



Board of Directors Meeting Minutes
DRAFT
February 21, 2019

ATTENDED

Board:

Shannon Turk, CWEDA Vice Chair, COC
Larry Keister, CWEDA Secretary/Treasurer, PCW
Ray Kutch, COW
Mary Templeton, WSD
Max Ault, WSU
Jennifer Baker, CREDC
Jeff Snell, CSD

Ex-officio

Pete Capell, COC
David Ripp, PCW
David Scott, COW

Staff

Rene' Carroll, CWEDA support

Guests

Lindsay Osborne, State Auditor
Nick Hoeft, Assistant State Auditor

EXCUSED:

Molly Coston, CWEDA Chair, COW
Derek Jaques, CSD
Steve Hogan, COC
Paul Dennis, CWEDA

Approval of Minutes

Vice Chair Shannon Turk called meeting to order at 3:30pm and requested approval of the Jan 24, 2019 draft minutes. Larry Keister motioned to approve them as presented. Ray Kutch 2nd, this was passed unanimously.

State Auditor

Lindsay Osborne explained this audit of CWEDA is several years in the making. She met over a year ago with Paul. He has now filled out the paperwork and they would like to get the audit on the schedule for later in summer.

She explained that this will look different from other State audits that some board members have seen. Organizations with budgets under \$300k annual are done as a Box Audit through Olympia. However, the first audit will be performed by her. It is basically an accountability audit. It is to establish a relationship with CWEDA and to make sure it is on right track in its operations.

This audit will need to play catch up from the start of the organization until the end of 2018. The audit will make sure that CWEDA complies to state laws and CWEDA procedures. If all goes well, then the audits will be every two years as a Box Audit from Olympia.

How do box audits work? CWEDA will submit their filing info by May 30. After it is submitted the State will review it and may ask questions.

There was a question to cost. Lindsay said the average fee is based on revenue. She estimated CWEDA's regular audits would be around \$2,000, but that is a guess. The first audit will cost more since they will be looking at a longer time period and they may need to come onsite. She could not give a quote until she sees more details, but felt it will be under \$10k, possibly \$5k.

The next step after paperwork is completed is for Paul or whoever to get an online portal account. This will prompt a request to submit required schedules. The big thing is Schedule 22, which is internal controls and processes.

Paul will need to file for each year starting in 2011.

David Scott explained that there have been changes in the statutory construct from the first agreement in 2011. This was before an executive director. They then amended the interlocal agreement to take the organization forward. Fairly recently CWEDA was advised they need to operate under a new statutory construct and those changes were made.

Lindsay will need all the old interlocal agreements from Paul.

She mentioned that because the annual filing is in May, there are several workshops available that Paul may want to go to. He can bring documentation and they can help him file. They are also available via Skype for meetings.

It was established that Paul would be the primary contact. David Ripp inquired about attaching this audit to one of the other partners' for efficiencies of Lindsay's time. The Port or City of Washougal's audits are possibilities.

Lindsay mentioned the first audits are generally more difficult. But hopefully this will be a smooth process!

Website Update

Rene described her research of other EDC websites and described the problems with CWEDA's existing site. She asked for any input of the draft RFS for Visual Assets and Web Design. Mary Templeton suggested adding verbiage for technical support after the website is constructed.

Rene has developed a matrix of vendor attributes but will bring it back to the board when RFPs are submitted to give weighting for judging the possible vendors. Rene asked for suggestions for vendors she might approach with the RFPs. Max Ault suggested she talk to Sam at CREDC. Jeff Snell agreed to send her information about a school vendor.

PSA and Bylaws

In an email to Rene, Paul asked to bring the PSA & Bylaws to the board next month. The PSA would be the draft language the Administrators have prepared plus adding the language "regarding respect" as the board and he discussed at the Annual Board meeting.

The Bylaw changes would incorporate adding Max Ault's WSU position to the voting board, clear up board representation and alternates for CREDC and two school districts and define roles of the administrators.

He also noted that the executive committee already exists in the Bylaws. It consists of the board officers staffed by organization CEO.

It was requested that the Bi-laws, the PSA and five-year financials be sent out to the group as soon as he can, in advance of the next meeting.

Other discussion

There was conversation around how far back the audit will go. It was recalled that there was an agreement to not go back to the start at 2011, but rather 2013. The 2011 start may not be Paul's understanding of scope and timing. He will need to decide whether to push back or let this happen

Good of the Order

Mary asked about the Metrix of success for CWEDA to see investment made vs what are we getting out of the organization. It was explained that this was a part of the presentation that was done by Eric Hovee.

David Scott pointed out that based on matrix, CWEDA is making and exceeding goals. Some were met earlier than projected depending on the community. Taking a regional look at the ROI it is directly seen in Camas and indirectly in the Port and then Washougal. The ROI was still a positive one regionally.

Adjourn

Meeting was adjourned at 4:15 pm

Next Meeting

CWEDA's next meeting will be schedule for March 28, 2019 at 3:30pm. Rene will send out a Calendar invite.

Respectfully submitted,
Rene' Carroll
February 25, 2019