

MINUTES

1. Call to Order: Neal Lucht called the online Board Meeting via Google Meet to order at 7:06 pm.

1.1 Roll Call:

Board of Directors (BOD):

Neal Lucht, Board President Chair (NL)

Paula Beck, Board Vice-President Chair (PB), call dropped 7:35 pm, re-joined 8:30 pm

Teresa Steinbock, Board Treasurer (TS), joined 7:35 pm

Rick Gano, Board Secretary (RG)

Staff:

Melissa Georgesen, Aquatic Director (MG)

Jennifer Swink, Recording Secretary (JS)

Absent:

Claire Ferlan, Board Member (CF)

2. Consent Agenda

2.1 Approval of the Minutes: The Board Minutes were included in the Board Packet, which was emailed the Friday prior to the Board Meeting. RG moved to approve the June 23, 2020 Board Minutes as presented. PB seconded. Motion carried, unanimously, 3-0.

2.2 Approval of the Budget Committee Hearing Minutes: The Budget Committee Hearing Minutes were included in the Board Packet, which was emailed the Friday prior to the Board Meeting. RG moved to approve the June 23, 2020 Budget Committee Meeting Minutes as presented. PB seconded. Motion carried, unanimously, 3-0.

3. Public Comments:

3.1 None

4. Committee Reports and Updates

4.1 Elections of Board Member Officers: RG moved to postpone the Board Member Officer elections to be held at the regular Board Meeting July 28, 2020. PB seconded. Motion carried, unanimously, 3-0.

4.2 Appoint of Board Secretary and Treasurer Officers: RG moved to postpone appointing the Board Secretary and Treasurer officers to the regular Board Meeting July 28, 2020. PB seconded. Motion carried, unanimously, 3-0.

4.3 Re-establish Board Committees and their duties: RG moved to postpone re-establishing the Board Committees and their duties to the regular Board Meeting July 28, 2020. PB seconded. Motion carried, unanimously, 3-0.

4.4 2017-2018 Audit Update: The BOD picked up their hardcopy of the Management Letter for the year ended June 30, 2018, which was emailed and included in the Google Drive file prior to the Board Meeting. MG read out loud the Management Letter and reviewed the deficiencies that were addressed and the corrective actions. MG was not able to create the Corrective Action form prior to the Board Meeting and will follow up with the Board after the meeting. The Corrective Action form will then be submitted to the Secretary of State. Debbie, the bookkeeper, has already made corrections for the deficiency in internal control which was considered a material weakness. In 2017-

2018, Ilene was the bookkeeper, then Twila. We now have Debbie and she is helping with moving forward with the GL entry report. Other significant deficiencies were:

- a) Bank Statements need to be reviewed by a BOD: moving forward MG gets the bank statement, Debbie reconciles the bank statement, BOD looks and signs the bank statement.
- b) There was no capital asset register: PB said MAD didn't own any capital assets at the time. MG looking back said she should have had PB and CF with the first audit since they were the ones handling those transactions.
- c) The employee file for the Director unavailable or missing: this is now stored at the pool.

MG continued reading over the Best Practice:

- a) Quickbooks
- b) Segregation: BOD can review MG's work at anytime
- c) Disbursement Form: MG corrected
- d) Payroll: 2020-2021 will be paperless payroll with computer and app log-ins, which includes a signature piece. The employee will review and click approve, then MG will review and approve.
- e) District Insurance: MAD needs fidelity insurance for employee honesty. MAD has insurance. PG said it was difficult to get the SDIS policy when brand new.
- f) IT Control: MG corrected for the next audit.
- g) Bid/Quote Threshold: NL stated a quote is when someone comes out to look at a project and an RFP (request for proposal) would be a bid. NL wondered if MAD's attorney needs to look at the ORS Chapter 279, stating municipalities' threshold of \$10,000. MG said MAD has a very clear policy. JS to research policy for proper wording.

MAD Accounting Procedures and Policies, Consultants and Contractors, Cost Analysis: To insure that the consultant and/or contractor costs and fees are reasonable, the Board shall review all bids and comparative analyses.

MAD Accounting Procedures and Policies, Consultants and Contractors, Expenditures and Allow ability of Costs:

- i. All expenses are subject to the District Public Contracting Rules. For small procurements under \$50,000, the Aquatic Director shall make a reasonable effort to make cost comparisons in order to ensure the best value for the District. Comparisons are obtained in one or more of the following ways – estimates, quotes, bids, catalog or internet pricing, or store to store comparisons.
- ii. A minimum of three quotes or bids shall be obtained for procurements larger than \$50,000.

The timing from the first audit to the second audit was very quick. The auditors are now working on 2018-2019. Debbie has been working on cleaning up Quickbooks since March 2020.

5. Upcoming Meeting

5.1 MAD Annual Retreat: No idea with COVID year. MG told the BOD the annual MAD retreat is usually held in October. She asked if CF, RG or anyone else will be traveling out of town. Last year the retreat was held at Molalla Communication Company (MCC). Currently Clackamas County is still in Phase I. MG said we can still plan the agenda items. For agenda items she suggested strategic planning, capital improvements, COVID and next pandemic. PB would like to do something for an annual retreat, not a regular meeting. NL agreed. MG asked the BOD for any ideas. MG will have the results from the Oregon Energy Trust, who came to look at everything and will provide a report on their findings along with recommendations and costs for upgrade versus maintaining.

5.2 Next month's Board Meeting falls on July 28, 7:00 pm via Google Meet. MG reminded the BOD to be ready for the officer elections and appointments.

6. Good of the District

- 6.1 No new report on COVID. MAD is on a holding pattern. Clackamas County is stuck on Phase I with new restrictions from the Governor on crowd gatherings. Clackamas County Commissioners are not ready to apply for Phase II. There is one Clackamas County Commissioner that formally applied to have Clackamas County separated from Multnomah and Washington counties. There is a second waive for the Cares Act, which MG submitted a request to receive reimbursement. MG also requested money to cover her payroll for the time she is spending on COVID. MG is continuing to watch, listen and communicate. TS shared that the Newberg pool is now open and asked if MAC will follow the same guidelines as Newberg, once MAC is able to open. MG said it depends. MAC may copy some policies like no showers. When they open, Canby will limit their hours. MG said Silverton's pool in Marion County is open. You have to reserve a time to use their pool. Every county is open except us. Woodburn is not open, either. MG reminded the BOD she will need two weeks minimum to train the staff in a mask before opening the pool. MG will provide a list to the BOD of programs MAC plans to offer prior to opening.
7. **Adjournment** - PB was able to re-join the meeting. RG moved to adjourn the meeting at 8:23 p.m. TS seconded. Motion carried, unanimously, 4-0.

RESPECTFULLY SUBMITTED:

Jennifer Swink
Recording Secretary

Rick Gano
Board Secretary