

COMMISSIONERS' PROCEEDINGS

Regular Meeting Adams County Public Services Building, Othello

June 14, 2007

(Reconvene from Wednesday, June 13, 2007))

Call to Order @ 12:11 p.m.

Present:

Chairman Roger L. Hartwig
Vice-Chairman Jeffrey W. Stevens
Commissioner Rudy Plager

Commissioner Plager introduced Carol Miller as the county's second appointee to the Adams County Development Corporation.

Commissioner Plager moved, Stevens seconded, to *appoint Carol Miller, Othello, to represent Adams County in the "business" category on the Adams County Development Corporation.* **Motion carried.**

Recess @ 12:14 p.m.

Reconvene @ 12:25 p.m.

Adams County Development Corporation

Moderator Stephen McFadden convened the meeting of the Adams County Development Corporation.

Directors Present:

Port of Othello – Sam Garza, Larry McCourtie
Town of Hatton – Jim Van Patten, Ken Johnson
Town of Washtucna – Lloyd Stoess
Town of Lind – Larry Koch, Blake Bennett
City of Ritzville – Stephen McFadden
City of Othello – Ehman Sheldon
Adams County – Roger L. Hartwig, Carol Miller

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Directors Absent:

Town of Washtucna – Mike McKenzie
City of Ritzville – Linda Kadlec
City of Othello – Leonard Lyon

Additional Present:

Commissioner Jeffrey W. Stevens
Commissioner Rudy Plager
County Staff – Todd O'Brien, Bill Johns, Roger Krug

Dues

There was a brief review of past discussion of dues and how they will be determined. This matter will be handled by the Board of Directors during one of the first official meetings.

Article IV, Section 1 - General Powers (Unexcused Absences)

Article IV, Section 10 - Quorum

There was group discussion of the number of Directors that should constitute a quorum and of the number of unexcused absences before termination on the Board. Emphasis was placed on 'viability' and 'purpose' of the group and the need for 'active participation'. Ehman Sheldon moved, Roger Hartwig seconded, to *establish a two-thirds majority of the total number of voting Directors to constitute a quorum; and, to establish three (3) unexcused absences in any twelve month period as the criteria for automatic termination of membership on the Board.* **Motion carried.**

Moderator McFadden noted that each Board of Director member would be required to sign a 'Commitment Acceptance' document in the near future; and, that there is no monetary compensation for directors. Reimbursement of mileage expenses will be discussed and any action taken at a later meeting.

Article V, Section 10 was reviewed. Article VII through Article XII were noted with no additional discussion or comments following on those sections.

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The timeline was reviewed with a note that the ADO designation is pending and that CTED was aware, and had agreed, to a delay in the designation to facilitate the formation of a new organization. Actions taken during the May 31 meeting adopting the name of the corporation, mission statement and slogan were reiterated.

Director Positions

Moderator McFadden noted that seven (7) positions still need to be filled prior to completion of the corporation documents since all directors will be required to sign the document. Names of potential members were submitted.

Ehman Sheldon moved, Roger Hartwig seconded, to *approve the following individuals to serve on the Board of Directors for the Adams County Development Corporation:*

Oscar Garza, Dale Wyman, Sandy Hansberry, and Amy Wills.

Motion carried.

Commissioner Stevens moved, Commissioner Plager seconded, to *affirm and ratify the following to serve as Directors of the Adams County Development Corporation: Oscar Garza, Dale Wyman, Sandy Hansberry, and Amy Wills.* **Motion carried.**

Additional business members will be contacted in order for the final three (3) positions to be filled by the next scheduled meeting date – June 28, 2007.

Meeting Schedule

The Directors discussed meeting day and time in order to facilitate participation by all the members.

Ehman Sheldon moved, Carol Miller seconded, to *establish the second Thursday of each month at 5:00 p.m. as the meeting day/ time for the Adams County Development Corporation.* **Motion carried.**

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By consensus the Directors agreed to rotate the meetings between Ritzville and Othello.

Executive Officers

The Directors **by consensus agreed** to delay selection of the executive committee until June 28 when a full board is anticipated.

Corporation Expenses

The Board of Adams County Commissioners confirmed County commitment to cover expenses associated with the formation of the Adams County Development Corporation (legal expenses, state expenses, corporate seal, etc.)

Article IV, Section 5 - Executive Committee

Input and discussion from the Board on the Executive Committee make up and the number of the additional directors to be appointed – one by Chairman and one by Board of Directors. Sam Garza moved, Ehman Sheldon seconded, to *remove the position for the one additional director to be determined by the Board of Directors.* **Motion carried.**

Article IV, Section 7 - Regular Meetings

Group **consensus agreed** to leave the that section as drafted so as to allow for some flexibility in setting meetings in the future without requiring official by-law action.

By-Laws

Lloyd Stoess moved, Ehman Sheldon seconded, to ***approve the By-Laws of the Adams County Development Corporation as modified.*** **Motion carried.**

Other Items

A copy of the CTED requirements will be sent to all Directors by Analyst Krug. Commissioner Plager will request a CTED representative to be present at the June 28, 2007, meeting. Ehman Sheldon requested some articles in the newspaper to keep the community informed as to the progress of the group. Minutes of this meeting will be sent as requested,

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but it was noted that minutes of the Board of County Commissioners are available on the County's web page.

Next Meeting of Adams County Development Corporation

Thursday, June 28, 2007

Public Works Conference Room, Ritzville

Preliminary Agenda: CTED representative available, Selection of Executive Committee, Review of Articles of Incorporation, Appointment of three (3) remaining Directors

Adjournment of Adams County Development Corporation @ 1:15 p.m. by motion from Sam Garza, second by Ehman Sheldon.

Adjournment of Board of County Commissioners @ 1:15 p.m.

Submitted:

Linda Reimer, MMC
Clerk of the Board

Edited and Approved:

BOARD OF COUNTY COMMISSIONERS
ADAMS COUNTY, WASHINGTON

Roger L. Hartwig, Chairman

Jeffrey W. Stevens, Vice-Chairman

Rudy Plager, Commissioner