

Policy & Procedures Committee Meeting - minutes

Date: Monday, July 12, 2021

Time: 9:00 am

Location: Zoom meeting

Members attending: John Eckis, Johnny Sapp, Dawn Vogland, Kitty O'Keefe and Josh Thomas

Minutes

1. Announcements and Introductions
 - a. Announcements and Guest sign-in –
 - i) John called the meeting to order at 9:05am
 - b. Review/approve and/or amend minutes –
 - i) After review and discussion, a motion was made by Johnny and 2nd by Dawn. Kitty to post on the OUNC website.
 - c. Chair – Statement:
 - i) John welcomed members.

2. Old Business –
 - a. Discuss and review meeting minutes from 12.11.19
(See Attachment #1)
 - i) Johnny reminded members we need to keep the highlighted line items action items. Some committee's might change.

 - b. Continue discussion of Board Resolution 01-13-21-02
 - i) (See Attachment #2) Josh provided links regarding the OUNC's ability to require entities to pay for finance charges.
 - ii) Discussion followed:
 - iii) Unreachable member; Josh will follow up and contact Scott Gallegos.
 - iv) Members agreed with the 3 to 4 we get a year and the time spent and cost; we need to get something in the Policy & Procedures Manual. Protect the Call Center. Falls back on the OUNC.

3. New Business –
 - a. New Employee policies
 - i) DAS has links for general ethics/code of conduct/protocols.
(See Attachment #3) Ryan Sandhu provided.
 - ii) Josh will provide examples for remote working, travel and reimbursement.
 - iii) Kitty to email Josh current P&P Manual. Josh will create a Google Doc format so members can see edits and add as well.

 - b. Discuss mobile communication; budget cost
 - i) For employee's at \$60 allowance was proposed

- ii) Johnny shared as a state agency we may consider a 2nd work phone.
 - iii) John E. asked to take to the board. Consider inflation and each year re-evaluate.
4. For the Good of the Order -
- i) Johnny reminded members to keep active and address what's in the 12/11/19 minutes.
5. Next Meeting –
- i) August 2, 2021 at 9am. Kitty to schedule a Zoom meeting and email a Google Calendar invite to members

Motion to adjourn was made by Johnny and 2nd by Dawn. Meeting adjourned at 10:03am

Minutes submitted by Kitty O'Keefe on July 16, 2021

DRAFT Policy & Procedure Committee Meeting Minutes
Wednesday, December 11, 2019
(minutes approved: ___/___/___)

Members in attendance:

____ Johnny Sapp _____ Joyce Nelson _____ Scott Gallegos ____
____ Kitty Davis _____ Phil Boyle _____ Ryan Sandahu ____

Called to order at ___ 8:05am _____

Approved Sept 5 2019 P&P Committee Meeting minutes.

Yellow highlighted issues are Action Items.

OLD BUSINESS:

- 1) **REVIEW: DISCUSS ENFORCEMENTS- STATEMENT OF PURPOSE;** do we backtrack on the current P&P manual and insert this new/updated Statement of Purpose? (copy attached) **Enforcement Comm no longer exists; will update future P&P Manuals accordingly (include the Damage Reporting Comm.).**
- 2) **Discussed the Bylaws**, reviewed DOJ comments and came to agreement on proposed wording to present to December BOD. **Presented updated Bylaws with DOJ comments to BOD on 12/11/19, worked with BOD on agreed wording changes- notes/changes from BOD meeting:**
 - a) **Article I, #2** agreed/approved DOJ comment to add “within the State of Oregon”.
 - b) **Article 2, #2** approved DOJ changes as written. **Will add details described in comment (jlm1) to P&P Manual (e.g. info required to be in the notification and posted to Oregon Transparency website).**
 - c) **Same section, last paragraph** about members that miss BOD meetings. Agreed to leave as updated by DOJ.
 - d) **Article II, section 5**, BOD discussion on whether to leave ORS reference in Bylaws or not and leaving as written. Agreed to change wording to “*A Board member shall declare an actual conflict of interest or potential conflict of interest and abstain from participating in discussion, debate, or voting on those topics.*” **Details and/or allowance of voting to meet quorum issues can be added to the P&P Manual at a later time, if needed.**
 - e) **Article III**, BOD discussed and agreed to change wording to “*...such deposits must be with a financial institution of high credit quality.*” **Details as described in comment (jlm4) could be added to P&P manual at a later time, if needed.**
- 3) Discussed NOA of 7/24/19. Updated 1.9.2 and added 1.9.3, “clothing allowance”. *****still need to determine the correct amount before finalizing P&P Manual. John Sapp still needs to update Draft P&P Manual on correct amount.**

NEW BUSINESS:

None.

NOA (Not On Agenda):

None.

TABLED (to be discussed at a later date, not addressed at the 12/11/19 meeting):

- 1) Discussed Records Management (5.1), updated/refined; consider basing it on OAR 166-350-0005 through 166-350-0010.
 - a) (from 2.a of minutes for 10/3/18) Ensure access to files/copies of the By-laws. *got copies, will ensure that the Bylaws are addressed in the P&P Manual;*
 - i) *John S. is still reviewing but has concerns about possible differences between the original By-laws and sections 1.2 through 1.6 ("Bylaws I through V); discussed at October BOD mtg; also discussed whether the Bylaws should even be in the P&P Manual OR should it be attached as an appendix and only referenced in the P&P Manual. The current P&P Committee believes it should only be referenced in the P&P Manual-*
 - ii) *The concern is around Sect 1.6 (60% majority vote to adopt/modify bylaws).*
 - iii) *Are the Bylaws up-to-date? There are references to 1997... in my opinion it needs to be updated, but not a P&P Committee issue to resolve; discussed at October BOD mtg; BOD asked P&P comm. to pursue recommendations for changes/updates and consider removal of outdated references- i.e. present a DRAFT. As of 5/7/19, this still needs to be resolved.*
 - b) *(c) Bylaws- is under discussion- consider putting approved bylaws in P&P Meeting Minutes???, (d) under review.*
- 2) Org chart has been updated for new Draft, but wait until changes take affect from "strategy" discussions. TABLED on 10/3/2018.
- 3) Discussed: Consider moving the section "Policy for Adding or Removing Seats on the Oregon Utility Notification Center Board of Directors (currently section 1.11) to 1.3.7 (or 1.8, Stakeholders); take into consideration that 1.3 is loosely based on Bylaws Article II, is this the appropriate location for 1.11?
 - a. Remember this is a request to the Governor (positions are appointed by the Governor).
 - b. as of 10/10/18-TABLED, delayed discussion for a later date.
- 4) Discussed and TABLED: *Does the P&P Committee need to address how the Board deals with Facility Operators that are no longer locating their utilities? For example, where a facility operator has gone out of business or is not responsive in some way*
 - a) *Involve the local UCC?*
 - b) *Write-off the "debt"...*
 - c) *Who's going to locate?*
 - d) *Who's the "new" owner?*

- e) *Maintaining records, maps, drawings, etc? Where's the line?*
 - f) *Who's responsible for these?*
 - g) the committee agreed to address this by adding a section to 3.5, namely 3.5.4 and address "due diligence". **TABLED FOR LATER DISCUSSION, CONSIDER ADDING TO A NEW SECTION (6), consider a sub/ad-hoc committee**
- 5) Consider adding a Section 6.0 to the P&P manual for Miscellaneous **Operational** (Acknowledgement becomes 7.0).
- a) business, misc, operations, call-center operations, coordination, etc.
 - b) **Tariff rates, *how determined/calculated?***
 - c) Abandoned business/utilities/facilities/unknown/out-of-business (#7 of old business- above)
 - d) changing OAR's, steps in the process, get a list from Micah when the current changes have been completed (e.g. steps for making changes to the Rules).
 - e) Worth considering, but need time to address; TABLED on 10/3/2018. **NOTE from P&P Comm Mtg, 5-7-19, add a note to 1.16 to "add addendum "A" as a guide for BOD/Committees to make changes to OARs.**
- 6) is authority granted to board adequately addressed in P&P Manual?
- a) do these rules/laws need to be reviewed?
 - b) How is it addressed in the P&P?
 - c) How is it documented?
 - d) questions? DOJ?
 - e) NOTES:
 - i) ORS=laws passed; OAR=guidance, rules-policy/procedures.
 - ii) Consider adding a section 6 to address these other "miscellaneous" issues.
 - iii) **THIS SECTION OF THE MINUTES (#3.b) TABLED FOR FURTHER REVIEW**

Motion to adjourn by: Joyce second: Phil

ADJOURN AT 8:45am

Good morning all,

For discussion in our meeting this morning, here is what I found regarding our ability to require entities to pay for our finance charges.

ORS 293.462 (https://oregon.public.law/statutes/ors_293.462) commits state agencies to pay overdue charges incurred by the respective agencies after 45 days. It does not expressly permit an agency the ability to make another entity cover our liability, but it does not exclude it. This is essentially just saying that the State of Oregon will pay delinquent fees just like any other business or individual would.

I think what we're looking for is in the Oregon Accounting Manual (<https://www.oregon.gov/das/Financial/Acctng/Documents/35.30.20.pdf>). It indicates that the state agency must notify the customer before the state agency may charge for interest. As I read it, we must notify the entity with an invoice including a statement indicating that it is to recover penalty, interest, or other charges relating to late payments, returned checks, collection actions, etc. For example, "Failure to make payment in full by the due date has resulted in additional costs associated with penalties, fees, and interest as authorized by law."

This entire chapter on accounts receivable management is also available at <https://www.oregon.gov/das/Financial/Acctng/Documents/35%20Accounts%20Receivable%20Management%20search.pdf>.

Thanks,
Josh

Josh Thomas

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Kitty/John,

In October 2020, the Board adopted two DAS policies... Here is part of the notes from the attached Board meeting minutes:

Ryan also made a motion to adopt, by reference, the Oregon Department of Administrative Services Discrimination and Harassment Free Workplace Policy, policy #50.010.01 and Family and Medical Leave Policy, policy #60.000.15 including future updates to the policies made by DAS. **Vote record 10-14-20-08**. After discussion it was noted that these policies would be placed into the OUNC Policy and Procedures Manual.

Here are the actual links to the DAS website:

1. First policy is the Discrimination and Harassment Free Workplace Policy <https://www.oregon.gov/das/Policies/50-010-01.pdf>
2. Second policy is the FMLA_OFLA Policy <https://www.oregon.gov/das/Policies/60-000-15.pdf>

The two policies above are those that the OUNC as an employer is required to have officially adopted by the Board, per OUNC conversations with DOJ (Sylvia Van Dyke). When we discussed with DOJ other policies that we should consider adopting, Sylvia's suggestion was that it should be based on the size of the employer and need to establish written policy. For example, with one employee, at a high level, the OUNC may not need to have a written policy for every topic that an employer like ODOT or another large company with 100s or 1000s of employees might need. The OUNC has a fair amount of flexibility to write or adopt policies as needed. I think this is an area where Josh can help with considerably. As he comes across questions, he can keep notes to discuss with Policy and Procedures Committee regarding when an answer to a question or topic should be documented in the P&P manual.

For the OUNC going forward, I think it is prudent to write down or create a policy related to the executive director's authority to spend budgeted funds (if he will be authorized to do so). Basically, anything with money might be wise to write down so it's clear for the employee, the current Board and future Board members.

For reference here is a link to other DAS policies:

[State of Oregon: Department of Administrative Services - HR policies](#)

I think those are a few thoughts for now...

Ryan Sandhu, PE | Board Member
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