



**OCEAN Special Board Meeting**  
**Teleconference**  
**Minutes**  
**Tuesday October 24, 2017 - 3:30PM**

**Attendance**

Jason Faucera-President  
 Jeremy Baker

Herb Winters  
 Cathy McQueeney

Janet Greenup  
 Bryan Vogt

Jason called the meeting to order at 3:33 PM.

**Items**

*CONNECT Contractor Selection* –Jason reviewed the recommendations of the CONNECT Contractor Selection Committee, which included Jason, Cathy, and Shawn Morford from Network of Oregon Watershed Councils. They felt there were three main deciding factors in their recommendation to the board to select the proposal from Lisa Mahon. Lisa was local to both Oregon and familiar with both CONNECT’s audience and past, her bid came in within OCEAN’s budget for a planner, and conferences in the past that Lisa has led have gone well. There was interest by the committee to see what a dedicated conference planning organization could do, and if the proposal had come from a local vendor it would have been much more competitive. Overall they would have felt comfortable with either contractor.

During the board’s discussions, Jeremy inquired about the possibility of further investigating Site Solutions’ proposal based on our available budget to see if they could offer a package that would fit OCEAN’s needs. Jason explained that extending the process longer would force the planning team to move forward without a conference planner for the first CONNECT Planning Team meeting October 31<sup>st</sup>. Jeremy also asked about Wallowa SWCD’s interest in contracting Lisa’s time through their District. Jason felt it was up to both Wallowa and Lisa Mahon to determine the nature of their arrangement.

Bryan asked whether it would be required that Lisa resign from the OCEAN Board in order for her to be offered the contract. Jason stated that he thought that was the cleanest option. *Janet motioned to select the proposal by Lisa Mahon as the winning CONNECT Conference Planner proposal. Cathy seconded the motion.* During the discussion of the motion, Jeremy asked about whether a condition should be included to ensure that Lisa must resign from the OCEAN Board before OCEAN would execute the contract. Janet disagreed whether that was necessary and wanted to defer the decision to ask Lisa to resign. Jason offered that the decision could be deferred until the contract was signed. *The vote was called and the motion failed 4-2. No votes – Jeremy, Bryan, Herb, and Jason, Yes votes – Janet and Cathy. Bryan motioned to select the proposal by Lisa Mahon as the winning CONNECT Conference Planner proposal with the condition that prior to OCEAN signing the contract that Lisa must resign her position on the OCEAN board.* During discussion of this motion, Bryan stated that adding this provision of Lisa’s separation from the board maintains transparency in the overall contracting process, especially to Site Solutions as the only other respondent to the RFP. Otherwise there may be the perception of bias or favoritism in Lisa’s selection as the contractor. *Motion passed unanimously.*

*Terms and Contract Approval/Authorization to Sign Contract* – Jason reviewed the contract terms proposed by Lisa Mahon in her proposal which is as follows:

“Enclosed are services provided, references and a resume per your request. Services will be provided at a flat fee of \$14,000, paid 50% upfront, 25% two weeks prior to the Conference, and 25% at completion of the contract. A flat fee is preferred and can ensure there are no unexpected expenses. If hourly rate is desired, services will be provided at a rate of \$35 per hour, invoiced and paid monthly until the project is complete. Contract terms are negotiable.”

Jason suggested that the board choose between the options as proposed. Bryan and Jeremy felt the 50% upfront payment proposed too large a risk should either party find they are dissatisfied. *Bryan motioned to pay Lisa Mahon 10-25% on signing the contract with the remaining work invoiced monthly, with a total contract amount not to exceed \$15,000. Herb seconded the motion.* During discussion Jason asked the board if they would authorize him to present the contract terms and sign on their behalf. The board insisted that if the terms were different than those proposed that the matter be brought back to the board for approval. *Bryan amended the motion on the floor to pay Lisa Mahon 10-25% on signing the contract with the remaining work invoiced monthly, with a total contract amount not to exceed \$15,000, and with the board authorizing President Faucera to present and sign the agreement on their behalf. Herb seconded the amended motion. Motion passed unanimously.*

*Approval of Annual Website Expenditures*-Jason asked the board to reimburse him for web expenses not to exceed \$75 for SSL certificate and Static IP services. *Bryan motioned to authorize reimbursement of web expenditures not to exceed \$75. Jeremy seconded the motion. Motion passed unanimously.*

*Conference Branding Draft*-Jason presented a branded design for CONNECT 2018 for the board's feedback. The board offered support for its use and felt it represented the both OCEAN and the Partnership well.

*OCEAN Officer Selection*-Tabled until a later date.

*Next Board Meeting* - Thursday, November 9<sup>th</sup> at 2:30.

The meeting was adjourned at 4:28 PM.

*Respectfully Submitted by Jason Faucera*