

Blue Mountain Translator District¹

Board of Directors **Regular Meeting Hearing Provisional** **Minutes** **October 2, 2018**

<p>1. Call to Order, President Pro-Tem Election, and Roll Call Vote</p>	<p>President Wallender called the meeting to order at 5:37 PM. The meeting was held at the nearest practical location, the Misener Room in the Daniel Chapin Building at 1001 4th Street in La Grande, Oregon.</p> <p>Directors: President Tim Wallender, Director April Simpson, Director Christina Wood.</p> <p>Staff: Secretary/Treasurer Alex McHaddad.</p> <p>Members of the Public: Mr. Scott Butner, Mr. Jeff Crews, Ms. Ava Simpson.</p>
<p>2. Declaration of Conflict of Interest</p>	<p>Secretary/Treasurer McHaddad informed the Board of a potential conflict of interest as a new customer of a tenant negotiating a contract listed on Item 6.b.</p> <p>The Board of Directors did not take any action following this declaration.</p>
<p>3.a. Director Report</p>	<p>President Wallender announced that he had arranged for a KGW receive antenna to be installed the coming weekend on Beaver Mountain. He thanked Directors for their efforts.</p>
<p>3.b. Staff Report</p>	<p>The Secretary/Treasurer expressed that he had no new information beyond the contents of progress reports emailed weekly to the Directors. He continues to physically inspect properties entirely surrounded by the District, which will be discussed later on the agenda.</p>
<p>4.a. Approval of Minutes</p>	<p>Director Simpson moved to approve the minutes for the September 11, 201 meeting, second by President Wallender.</p>

Blue Mountain Translator District²

	<p>Motion to approve the minutes for the September 11, 18 meeting.</p> <p>Aye: President Wallender, Director Simpson, Director Wood.</p> <p>Nay: N/A.</p> <p>Abstain: N/A.</p> <p>Minutes for the September 11, 2018 meeting approved.</p> <p><i>Minutes for the September 11, 2018 meeting are available online at</i></p> <p>http://www.bmtd.org/public-notice/</p>
5.a. Safety	<p>President Wallender asked if the Secretary/Treasurer had maintained a safe workplace environment since the last meeting. Secretary/Treasurer McHaddad confirmed that he had maintained a safe workplace environment since the last meeting.</p>
5.b. Contract Reviews	<p>Mr. Jeff Crews asked if multiple contracts were under consideration, and Secretary/Treasurer McHaddad confirmed that one other contract was under consideration.</p> <p>Secretary/Treasurer McHaddad reviewed points of discussion on the contract, including the maintenance of backup generators, landlord approval for site modifications, and the delivery of power rather than provision of power. Mr. Crews noted that OPB already provides a backup generator, and added that a provision regarding landlord approval of equipment modifications had been misinterpreted. President Wallender expressed that EONI equipment changes should be made known to the District to prevent interference, and Secretary/Treasurer McHaddad clarified that the contract already clarified that the contract separately mandates that EONI's operations may not result in interference. Directors discussed the details of equipment that</p>

Blue Mountain Translator District³

need to be provided every year with Mr. Crews, who noted that EONI equipment on the site is clearly labeled. President Wallender asked that equipment be clarified for the benefit of the District's contract technician. Mr. Crews recalled that his firm had worked with the District's technician.

Mr. Crews informed that they had installed cameras on the site.

Mr. Crews produce copies of the agreement that we and President Wallender could sign.

Director Wood moved to approve the Tower Site Lease Agreement with Eastern Oregon Net, Inc. second by Director Simpson.

Motion to approve the Tower Site Lease Agreement with Eastern Oregon Net, Inc.

Aye: President Wallender, Director Simpson, Director Wood.

Nay: N/A.

Abstain: N/A.

Tower Site Lease Agreement with Eastern Oregon Net, Inc. approved.

Mr. Crews and President Wallender signed copies of the agreement. Secretary/Treasurer asked Mr. Crews if his firm desired that the contract be notarized, and he declined.

President Wallender thanked Mr. Crews for his firm's business and cooperation, especially given the difficulties reaching the site.

Secretary/Treasurer McHaddad reviewed the draft Site Lease Agreement with KOLU/Riverview Baptists Church. Following complaints about the cost discussed at the last meeting, Director Simpson had suggested a revision to the nonprofit site lease payment schedule. The schedule for nonprofit radio payments would be equal to an

Blue Mountain Translator District⁴

	<p>amount double the budgeted Repairs & Maintenance line item divided by the number of nonprofit radio stations potentially using the site. The Secretary/Treasurer note that only one other nonprofit radio station, Oregon Christian Radio/First Baptist Church, utilized District sites, so doubling the line item amount to \$2,000 divided by these tenants would result in a payment of \$83 per month for each.</p> <p>Director Simpson moved to approve the Site Lease Agreement with KOLU/Riverview Baptist Church, second by Director Wood.</p> <p>Motion to approve the Site Lease Agreement with KOLU/Riverview Baptist Church. Aye: President Wallender, Director Simpson, Director Wood. Nay: N/A. Abstain: N/A.</p> <p>Site Lease Agreement with KOLU/Riverview Baptist Church approved.</p> <p><i>Text of the Tower Site Lease Agreement with Eastern Oregon Net, Inc. is available in the Board Packet online at http://www.bmtd.org/public-notice/</i></p> <p><i>Text of the Site Lease Agreement with KOLU/Riverview Baptist Church is available in the Board Packet online at http://www.bmtd.org/public-notice/</i></p>
5.c. Refund Request & Executive Session	<p>Secretary/Treasurer McHaddad reviewed the item. A legal opinion requested by the Board had been provided to Directors provided to the meeting. He asked if the Board desired to enter into executive session to review the legal opinion, which is exempt by law from public inspection. Directos declined to enter into executive session</p>

Blue Mountain Translator District⁵

before reviewing the opinion.

The Secretary/Treasurer reviewed the legal opinion regarding the District's freight on board obligations in sending letters. Legal counsel issued an opinion that the District's obligations to send the letter end after the statements have been mailed.

Director Wood moved to deny the refund request for property 1-7177, second by President Wallender.

Motion to deny the refund request for property 1-7177.

Aye: President Wallender, Director Simpson, Director Wood.

Nay: N/A.

Abstain: N/A.

Refund request for property 1-7177 denied.

President Wallender expressed that the next regular meeting would likely be attended by several individuals requesting refunds. Director Wood added that complaints may be made by individuals whose property information in the Assessor databases is not up to date, which is not the District's fault.

Director Simpson offered to be a point of contact for especially frustrated property owners. President Wallender cautioned that Director Simpson speak to such individuals using a restricted number. Director Simpson concurred and noted that a second point of contact will be useful in communicating District processes. President Wallender added that the District's summer advertising campaign constitutes due diligence in informing the community of the service charge system. The Secretary/Treasurer noted that the District will hold a second campaign in February.

Blue Mountain Translator District⁶

	<p>Director Wood and Secretary/Treasurer McHaddad recalled that several service charge letters from the previous fiscal year were received over the summer.</p> <p><i>Refund request information detailed on Page 4 of the Board Packet available online at http://www.bmtd.org/public-notice/</i></p>
<p>6.a. Approval of Expenditures</p>	<p>Secretary/Treasurer McHaddad reviewed the expenditures.</p> <p>Director Wood opposed the pricing of custom coffee mugs and suggested that plastic cups with straws be researched. This item was removed from the expenditure list.</p> <p>Director Simpson questioned why the fees to the Union County Assessor were late.</p> <p>Secretary/Treasurer McHaddad clarified that he had failed to place the invoice on the previous agenda. There is no late fee.</p> <p>Secretary/Treasurer McHaddad recommended upgrading the KTVB receiver pre amps on Mt. Fanny because the expenditure would be low but it would be an important upgrade.</p> <p>Director Woo moved to approve the expenditures listed in Item 6.a. as amended.</p> <p>Motion to approve the expenditures listed in Item 6.a. as amended.</p> <p>Aye: President Wallender, Director Wood. Nay: N/A. Abstain: N/A.</p> <p>Amended expenditures listed in Item 6.a. approved.</p> <p>Expenditures are listed on Page 5 of the Board Packet available online at http://www.bmtd.org/public-notice/.</p>

Blue Mountain Translator District7

<p>6.b. Antenna Search</p>	<p>Secretary/Treasurer McHaddad reviewed the item. More than 110 unregistered antennas in La Grande had been found by the time the board packet was printed, and up to 45 had been found that morning. In order to physically inspect the properties in other cities entirely surrounded by the District before snowfall, he needs additional mileage reimbursement. Director Wood suggested that the travel authorization be increased to account for contingencies, and President Wallender expressed that the Secretary/Treasurer should receive per diem. Secretary/Treasurer McHaddad clarified to Director Simpson that 7 days of lunch per diem would be \$99.75. This expense was added to the travel authorization. Director Simpson discussed the need to inform antenna vendors of District services. The District needs to do more outreach, including at store meetings so that antenna salespeople do not misinform viewers about the cost of receiving these signals.</p> <p>Director Wood moved to approve the travel authorization as amended, second by Director Simpson.</p> <p>Motion to approve the travel authorization as amended.</p> <p>Aye: President Wallender, Director Wood. Nay: N/A. Abstain: N/A.</p> <p>Amended travel authorization approved.</p> <p>President Wallender asked that Secretary/Treasurer McHaddad review a list of inspected properties entirely surrounded by the District compiled by himself and Director emeritus Anna Dean.</p> <p>Antenna Search details are listed on Page 5 of</p>
----------------------------	---

Blue Mountain Translator District⁸

	<p>the Board Packet available online at http://www.bmtd.org/public-notice/.</p>
6.c. Board Membership	<p>President Wallender introduced Mr. Scott Butner who had expressed interest in serving on the Board but had since been discovered to be ineligible due to his residency within the La Grande city limits. He expressed that this situation needed to be addressed in statutory reforms.</p> <p>The problems with board membership mandates were discussed. Secretary/Treasurer McHaddad requested that Mr. Butner write a letter to his legislators asking that board membership statutes be changed. Director Simpson described engagement with members on Facebook and asked Mr. Butner for his feedback. In the past, service outages have been addressed by noting that the District's minimal financial resources prevent continuous maintenance and immediate servicing of technical difficulties. Mr. Butner expressed that the District's resources are understood to be limited and that viewers should be more understanding. Director Wood recalled that the District's stations on Beaver Mountain were damaged in a fire a few years before. Other problems addressing signal outages and solutions for viewers were discussed. President Wallender recalled a recent weekend of signal outages caused by receiver problems on Mt. Fanny, as well as attempts to discuss the creation of a translator district in Wallowa County. Secretary/Treasurer McHaddad discussed advocacy collaboration with Mr. Butner.</p>
7. Public Comment	<p>President Wallender asked if any member of the public wished to comment on a matter not on the</p>

Blue Mountain Translator District⁹

	<p>agenda. No public comment was offered.</p>
<p>8. Scheduling of Next Meeting and Adjournment</p>	<p>The next meeting will be held on October 2 at 12:00 PM in Union County. President Wallender adjourned the meeting at 6:37 PM.</p>