code
22-084-PW	Potential Transformer Upgrades at Carmen-Smith	NA	April 2022 to June 2022	\$26,745	\$26,745	
PO 29018	Replace Sodium Analyzer for IP TG4	NA	April 2022 to April 25, 2022	\$2,696	\$2,696	
PO 31668	Relay Parameter changes at carmen-Smith	NA	12/7/22 to 12/12/22	\$1,960	\$1,960	

ACTION REQUESTED:

Management requests the Board approve a contract with Olsson Electric, Inc. for installation of switchgear at EWEB’s project at International Paper. Approximately \$600,000 was planned for these construction services in the Generation Department 2023 capital budget of \$34 million. Variances will be managed within the budget process and Board policy.

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve additional funds to the contract with **Schnabel Engineering, LLC** for **Safety Inspection Services**.

Board Meeting Date: January 3, 2023
Project Name/Contract #: Part 12D Safety Inspection for Leaburg-Waltermville Project / 21-269-Q
Manager: Lisa Krentz Ext. 7450
Executive Officer: Karen Kelley Ext. 7153

Contract Amount:

Original Contract Amount: \$200,000 (April 5, 2022)
Additional \$ Previously Approved: \$0
Spend over last approval: \$0
Amount this Request: \$65,000
% Increase over last approval: 32.5%
Resulting Cumulative Total: **\$265,000**

Contracting Method:

Method of Solicitation: Formal Request for Proposals
If applicable, basis for exemption: NA
Term of Agreement: Completion by February 10, 2023
Option to Renew? No
Approval for purchases "as needed": Yes No
Proposals/Bids Received (Range): 2 (\$175,000 to \$243,100)
Selection Basis: Highest Ranked Proposer

Narrative:

Operational Requirement and Alignment with Strategic Plan

The services being purchased are required by EWEB's Federal Energy Regulatory Commission (FERC) license for the Leaburg-Waltermville Hydro Project. These services also align with EWEB's priority to ensure safe and reliable operation of our hydroelectric facilities in conformance with the Owners Dam Safety Program (ODSP). In addition to meeting regulatory and internal requirements, the resulting information from the inspection report will be valuable in terms of guiding our ongoing operation & maintenance activities, as potential issues will be identified before they become a larger concern. Recommendations for dam safety program efficiency improvements will be provided as well.

Contracted Goods or Services

The services being purchased provide a dam safety inspection conducted by an Independent Consultant (IC), which is required by FERC every 5 years. The services will include a review of all relevant past documentation and design information, as well as field inspection of the Project facilities. A major component of this work is a review of the current Potential Failure Mode Analysis (PFMA) and the identification of any additional potential failure modes warranting analysis as required by FERC.

Per FERC’s direction, additional funds are requested for increased levels of effort required for workshop preparation, as well as additional workshop sessions to complete the PFMA process. The requested additional funds provide for additional hours to prepare for the workshop, time spent in the workshop, and a corresponding increase in the hours needed to prepare a final report.

Purchasing Process

In January 2022, staff issued a Formal Request for Proposals (RFP) for the FERC required safety inspection. The solicitation was advertised on the State of Oregon’s public procurement site, OregonBuys. Proposals were received from GEI Consultants and Schnabel Engineering and were deemed responsive and responsible.

The proposals were evaluated by an EWEB evaluation team. The maximum number of possible points for written responses was 115, using the following criteria: Minimum Qualifications (Pass / No Pass – Not scored), Corporate Project Experience (15 points), Project Understanding/Approach (20 points), Staff Resources/Project Mgt (15 points), Key Staff Qualifications/Experience (35 points), and Quality Project On-Time/On-Budget (30 points).

Both firms were invited to meet with the evaluation team to present further information and respond to clarification questions. Written scores were finalized, and the Proposers were tied with 103 points each out of a possible 115 points. Proposers sealed pricing offers were opened and reviewed at this point. The maximum points possible for pricing was 35, for a total of 150 possible points. Schnabel Engineering’s pricing proposal was lower, for a total of 138 points of 150, compared to GEI’s 128 points. Schnabel was deemed the highest scoring Proposer, consistent with Qualification Based Selection (QBS) criteria.

During the scope of work negotiations with Schnabel, both parties decided that it would be beneficial to increase the planned level of effort for the PFMA analysis and associated research task resulting in an increase of price from \$175,338 to \$199,198. The revised pricing proposal is still considerably lower than GEI’s, due to the fact that Schnabel’s aggregated billing rates are considerably lower than GEI’s.

Prior Contract Activities

EWEB Contract No.	Project Name (Description)	Board Approval Date	Project Duration (Notice to proceed to close out).	Original Contract Amount	Final Contract Amount
*21-157-Q	Sinkhole Investigation at Trail Bridge	11-2-21	7-21-21 to 12-31-23	\$70,420	\$750,175
*18-2701Q	Investigation of Sinkholes at Carmen Diversion	11-15-19	11-15-19 to 12-31-22	\$169,616	\$425,425
Q2660	Part 12D Safety Inspection for Carmen-Smith	4-2-18	11-30-18 to 12-31-22	\$194,849	\$194,849

*Note: Schnabel’s sinkhole investigation projects were necessarily contracted in phases due to the nature of the work. The contract total for 18-2701Q was increased after communicating to the Board through a memorandum in August 2018 and seeking Board approval for additional funds in November 2019. The contract total for 21-157-Q was increased after a declaration of emergency was filed with Purchasing after the GM’s approval in October 2021. Their Part 12D safety inspection for Carmen-Smith was completed on schedule and on budget.

ACTION REQUESTED:

Management requests the Board approve an increase to the Contract with Schnabel Engineering for the Leaburg-Walterville Hydroelectric Project Part 12D Safety Inspection Services. Approximately \$275,000 was planned for these services in the Generation Division’s 2023 O&M expense budget of \$9.5 million. Variances will be managed within the budget process and Board policy.

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve a Joint Funding Agreement (JFA) with the **U.S. Department of Interior, U.S. Geological Survey (USGS)** to provide **Monitoring and Consulting Services for Source Water Protection**.

Board Meeting Date: January 3, 2023
Project Name/Contract #: Monitoring and Analytical Services-Source Water Protection / 22-225-IGA
Manager: Mike Masters Ext. 7549
Executive Officer: Karen Kelley Ext. 7153

Contract Amount:

Original Contract Amount: \$1,620,000
Additional \$ Previously Approved: \$0
Spend over last approval: \$0
Amount this Request: \$1,620,000
% Increase over last approval: NA
Resulting Cumulative Total: **\$1,620,000**

Contracting Method:

Method of Solicitation: Direct Negotiation
If applicable, basis for exemption: Intergovernmental Agreement
Term of Agreement: January 1, 2023 – December 31, 2027
Option to Renew? No
Approval for purchases “as needed”: Yes No
Proposals/Bids Received (Range): NA
Selection Basis: Direct Negotiation – Intergovernmental Agreement
Narrative:

Operational Requirement and Alignment with Strategic Plan

The Eugene Water & Electric Board (EWEB) supplies drinking water to approximately 200,000 people with the McKenzie River as the primary source. For nearly two decades, the U.S. Geological Survey Oregon Water Science Center (USGS ORWSC) has partnered with EWEB on a variety of water-quality and streamflow monitoring, data collection, and interpretive studies in support of EWEB’s Source Water Protection Program. These have included special studies on the sources of organic carbon, disinfection by-products, pesticides, cyanotoxins, and an expansion of water-quality monitoring after the catastrophic Holiday Farm wildfire in September 2020, which burned about 173,000 acres in the McKenzie River Basin upstream of the EWEB intake. In response to the fire and at the request of EWEB, additional monitoring stations were rapidly deployed to provide early notifications about changing upstream water quality conditions that could impact operations downstream at the Hayden Bridge drinking water treatment plant. The current 5-year request continues our important partnership with the USGS and maintains our existing network of real-time monitoring stations strategically located throughout the McKenzie Watershed. The only significant addition within this request over the next 5 years is a new water quality monitoring station to be installed in Quartz Creek during the first quarter of 2023. The Quartz Creek

monitoring station will provide useful information on restoration efforts within the Holiday Farm Fire footprint. Additional support, particularly around the summer harmful algal bloom (HAB) season and U.S. Army Corps of Engineers reservoir operations, is expected to continue into the foreseeable future. HABs can present significant challenges if the river becomes enriched with nutrients due to fire impacts.

Contracted Goods or Services

Contracted services for 2023-2027 include the following:

1. Provide timely and relevant data and information, including continuous, real-time streamflow and water-quality data, to assist EWEB’s monitoring of water quality within their Source Water Protection Area, and,
2. Work with EWEB to rapidly identify the occurrence of benthic or planktonic algal blooms and other water quality issues that may degrade raw water quality.

Currently, the cost share is 60% EWEB and 40% USGS. For 2023, EWEB’s share is \$324,051 and USGS’s share is \$216,034. Cost increases from 2019/2020 to 2021/2022 reflect additional streamflow and water quality stations that were installed to monitor impacts from the Holiday Farm Fire.

Section	5yr total	2023 Only
Source Protection	\$894,010	\$176,331
Restoration	\$650,013	\$133,380
Generation	\$75,376	\$14,340
Total:	\$1,619,399	\$324,051

Purchasing Process

Direct negotiated Intergovernmental Agreement

Competitive Fair Price (If less than 3 responses received)

The existing monitoring system is joint owned and operated by USGS and EWEB. The analysis support and monitoring are consistent with prior years pricing with a small increase to reflect increased labor rates.

Prior Contract Activities

EWEB Contract	Project Name (Description)	Board Approved Date	Project Duration (Start to Close)	Original Amount	Final Amount	Reason Code
22-043-IGA	Monitoring and Analytical Services for Source Water Protection	04/05/2022	1/1/2022-12/31/2022	\$294,000	\$294,000	
21-004-IGA	Monitoring and Analytical Services for Source Water Protection	02/02/2021	1/1/2021-12/31/2021	\$256,000	\$256,000	
20-056-IGA	Monitoring and Analytical Services for Source Water Protection	03/02/2020	1/1/2020-12/31/2020	\$175,000	\$175,000	

Reason Code: AM = Additional Materials, AW = Additional Work, EW= Emergency Work, SD = Staff Directed, UC = Unforeseen Conditions, Other

ACTION REQUESTED:

Management requests the Board approve the Joint Funding Agreement (JFA) with U.S. Department of the Interior, U.S. Geological Survey for water quality monitoring and analytical services for source water protection.

Approximately \$894,010 is planned for these goods or services over 5-years from the Water Quality and Source Protection budget, which is \$1.25 million for 2023. Approximately \$650,013 will be paid over 5-years from the Watershed Restoration budget, which is \$10.3 million for 2023. The remaining \$75,376 will be paid over 5-years from Generation's O&M budget. Variances will be managed within the budget process and Board policy.



MEMORANDUM

EUGENE WATER & ELECTRIC BOARD

Rely on us.

TO: Commissioners Brown, Carlson, Barofsky, McRae, and Schlossberg
FROM: Deborah Hart, Chief Financial Officer
DATE: December 22, 2022
SUBJECT: Supplemental Retirement Plan Committee
OBJECTIVE: Approval of Resolution No. 2301

Issue

EWEB maintains a Supplemental Retirement Plan (SRP) that requires the annual appointment of a committee to make certain decisions.

Background

The EWEB SRP was created in 1968 and closed to new participants in 1988. The objective of the plan is to provide a benefit on retirement which, together with the benefit from PERS, will provide 1.67% of the highest 36-month average salary for each year of service. Independent actuaries determine employer contributions. The plan currently has 11 participants or beneficiaries to whom payments are made. In 2022 EWEB funded \$108,000 in supplemental retirement benefits, \$108,000 in 2021, and \$101,000 in 2020. There have been no recent changes in the design or terms of the plan, and none are anticipated in the future.

Discussion

EWEB funds the plan on a “pay as you go” basis, and the SRP committee monitors and administers the plan. A contracted payroll service prepares monthly checks and tax documentation for plan participants. The terms of the plan include a cost of living adjustment (COLA) based upon the rate used by the Oregon PERS plan. The plan requires committee members to be appointed by the Board of Commissioners.

Recommendation

Management requests that the Board approve the appointment of Deborah Hart, Chief Financial Officer; Jeremy Whittlesey, Payroll Administrator; and Bridget Otto, Benefits Program Manager, to the Supplemental Retirement Committee.

Requested Board Action

Approval of Resolution No. 2301

**RESOLUTION NO. 2301
JANUARY 2023**

**EUGENE WATER & ELECTRIC BOARD
ANNUAL APPOINTMENT OF SUPPLEMENTAL RETIREMENT PLAN COMMITTEE**

WHEREAS, the Eugene Water & Electric Board maintains a Supplemental Retirement Plan in effect since January 1, 1968, which was last amended and restated in July 1988, with an objective to provide a benefit on retirement which supplements Oregon PERS benefits;

WHEREAS, the Supplemental Retirement Plan is a single-employer plan providing retirement, death and disability benefits to a closed group of EWEB retirees and their beneficiaries;

WHEREAS, a Trust was created in accordance with the Pension Trust Agreement effective May 16, 1975, for the benefit of funding the Supplemental Retirement Plan;

WHEREAS, funding of the plan since is provided by Board contributions, deposited to the existing trust account as needed to meet obligations to retirees, together with earnings on plan assets;

WHEREAS, the Supplemental Retirement Plan provides for annual appointment and reappointment by the Board of a Retirement Committee of three to seven members charged with the general administration of the Plan, subject to the consent and approval of the Board of Commissioners;

WHEREAS, Management recommends the Board appoint Deborah Hart (Chief Financial Officer), Bridget Otto (Benefits Program Manager), and Jeremy Whittlesey (EWEB Payroll Administrator), as EWEB personnel without rights in or to the Supplemental Retirement Plan funds, be appointed to the Retirement Committee;

NOW, THEREFORE, BE IT RESOLVED by the Eugene Water & Electric Board that:

The Board continues the Supplemental Retirement Plan without amendment, and hereby reappoints the Retirement Committee to be comprised of Deborah Hart, Bridget Otto, and Jeremy Whittlesey.

The Retirement Committee shall continue to administer the Supplemental Retirement Plan in accordance with its terms, and remain as trustee fulfilling applicable duties under the 1975 Pension Trust Agreement. The trust account may be maintained at a zero or minimal balance within the discretion of the Retirement Committee. Based upon the closed membership in the Supplemental Retirement Plan and the anticipated budget requirements to cover benefit payments in the future, the Board does not require the Supplemental Retirement Plan to be pre-funded. The Board will continue to fund the Supplemental Retirement Plan contributions as a budgetary item on a prospective basis.

Dated this 3rd day of January 2023.

THE CITY OF EUGENE, OREGON
Acting by and through the
Eugene Water & Electric Board

President

I, ANNE M. KAH, the duly appointed, qualified, and acting Assistant Secretary of the Eugene Water & Electric Board, do hereby certify that the above is a true and exact copy of the Resolution adopted by the Board at its January 3, 2023 Board Meeting.

Assistant Secretary



MEMORANDUM

EUGENE WATER & ELECTRIC BOARD

Rely on us.

TO: Commissioners Brown, Carlson, Barofsky, McRae, and Schlossberg
FROM: Kelly Hoell, Climate Policy Analyst; Frank Lawson, CEO & General Manager
DATE: December 28, 2022 (January 3, 2023, Board Meeting)
SUBJECT: Proposed Update to Board Policy SD15 Climate Change Policy
OBJECTIVE: Action – Approval of Resolution No. 2303

Issue

During Commissioners' annual board policy review in December 2022, a potential amendment to Board Policy SD15 Climate Change Policy was discussed.

Discussion

Management recommends making a change to EWEB's Climate Change Policy, SD15, in the section about EWEB Operations to change the baseline year for EWEB's internal GHG inventory from 2009 to 2010. The rest of the goal targets in this section would stay the same. The last sentence of this paragraph would read: "... EWEB plans to reduce our net Scope 1 and 2 GHG emissions from operations relative to ~~2009~~ 2010 levels by 25% by 2020, 50% by 2030, and achieve carbon neutrality from our operations by 2050."

This change is recommended to facilitate a consistent baseline year for future inventories with the City of Eugene and to ensure that electricity emissions factors as published by both Oregon Department of Environmental Quality and EPA are available for the baseline year.

EWEB's 2010 emissions were approximately 3% lower than its 2009 emissions. Since our goal in SD15 is based on a percent reduction from the baseline by the target year outlined, having a lower baseline year will result in achieving lower (more ambitious) emissions levels by our 2030 target date before getting to full carbon neutrality in 2050.

With the hire of the Climate Policy Analyst & Advisor, EWEB is currently undergoing an update to its internal GHG inventory process. The calculator used for the internal GHG inventory has been updated to the newest version and staff are undergoing a systematic evaluation of the emissions factors in use to ensure they are all in accordance with the best available science and protocols. EWEB will present the latest inventory results to the Board in March 2023. This will include minor adjustments to the historical emissions values reported in the past as a result of this updated process.

Recommendation/Requested Board Action

Management's recommendation is reflected in the amended Board Policy SD15 attached herein and presented for the Board's potential action on Consent Calendar B.

Attachments:

Board Policy SD15 Climate Change Policy as proposed – edit highlighted
Resolution No. 2303



Strategic Direction Policies (SD Policies)

SD15 Climate Change Policy
Effective Date January 4, 2022

The Board recognizes that climate change presents ongoing environmental, economic, and social risk to EWEB, our customers, community, and the world. Greenhouse gas (GHG) emissions from human activity are known to be the primary cause of climate change, with the energy, industrial, construction, agricultural and transportation sectors generally identified as the primary sources of greenhouse gas emissions in the United States.

The primary direct impacts to EWEB operations from climate change include changes in streamflow –quantity and timing– affecting hydroelectric generation, impacts to water quality and watershed health, increased risk of wildfires, changes in consumption patterns, and increasing threats from extreme weather events. The Board also recognizes that EWEB, as a water and electric utility, impacts our climate through electric generation resource choices, business practices, and the operation and maintenance of our assets, lands, buildings, and transportation fleet.

Consistent with EWEB’s Vision, Mission, and Values (SD1), the Board supports EWEB taking an active role in combating and mitigating the impacts of climate change, within the context of and while executing our strategy and ongoing operations.

Accordingly, the following *primary directives* are adopted,

- **POWER GENERATION:** The Board is committed to supporting a ***low-carbon electric power portfolio*** that maintains, on a planning basis, over 90% of annual energy from carbon-free resources and targets over 95% of annual energy from carbon-free resources by 2030 to the extent possible and practical without distinct adverse impacts to customer-owners. Using the Integrated Resource Plan (IRP) process including final adoption by resolution (GP7), the Board will work with the General Manager to establish the long-term (20-year) principles, priorities, approaches, definitions (including carbon-free, carbon intensity), measurements, and goals for the electric generation portfolio, demand response, conservation and energy efficiency, and customer impact limitations (including but not limited to reliability, cost, and equity) supporting this directive.
- **CLIMATE POLICY:** The Board authorizes, delegates, and directs the General Manager to participate in local, state, and regional efforts to encourage, develop and ***enact measures to minimize and/or mitigate GHG emissions*** that contribute to climate change. Consistent with Board Policy (GP13), prior to legislative sessions the Board develops and guides EWEB’s positions relative to legislation, including those related to climate and environmental policy supporting this directive.
- **EWEB OPERATIONS:** The Board further authorizes, delegates, and directs the General Manager to continue efforts to ***minimize and/or mitigate GHG emissions from EWEB’s operations*** that contribute to climate change. As initially established in 2010, EWEB adopted a goal to reduce the Scope 1 and 2



(direct GHG emissions and energy) greenhouse gas emissions associated with its operations and facility management activities. Accordingly, and as formally established by this directive, EWEB plans to reduce our net Scope 1 and 2 GHG emissions from operations relative to 2010 levels by 25% by 2020, 50% by 2030, and achieve carbon neutrality from our operations by 2050.

- **CUSTOMER DECARBONIZATION:** The Board further authorizes, delegates, and directs the General Manager to *assist customers with achieving their GHG emission reduction goals* through partnerships, technical assistance, resources, and programs that support, but are not limited to, energy efficiency, alternative fuels, electric and water conservation, electrification, and carbon offsets and sequestration. Long-term conservation, energy efficiency, and demand-response goals are established as part of the IRP process. Additional program objectives, incentives and budgets will be established annually, as applicable, and/or through revisions to the strategic plan.
- **IMPACTS ON EWEB:** Consistent with resiliency initiatives included in EWEB's approved strategic plan, the Board directs the General Manager to evaluate and enact measures, as necessary and appropriate, to prepare for and *minimize the effects of climate change that could impact EWEB's* water and electric supply and infrastructure, damaging EWEB's resiliency and reliability.

IMPLEMENTATION:

In support of the *primary directives* identified above, major decisions and actions, including those related to this policy, will be evaluated based on a triple-bottom-line methodology, including assessments of consistency with the organization's values, including safety, reliability, affordability, environmental stewardship, transparency, and equity.

The Board and General Manager will work together to develop annual goals, consistent with Board Policy BL4 and BL5, related to the *primary directives*, as applicable, including milestones and measurements, and reporting frequency.

So that EWEB's actions are visible to our community, at least annually EWEB will compile and report GHG emission reduction and/or mitigation activity, including a greenhouse gas inventory (Scope 1 and 2, along with Scope 3 where impactful, applicable, and practical), and will calculate and publish the carbon intensity of our energy portfolio. Definitions, GHG emission reduction and/or mitigation details (e.g., fuel mix, use of offsets, etc.) and carbon accounting methods will be published, consistent with industry standards and/or official reporting requirements where applicable.

Source: Steve Newcomb, Environmental Manager, Approved 09/18/07; Revised 07/10/18, Resolution No. 1820; Revised 01/04/22, Resolution No. 2204.

**RESOLUTION NO. 2303
JANUARY 2023**

**EUGENE WATER & ELECTRIC BOARD
RESOLUTION APPROVING REVISION TO BOARD POLICY
SD15 CLIMATE CHANGE POLICY**

WHEREAS the Eugene Water & Electric Board (EWEB) maintains a Board Policy Manual that contains governing policies for the Board of Commissioners; and

WHEREAS the Board of Commissioners periodically reviews said policies and identifies required modifications or amendments to those policies; and

WHEREAS the Board of Commissioners periodically determines that new policy is required to adequately document the work or intention of the Board with regard to governance, Board-staff linkage, strategic direction, or executive limitations; and

WHEREAS the Board of Commissioners has reviewed a modification to Board Policy SD15, Climate Change Policy and has determined that the modification is appropriate and necessary.

NOW, THEREFORE, BE IT RESOLVED the Eugene Water & Electric Board hereby approves the revision to Board Policy SD15 – Climate Change Policy.

DATED this 3rd day of January 2023.

THE CITY OF EUGENE, OREGON
Acting by and through the
Eugene Water & Electric Board

President

I, ANNE M. KAH the duly appointed, qualified, and acting Assistant Secretary of the Eugene Water & Electric Board, do hereby certify that the above is a true and exact copy of the Resolution adopted by the Board at its January 3, 2023 Regular Board Meeting.

Assistant Secretary



MEMORANDUM

EUGENE WATER & ELECTRIC BOARD

Rely on us.

TO: Commissioners Brown, Carlson, Barofsky, McRae and Schlossberg
FROM: Frank Lawson, General Manager; Anne Kah, Administrative Services Manager
DATE: December 28, 2022 (January 3, 2023, Regular Board Meeting)
SUBJECT: Proposed Update to Board Policy GP7 Board Parliamentary Procedures
OBJECTIVE: Action – Approval of Resolution No. 2304

Issue

During Commissioners' annual board policy review in December 2022, a potential amendment to Board Policy GP7 Board Parliamentary Procedures was discussed.

Background

According to [ORS 192.650](#), the governing body of a public body shall provide for the sound, video, or digital recording **or** the taking of written minutes of all its meetings.

Presently, written minutes and audio/video recordings are created for all public meetings.

According to Board Policy GP7 as currently written, the minutes will be a high-level summary to include Board members present, motions, proposals, resolutions, results of all votes, and the substance of all discussions undertaken by Commissioners, management, and other presenters including consultants and members of the public who address the Board.

Discussion

With the availability of meeting recordings, Management recommends action-based minutes to supplement the recordings. Action-based minutes provide a written record of what is done at the meeting, rather than an account of what is said. The proposed action-based minutes would include:

- Board members present,
- Names of individuals who provide public input, the subject of their testimony, and their position on the matter (i.e. First Name Last Name spoke in favor of "X"),
- Names of management and other presenters including consultants who address the Board,
- An account of all agenda items with the corresponding timestamp to simplify navigation of the recording,
- Reference to documents or presentations discussed at the meeting,
- Motions, proposals, resolutions, and orders proposed and their disposition,
- Results of all votes,
- Direction given by the Board, and
- Agreements made by the Board and General Manager

Notably, a high-level summary of the meeting discussion would not be included in the written minutes, however, if a special circumstance calls for an important statement outside the established requirements to be included in the minutes, Commissioners or the General Manager may specify that a statement is "for the record" and it will be reflected in the minutes.

Recommendation/Board Action

Management's recommendation is reflected in the amended Board Policy GP7 attached herein and presented for the Board's potential action on Consent Calendar B.

Attachments:

Board Policy GP7 Parliamentary Procedures – current version

Board Policy GP7 Parliamentary Procedures – proposed amendment tracked changes

Board Policy GP7 Parliamentary Procedures – proposed amendment clean copy

Resolution No. 2304



Governance Process Policies (GP Policies)

GP7 Board Parliamentary Procedures
Effective Date July 5, 2022

The Board shall conduct meetings in accordance with Board policies. If the Board is unable to resolve procedural issues, the Board shall use Robert’s Rules of Order. The following policies and procedures shall apply:

PRESIDENT’S ROLE: The president presides over all meetings of the Board. The President’s role shall be primarily procedural, and the president shall have no greater vote on substantive matters than other members. The president will also represent the Board as required within the community and coordinate among the Board as necessary in the conduct of Board functions.

VICE PRESIDENT’S ROLE: The Vice President’s role is to perform the duties and responsibilities of the president in their absence or as agreed upon by the Board.

GENERAL MANAGER - SECRETARY ROLE: The General Manager - Secretary reports to the Board as a whole and is responsible for implementing policies and directions established by the Board.

MEETING START TIMES: The regular meeting of the Board will be held at 5:30 p.m. on the first Tuesday of each month, unless that Tuesday falls on or generally conflicts with a national holiday, in which case the meeting may be on the next business day, on another Tuesday in that month, or on another day agreed upon by the board. If an additional regular meeting is required, the general preference will be to hold that meeting at 5:30 p.m. on the third Tuesday of the month. The Board President¹ and the General Manager - Secretary may reschedule these meetings, schedule additional meetings, or cancel any meeting of the Board by mutual agreement.

PUBLIC MEETINGS: Except as otherwise provided by law; all meetings of the Board shall be open to the public and all persons shall be permitted to attend. No quorum of the Board shall meet in private for the purposes of deciding or deliberating toward a decision on any matter; an executive session may be held only for those purposes allowed by law (ORS 192.610-690). All regular and special meetings of the Board shall be held whenever possible within the utility service district.

QUORUM: A quorum shall consist of a majority of members of the Board.

BOARD ACTIONS: In order to pass a resolution, motion, or other measure, an affirmative vote of a majority of the entire board is required.

VACANCY ON THE BOARD: Should a vacancy occur on the Board; the office of the General Manager shall administratively assist the Board with their pursuit of a qualified replacement. Public notification and an application process will commence as soon as possible. Applicants must meet residency requirements, and shall

¹ City Code 2.205



provide information including, but not limited to; occupational background (paid or unpaid), educational background, prior experience and qualifications that bring value to the EWEB Board, and professional references. All applications will be provided to the current Board members for consideration. Interviews may be conducted during a public meeting upon request by two or more current Commissioners.

A qualified elector shall be appointed by vote of the current Board members within 90 days. The appointment shall be made in accordance with all provisions of the EWEB bylaws, Eugene City Charter², and Eugene City Code³.

BOARD ATTENDANCE: In-person or virtual attendance at all regular meetings of the Board is required of Commissioners. Prior notification of absence should be given to the Board or the Secretary whenever possible. Consistent with City Code, the Board shall have the power to declare vacant the office of a member who shall absent themselves from three consecutive regular meetings without an excuse satisfactory to the Board⁴.

RECORD OF BOARD MEETINGS: With the exception of Executive Sessions, audio with video recordings of all Regular and Special Meetings of the Board, will be made and retained for at least 12 years, and/or a written record will be prepared, in the form of minutes. The minutes will be a high-level summary (not a full transcript) to include: members of the governing body present; motions, proposals, resolutions, results of all votes and substance of any discussion undertaken by Board members, management and other presenters including consultants and members of the public who address the Board.

Written minutes shall be reviewed and adopted by an affirmative vote of the Board, consistent with the Bylaws, and made available to the public.

MINUTE CORRECTIONS AND ADDITIONS:

Corrections: Individual Board members may make suggested corrections to the minutes of prior meetings if the proposed meeting minutes are factually incorrect in recording discussion or statements made at the meeting. The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested correction, a verbatim transcription of that portion of the recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested correction is accurate, the minutes will be corrected without use of a verbatim transcription.

If the minutes accurately reflect what was said, regardless of the accuracy of the statement itself, the minutes will not be corrected. In this instance, a Commissioner may ask that a clarifying statement be entered into the minutes of the current meeting.

Additions: A Commissioner may request that a point of discussion or statement made during the meeting covered by the minutes be entered into the minute's record. The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested statement or

² Eugene City Charter Section 24. Vacancies - Filling

³ Eugene City Code 2.968 Elections – Eugene Water & Electric Board - Composition

⁴ Eugene City Code 2.205 Eugene Water & Electric Board Meetings



fact, a verbatim transcription of that portion of the audio recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested inclusion is accurate, the minutes will be edited, and the additional information included without use of a verbatim transcription.

USE OF RESOLUTIONS FOR BOARD ACTIONS: Formal resolutions will be required when the Board takes actions of the following types:

- Rate increases or decreases;
- Approval of contracts for purchased power with a term of one year or more;
- Adoption of an Integrated Electric Resource Plan or update;
- Adoption of the Water Supply Plan or update;
- Adoption of a Water Master Plan or update;
- Adoption of Board Policies;
- Approval of the annual budget;
- Issuance of bonds or other debt instruments.
- Committees created and adopted by Board.
- Outside appointments adopted by the Board.
- Liaison appointments adopted by the Board.
- Advisory assignments adopted by the Board.

All other actions can be taken in accordance with the Bylaws using a simple motion and affirmative vote.

Source: Bylaws, Board Discussion, Board Approved 11/01/05; Revised 12/15/09, Resolution No. 0932; Revised as per bylaws 07/19/11, Resolution No. 1122; Revised 01/06/15, Resolution No. 1503; Revised 05/07/19, Resolution No. 1911; Revised 07/05/22, Resolution No. 2214.



Governance Process Policies (GP Policies)

GP7 Board Parliamentary Procedures
Effective Date ~~July 5, 2022~~ Proposed January 3, 2023

The Board shall conduct meetings in accordance with Board policies. If the Board is unable to resolve procedural issues, the Board shall use Robert's Rules of Order. The following policies and procedures shall apply:

PRESIDENT'S ROLE: The president presides over all meetings of the Board. The President's role shall be primarily procedural, and the president shall have no greater vote on substantive matters than other members. The president will also represent the Board as required within the community and coordinate among the Board as necessary in the conduct of Board functions.

VICE PRESIDENT'S ROLE: The Vice President's role is to perform the duties and responsibilities of the president in their absence or as agreed upon by the Board.

GENERAL MANAGER - SECRETARY ROLE: The General Manager - Secretary reports to the Board as a whole and is responsible for implementing policies and directions established by the Board.

MEETING START TIMES: The regular meeting of the Board will be held at 5:30 p.m. on the first Tuesday of each month, unless that Tuesday falls on or generally conflicts with a national holiday, in which case the meeting may be on the next business day, on another Tuesday in that month, or on another day agreed upon by the board. If an additional regular meeting is required, the general preference will be to hold that meeting at 5:30 p.m. on the third Tuesday of the month. The Board President¹ and the General Manager - Secretary may reschedule these meetings, schedule additional meetings, or cancel any meeting of the Board by mutual agreement.

PUBLIC MEETINGS: Except as otherwise provided by law; all meetings of the Board shall be open to the public and all persons shall be permitted to attend. No quorum of the Board shall meet in private for the purposes of deciding or deliberating toward a decision on any matter; an executive session may be held only for those purposes allowed by law (ORS 192.610-690). All regular and special meetings of the Board shall be held whenever possible within the utility service district.

QUORUM: A quorum shall consist of a majority of members of the Board.

BOARD ACTIONS: In order to pass a resolution, motion, or other measure, an affirmative vote of a majority of the entire board is required.

VACANCY ON THE BOARD: Should a vacancy occur on the Board; the office of the General Manager shall administratively assist the Board with their pursuit of a qualified replacement. Public notification and an application process will commence as soon as possible. Applicants must meet residency requirements, and shall

¹ City Code 2.205



provide information including, but not limited to; occupational background (paid or unpaid), educational background, prior experience and qualifications that bring value to the EWEB Board, and professional references. All applications will be provided to the current Board members for consideration. Interviews may be conducted during a public meeting upon request by two or more current Commissioners.

A qualified elector shall be appointed by vote of the current Board members within 90 days. The appointment shall be made in accordance with all provisions of the EWEB bylaws, Eugene City Charter², and Eugene City Code³.

BOARD ATTENDANCE: In-person or virtual attendance at all regular meetings of the Board is required of Commissioners. Prior notification of absence should be given to the Board or the Secretary whenever possible. Consistent with City Code, the Board shall have the power to declare vacant the office of a member who shall absent themselves from three consecutive regular meetings without an excuse satisfactory to the Board⁴.

RECORD OF BOARD MEETINGS: With the exception of Executive Sessions, audio with video recordings of all Regular and Special Meetings of the Board, will be made and retained for at least 12 years. ~~Additionally, and/or~~ a written record will be prepared, in the form of action-based minutes. The action-based minutes will ~~be a high-level summary (not a full transcript) to~~ include: members of the governing body present; names of individuals who provide written or spoken public testimony, the subject of their comments and their position on the matter; names of management and other presenters including consultants and who address the Board; an account of all agenda items with the corresponding timestamp; reference to documents or presentations discussed at the meeting, motions, proposals, resolutions, and orders proposed and their disposition; results of all votes; direction given by the Board; and agreements made by the Board and General Manager.

~~Should a special occasion call for additional statements to be recorded in the meeting minutes, a Board member or the General Manager may indicate that a statement is "for the record". substance of any discussion undertaken by Board members, management and other presenters including consultants and members of the public who address the Board.~~

Written minutes shall be reviewed and adopted by an affirmative vote of the Board, consistent with the Bylaws, and made available to the public.

MINUTE CORRECTIONS AND ADDITIONS:

Corrections: Individual Board members may make suggested corrections to the minutes of prior meetings if the proposed meeting minutes are factually incorrect ~~in recording discussion or statements made at the meeting.~~ The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested correction, a verbatim transcription of that portion of the recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested correction is accurate, the minutes will be corrected without use of a verbatim transcription.

² Eugene City Charter Section 24. Vacancies - Filling

³ Eugene City Code 2.968 Elections – Eugene Water & Electric Board - Composition

⁴ Eugene City Code 2.205 Eugene Water & Electric Board Meetings



If the minutes accurately reflect what was said, regardless of the accuracy of the statement itself, the minutes will not be corrected. In this instance, a Commissioner may ask that a clarifying statement be entered into the minutes of the current meeting.

Additions: If special a circumstance calls for an important statement to be recorded in the meeting minutes, a Commissioner may request that a point of discussion or statement made during the meeting covered by the minutes be entered into the minute's record. The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested statement or fact, a verbatim transcription of that portion of the audio recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested inclusion is accurate, the minutes will be edited, and the additional information included without use of a verbatim transcription.

USE OF RESOLUTIONS FOR BOARD ACTIONS: Formal resolutions will be required when the Board takes actions of the following types:

- Rate increases or decreases;
- Approval of contracts for purchased power with a term of one year or more;
- Adoption of an Integrated Electric Resource Plan or update;
- Adoption of the Water Supply Plan or update;
- Adoption of a Water Master Plan or update;
- Adoption of Board Policies;
- Approval of the annual budget;
- Issuance of bonds or other debt instruments.
- Committees created and adopted by Board.
- Outside appointments adopted by the Board.
- Liaison appointments adopted by the Board.
- Advisory assignments adopted by the Board.

All other actions can be taken in accordance with the Bylaws using a simple motion and affirmative vote.

Source: Bylaws, Board Discussion, Board Approved 11/01/05; Revised 12/15/09, Resolution No. 0932; Revised as per bylaws 07/19/11, Resolution No. 1122; Revised 01/06/15, Resolution No. 1503; Revised 05/07/19, Resolution No. 1911; Revised 07/05/22, Resolution No. 2214, Proposed 01/03/23, Resolution No. 2304.



Governance Process Policies (GP Policies)

GP7 Board Parliamentary Procedures
Effective Date Proposed January 3, 2023

The Board shall conduct meetings in accordance with Board policies. If the Board is unable to resolve procedural issues, the Board shall use Robert’s Rules of Order. The following policies and procedures shall apply:

PRESIDENT’S ROLE: The president presides over all meetings of the Board. The President’s role shall be primarily procedural, and the president shall have no greater vote on substantive matters than other members. The president will also represent the Board as required within the community and coordinate among the Board as necessary in the conduct of Board functions.

VICE PRESIDENT’S ROLE: The Vice President’s role is to perform the duties and responsibilities of the president in their absence or as agreed upon by the Board.

GENERAL MANAGER - SECRETARY ROLE: The General Manager - Secretary reports to the Board as a whole and is responsible for implementing policies and directions established by the Board.

MEETING START TIMES: The regular meeting of the Board will be held at 5:30 p.m. on the first Tuesday of each month, unless that Tuesday falls on or generally conflicts with a national holiday, in which case the meeting may be on the next business day, on another Tuesday in that month, or on another day agreed upon by the board. If an additional regular meeting is required, the general preference will be to hold that meeting at 5:30 p.m. on the third Tuesday of the month. The Board President¹ and the General Manager - Secretary may reschedule these meetings, schedule additional meetings, or cancel any meeting of the Board by mutual agreement.

PUBLIC MEETINGS: Except as otherwise provided by law; all meetings of the Board shall be open to the public and all persons shall be permitted to attend. No quorum of the Board shall meet in private for the purposes of deciding or deliberating toward a decision on any matter; an executive session may be held only for those purposes allowed by law (ORS 192.610-690). All regular and special meetings of the Board shall be held whenever possible within the utility service district.

QUORUM: A quorum shall consist of a majority of members of the Board.

BOARD ACTIONS: In order to pass a resolution, motion, or other measure, an affirmative vote of a majority of the entire board is required.

VACANCY ON THE BOARD: Should a vacancy occur on the Board; the office of the General Manager shall administratively assist the Board with their pursuit of a qualified replacement. Public notification and an application process will commence as soon as possible. Applicants must meet residency requirements, and shall

¹ City Code 2.205



provide information including, but not limited to; occupational background (paid or unpaid), educational background, prior experience and qualifications that bring value to the EWEB Board, and professional references. All applications will be provided to the current Board members for consideration. Interviews may be conducted during a public meeting upon request by two or more current Commissioners.

A qualified elector shall be appointed by vote of the current Board members within 90 days. The appointment shall be made in accordance with all provisions of the EWEB bylaws, Eugene City Charter², and Eugene City Code³.

BOARD ATTENDANCE: In-person or virtual attendance at all regular meetings of the Board is required of Commissioners. Prior notification of absence should be given to the Board or the Secretary whenever possible. Consistent with City Code, the Board shall have the power to declare vacant the office of a member who shall absent themselves from three consecutive regular meetings without an excuse satisfactory to the Board⁴.

RECORD OF BOARD MEETINGS: With the exception of Executive Sessions, audio with video recordings of all Regular and Special Meetings of the Board, will be made and retained for at least 12 years. Additionally, a written record will be prepared, in the form of action-based minutes. The action-based minutes will include: members of the governing body present; names of individuals who provide written or spoken public testimony, the subject of their comments and their position on the matter; names of management and other presenters including consultants and who address the Board; an account of all agenda items with the corresponding timestamp; reference to documents or presentations discussed at the meeting, motions, proposals, resolutions, and orders proposed and their disposition; results of all votes; direction given by the Board; and agreements made by the Board and General Manager.

Should a special occasion call for additional statements to be recorded in the meeting minutes, a Board member or the General Manager may indicate that a statement is “for the record”.

Written minutes shall be reviewed and adopted by an affirmative vote of the Board, consistent with the Bylaws, and made available to the public.

MINUTE CORRECTIONS AND ADDITIONS:

Corrections: Individual Board members may make suggested corrections to the minutes of prior meetings if the proposed meeting minutes are factually incorrect. The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested correction, a verbatim transcription of that portion of the recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested correction is accurate, the minutes will be corrected without use of a verbatim transcription.

² Eugene City Charter Section 24. Vacancies - Filling

³ Eugene City Code 2.968 Elections – Eugene Water & Electric Board - Composition

⁴ Eugene City Code 2.205 Eugene Water & Electric Board Meetings



If the minutes accurately reflect what was said, regardless of the accuracy of the statement itself, the minutes will not be corrected. In this instance, a Commissioner may ask that a clarifying statement be entered into the minutes of the current meeting.

Additions: If special a circumstance calls for an important statement to be recorded in the meeting minutes, a Commissioner may request that a point of discussion or statement made during the meeting covered by the minutes be entered into the minute's record. The meeting recording will be used to determine the appropriateness of the request. If there is disagreement as to the accuracy of the requested statement or fact, a verbatim transcription of that portion of the audio recording will be requested and used to determine the appropriateness of the request. If a majority of the Board agrees that the requested inclusion is accurate, the minutes will be edited, and the additional information included without use of a verbatim transcription.

USE OF RESOLUTIONS FOR BOARD ACTIONS: Formal resolutions will be required when the Board takes actions of the following types:

- Rate increases or decreases;
- Approval of contracts for purchased power with a term of one year or more;
- Adoption of an Integrated Electric Resource Plan or update;
- Adoption of the Water Supply Plan or update;
- Adoption of a Water Master Plan or update;
- Adoption of Board Policies;
- Approval of the annual budget;
- Issuance of bonds or other debt instruments.
- Committees created and adopted by Board.
- Outside appointments adopted by the Board.
- Liaison appointments adopted by the Board.
- Advisory assignments adopted by the Board.

All other actions can be taken in accordance with the Bylaws using a simple motion and affirmative vote.

Source: Bylaws, Board Discussion, Board Approved 11/01/05; Revised 12/15/09, Resolution No. 0932; Revised as per bylaws 07/19/11, Resolution No. 1122; Revised 01/06/15, Resolution No. 1503; Revised 05/07/19, Resolution No. 1911; Revised 07/05/22, Resolution No. 2214, Proposed 01/03/23, Resolution No. 2304.

**RESOLUTION NO. 2304
JANUARY 2023**

**EUGENE WATER & ELECTRIC BOARD
RESOLUTION APPROVING REVISION TO BOARD POLICY
GP7 BOARD PARLIAMENTARY PROCEDURES**

WHEREAS the Eugene Water & Electric Board (EWEB) maintains a Board Policy Manual that contains governing policies for the Board of Commissioners; and

WHEREAS the Board of Commissioners periodically reviews said policies and identifies required modifications or amendments to those policies; and

WHEREAS the Board of Commissioners periodically determines that new policy is required to adequately document the work or intention of the Board with regard to governance, Board-staff linkage, strategic direction, or executive limitations; and

WHEREAS the Board of Commissioners has reviewed a modification to Board Policy GP7, Board Parliamentary Procedures and has determined that the modification is appropriate and necessary.

NOW, THEREFORE, BE IT RESOLVED the Eugene Water & Electric Board hereby approves the revision to Board Policy GP7 – Board Parliamentary Procedures.

DATED this 3rd day of January 2023.

THE CITY OF EUGENE, OREGON
Acting by and through the
Eugene Water & Electric Board

President

I, ANNE M. KAH the duly appointed, qualified, and acting Assistant Secretary of the Eugene Water & Electric Board, do hereby certify that the above is a true and exact copy of the Resolution adopted by the Board at its January 3, 2023 Regular Board Meeting.

Assistant Secretary



MEMORANDUM

EUGENE WATER & ELECTRIC BOARD



TO: Commissioners Brown, Carlson, Barofsky, McRae, and Schlossberg
 FROM: Deborah Hart, Chief Financial Officer; Quentin Furrow, Purchasing & Warehouse Supervisor
 DATE: January 3, 2023
 SUBJECT: Board Appointed Consultants
 OBJECTIVE: Board Action - Ratification of Board Appointed Consultants

Issue

At the first Board meeting of the year, the Board is presented with the opportunity to appoint and ratify professional consultants that are retained by the Board outside the competitive selection process.

Background

Consultants are exempt from the competitive selection process when the Board appoints or retains the consultant. The Board Appointed Consultants independently advise and provide professional direction and assessments to the Board without regard to Management's position or interpretation. Consultants are selected based on technical knowledge, areas of expertise, and their historical knowledge and perspective of EWEB and its work.

BOARD CONSULTANTS REQUIRING RATIFICATION

Consultant	Service	Tenure	Last Contracted	2022 Spend (to date)	2021 Spend
Luvaas Cobb Eric DeFreest/ Primary	General Counsel	Since 2011 with Luvaas Cobb ¹	Contract 1 for Board (#2653), awarded May, 2018	\$350 Board Spend	\$4,053 Board Spend
			Contract 2 for Staff (#045-2017), awarded in Dec 2017	\$82,796 Staff Spend	\$114,097 Staff Spend
Harrang Long Gary Rudnick P.C.	Supplemental General Counsel	Since 1992	Contract 1 for Board (#20-026-PSC), awarded February 2020	\$0 Board Spend	\$0 Board Spend
			Contract 2 for HR Dept. (#030-2019), retained in 1992	\$80,488 Staff Spend	\$120,440 HR Staff Spend
Arnold Gallagher P.C.	Real Estate Legal Counsel	Since 2018	Direct Negotiation, 2018 (#2657), awarded October 2018	\$0 Board Spend	\$300 Board Spend

Additional contracts have been occasionally used by the Board, but they were awarded using a competitive process and with Board approval and do not require ratification.

Discussion

These contracts have had minimal usage in 2022. In December, the Board was requested to review the contracts and to provide performance feedback. The feedback suggested that continuing with these contracts is appropriate.

Recommendation and Requested Board Action

Management requests ratification of consultants Luvaas Cobb, Harrang Long Gary Rudnick P.C., and Arnold Gallagher P.C. as Board Appointed Consultants for 2023.

¹ Eric DeFrest provided General Counsel to EWEB at Calkins & Calkins prior to 2011 when the contract was assigned to Luvaas Cobb. Calkins & Calkins was retained by EWEB from the 1940's-2011.