

**OREGON CASCADES WEST COUNCIL OF GOVERNMENTS  
EXECUTIVE COMMITTEE RETREAT MINUTES  
October 25, 2019**

**MEMBERS:** Commissioner Pat Malone, Benton County; Mayor Sharon Konopa, City of Albany; Mayor Jim Lepin, City of Millersburg; Commissioner Claire Hall, Lincoln County; Mayor Biff Traber, City of Corvallis; and Mayor Dan Cutter, City of Waldport.

**STAFF:** Executive Director Fred Abousleman; Deputy Director Rachael Maddock-Hughes; Finance Director Sue Forty; Ryan Schulze, Human Resources Manager; and Communications Consultant Lindsey Riley.

The Oregon Cascades West Council of Governments (OCWCOG) Executive Committee Retreat was called to order by Chair Biff Traber at 10:05 am on Friday, October 25, 2019 at the Firehouse Station #1 in Corvallis.

Chair Traber apologized for missing yesterday's Executive Committee meeting. He thanked Vice Chair Dann Cutter for taking his place as Chair during that meeting. Chair Traber noted that the topics of this meeting included OCWCOG transitions and a potential merger with the Community Services Consortium (CSC). He commented that this is a public meeting, but that no member of the public was present for the meeting, so there was no need to go into Executive Session for this meeting.

**1. Further Discussion Regarding CSC and OCWCOG**

Vice Chair Cutter commented that this discussion should start with Commissioner Xan Augerot and Chair Traber's meeting on a potential merger with CSC.

Chair Traber noted that he met with Commissioner Augerot, who is on the Executive Committee of the CSC and is very enthusiastic about a merger with OCWCOG. She recommended a facilitated discussion with the CSC and OCWCOG Executive Committee, using an outside facilitator. Chair Traber noted that he has not been through this type of merger. Commissioner Augerot referred to the merger with Willamette Neighborhood Housing Services and Neighborhood Economic Development Corporation (NEDCO). She noted that the facilitator of this merger did a good job and would like to use the same facilitator for the CSC and OCWCOG merger. Chair Traber was not sure if Commissioner Augerot was looking for this facilitator for the discussion or the merger. He did not that the merger for those organizations took between 18 months to two years.

Chair Traber notes that this timeframe will not work for OCWCOG in terms of an Executive Director recruitment. Mayor Sharon Konopa commented that if she was part of the CSC Executive Committee, she would want to be part of the Executive Director recruitment process. Chair Traber agreed.

Vice Chair Cutter asked if the OCWCOG Executive Committee (or member of) had communicated OCWCOG's timeline on their Executive Director recruitment timeline to anyone on the CSC Executive Committee. Chair Traber replied that the only timeframe that had been discussed was with Commissioner Roger Nyquist, a Chair of the CSC Executive Committee, who was eager for a merger sooner rather than later, no later than a few months.

Commissioner Claire Hall noted that while he is a member of both Executive Committees, she has not been a part of any CSC Executive Committee merger conversations. Chair Traber would like a joint meeting of the Executive Committees to take place in November to discuss a timeframe. Vice Chair Cutter agreed, noting that if a timeframe cannot be agreed upon, then OCWCOG needs to move forward. Mayor Konopa agreed, though noted that there are many unknowns at this time.

Commissioner Hall commented that she has 15 years on both Boards of Directors (Boards) and noted that the concern of late that has been brought up by Commissioner Will Tucker is about the governance structure of both Boards, as they are different. Vice Chair Cutter replied that there are many models that could be discussed for governance for both organizations; he noted that this would not be the biggest sticking point for a merger.

Executive Director Fred Abousleman noted CSC still has an Executive Director who is still running the organization. OCWCOG, beginning on December 7th will not have an Executive Director, so OCWCOG has a different timeline that is not negotiable.

Mayor Konopa noted that OCWCOG is either pursuing a merger or is hiring a new Executive Director. Commissioner Hall asked if OCWCOG could hire an Interim Executive Director for the next nine months to a year. Vice Chair Cutter said that he did not like the idea of an Interim Executive Director as it creates the idea of additional uncertainty inside and outside the organization. He would like to hire an individual that can handle a merger, should that decision come.

Mayor Konopa agreed that OCWCOG should look for someone that could handle a merger with CSC and could take on both roles – the Executive Director of both organizations.

Chair Traber noted that he would like to start recruiting for an Executive Director immediately and that it sounded like that was the way the Executive Committee was leaning.

Chair Traber also noted that he would like to have a meeting with the Executive Committee of CSC to provide them with OCWCOG's timeline. He commented that Commissioner Augerot was looking for a facilitated meeting and asked what the thoughts were from the Executive Committee. Vice Chair Cutter asked that a meeting of the Executive Committees be held without a facilitator to discuss timelines. Commissioner Hall agreed that having a facilitated meeting was premature.

Executive Director Abousleman noted that the Boards will determine if the merger will move forward. A facilitator will assist with this conversation and will ultimately assist in determining if the Boards and organizations have the capacity to merge. He commented that this is a C suite merger, as CSC has four different non-profits. If this moves forward, he believes that there will be two Boards for some time.

Vice Chair Cutter agreed and asked Chair Traber to set-up a meeting as soon as possible to talk about timelines, preferably without a facilitator.

Mayor Lepin agrees with moving forward with finding a new Executive Director of OCWCOG as soon as possible. He commented that OCWCOG should be the priority for this Executive Committee, with an eye towards CSC. He is concerned about the length of time it is going to take to replace Executive Director Abousleman.

Vice Chair Cutter asked what OCWCOG's timeframe was. Chair Traber commented that he thought the timeframe should be no more than three-to-six months. If both organizations agree to a merger, then no more than 18-months. Vice Chair Cutter agrees with the three-to-six-month timeframe. Executive Director Abousleman commented that the timeline for the recruitment should be six-months.

Chair Traber asked if electronic approval could be received from the OCWCOG Board to move forward with the Executive Director announcement. Finance Director Sue Forty noted that she was not sure that would be appropriate, as there needed to be a discussion on the incoming Executive Director's wage and overall compensation package. Vice Chair Cutter said that he thought it was fine to wait until December for the Board meeting to do this correctly. Chair Traber does not want to hurt the organization, but does want the recruitment settled as early as possible.

Vice Chair Cutter commented on a recruitment timeline for OCWCOG to begin before the end of the year, then to focus on CSC over the next three-to-six months. Chair Traber agreed and said he would set up the CSC meeting.

Chair Traber asked to reexamine how OCWCOG's Board is formed, as too many members are disengaged. Executive Director Abousleman provided several examples of how different Council of Government's (COGs) Boards of Directors are made up.

## **2. Transition**

Mayor Konopa asked who will be signing checks when Executive Director Abousleman leaves? Finance Director Forty replied that Chair Traber and Vice Chair Cutter are authorized signers on each of OCWCOG's bank accounts, as well as the Foundations, so nothing needs to change there. Additionally, Deputy Director Rachael Maddock-Hughes, Senior and Disability Service (SDS) Director Randi Moore, Community and Economic Development Director (CED) Phil Warnock, Community Services Program (CSP) Director Jennifer Moore, and SDS Supervisor Ann Johnson are signers.

Executive Director Abousleman reviewed the high-level duties of the Executive Director, which includes: line staff hiring and firing; supervisors hiring and firing; communications; reviewing financial statements; reviewing batch reports for investments and AP batch transfers; reviewing reserve account statements; signing checks; reviewing contracts over \$25,000; and review credit card usage.

Executive Director Abousleman on December 7th, internally the financial controls of the organization will be with Finance Director Forty and the program controls with Deputy Director Maddock-Hughes, both reporting directly to Chair Traber and Vice Chair Cutter. He noted that all program Directors report to Deputy Director Maddock-Hughes; all finance Staff reports to Sue.

Vice Chair Cutter noted that OCWCOG Board members should contact Chair Traber and himself, if they would have asked Executive Director Abousleman first, and CC Chair Traber and himself on all emails to Program Directors.

Mayor Konopa commented that this will work out fine, as everyone is seasoned Staff.

Vice Chair Cutter commented that his biggest concern are contracts or payments to staff and/or new contracts.

Chair Traber asked about auditors. Finance Director Forty noted that the annual audit will be in the January Board meeting packet. The auditors will be present at the meeting to present the audit that just ended.

Chair Traber clarified that he was referring to the recruitment of the new Executive Director. Does this process need an audit? Vice Chair Cutter asked is there are any red flags in the process that would trigger an audit? Finance Director Forty commented that she would ask the auditors and Executive Director Abousleman said he would ask OCWCOG's attorney, but did not believe that the process was triggering anything that would flag either the auditors or legal.

Deputy Director Maddock-Hughes and Finance Director Forty left the meeting.

### **3. Human Resources Discussion**

Mayor Lepin noted that he did not know OCWCOG did not have a full-time communications staff. Executive Director Abousleman noted that this was correct, and due in part to the cost. He noted that OCWCOG needs communications. For this reason, OCWCOG opted to bring on two contractors to do the on-going work of communications, graphic design, and the website.

Executive Director Abousleman introduced Human Resources Manager Ryan Schulze. Human Resources Manager Schulze commented that he would like to spend time this after talking about hiring the next Executive Director, the position description, and the hiring profile. He emphasized that both documents should be accurate and need to be updated to the current for the organization. Executive Director Abousleman noted that when you come out of this discussion, the Executive Committee will have a clear direction about what the next Executive Director will be like.

Before beginning, Human Resources Manager Schulze asked the Executive Committee where OCWCOG is today, including strengths and weaknesses, and where do they want it to be. He was looking for the objective for the Executive Director to better guide the position description. Chair Traber asked why the Board was not doing this visioning exercise. Executive Director Abousleman noted that this was not an OCWCOG vision, but a OCWCOG vision for the recruitment. He said that the last recruitment was very quick, and we are trying to think this through.

Mayor Konopa asked what type of Executive Director do we want? Vice Chair Cutter asked if the Executive Committee wants a Manager, Caretaker, Visionary. He commented that Executive Director Abousleman was brought into reorganize OCWCOG, but we do not need that now. So, what do we want?

Mayor Konopa commented that when Executive Director Abousleman was hired, the Executive Committee wanted OCWCOG to be more known within the Region. She noted that everyone knew Former OCWCOG Executive Director Bill Wagner, then Former OCWCOG Executive Director Cynthia Solie was more of a Manager.

Chair Traber would like to see a visionary, who appreciates outbound communications, new programs, and would like to see a cultural change internally.

Vice Chair Cutter said that the Executive Committee got exactly what they wanted last time with the hiring of Executive Director Abousleman, specifically that he came in and changed the culture internally. Vice Chair Cutter noted the level of professionalism that has not been present at the organization before. He said that Executive Director Abousleman elevated OCWCOG in the right direction.

Vice Chair Cutter noted that the Executive Committee is not looking for the next Fred Abousleman. The Executive Committee has a different idea of the next OCWCOG, as the Executive Committee needs someone that can see the organization through a merger, someone who can manage up.

Mayor Konopa said she was looking for a visionary who was willing to look for new opportunities for the organization. Commissioner Hall said the individual needs to have entrepreneurial skills.

Mayor Lepin likes the visionary piece. He commented that Executive Director Abousleman has been a visionary, but has not received the support of the smaller cities in the Region. This support is critical to develop within the Board for many efforts to move forward. Vice Chair Cutter noted that it would be helpful to have a Communication and Outreach Director on staff to support these efforts. Mayor Lepin agreed and noted that the support has mainly been from the large cities and Vice Chair Cutter.

Mayor Konopa asked that the ability to establish goals and procedures be added to the job description. Executive Director Abousleman commented that in his six years, the Executive Committee has never questioned his performance or goals. Mayor Konopa asked that performance measures be added to the job description; she is looking for applicants to be able to meet qualifications.

Human Resources Manager Schulze asked what a visionary looked like for the Executive Committee? Does this include adaptability and flexibility; stakeholder engagement?

Chair Traber is looking for someone who is proactive and drives change, but also someone who understands Board culture and would feel responsible for what the Board is doing.

Executive Director Abousleman asked the Executive Director to consider an Executive Director who could work within the organization to promote breaking down the siloes. He commented that both he and Former OCWCOG Executive Director Cynthia Solie were not good at this. The three Departments within OCWCOG – CSP, SDS, and CED – are still siloed. He commented that someone that could drive this change for them to work better together would be great for the organization. Executive Director Abousleman used the example of being a health services organization verses an SDS organization. Mayor Lepin was supportive of this conversation and agreed with hiring an individual that could continue breaking down these siloes. Mayor Lepin noted that some of this conversation is about making the organization more efficient.

Chair Traber noted that this comes back to the entrepreneurial model of an Executive Director. Mayor Lepin asked that the Executive Committee not leave out the importance of the customer model Executive Director.

Vice Chair Cutter noted that he did not want an Executive Director who would have a high learning curve, so the interview would be an important piece of the recruitment strategy. He also stressed that the organization needs to be as explicit as it can in the documents regarding who we want. He thinks this is a good job description, but it does not describe what the organization needs. For example, he would suggest including someone with an MBA or MPA is preferred, as it may be necessary to merge two budgets.

Chair Traber commented that an individual will need to understand financial statements; this information will come out through the interview process. Human Resources Manager Schulze noted that he often included the language “or demonstrated equivalent experience for MBA/MPA,” which the Executive Committee agreed with.

Executive Director Abousleman suggested to the Executive Committee that if they choose not to hire a program-focused individual, then they should give that individual the resources to hire someone else to run the programs. He also asked the Executive Committee how important legislative experience was for this new hire.

Vice Chair Cutter commented that legislative experience was not important to him; this was not a strength he was worried about. He noted that if CSC/OCWCOG does not merge, then the focus of OCWCOG will be to grow programs, and the new Executive Director will need to be able to grow the programs. Executive Director Abousleman said that program growth and legislative experience within the current OCWCOG staff is very limited. Vice Chair Cutter noted this and said that this change must come from the new Executive Director then.

Human Resources Manager Schulze asked the Executive Committee how important wraparound services were to the organization. Vice Chair Cutter said these, and an incoming Executive Director’s ability to grow and manage these services, are very important. The organization should be pushing towards a more sustainable and more financially returnable suite of services, so if it does hit a downturn, then the organization will be okay.

Mayor Konopa commented that she is concerned that the application / job description will be written all about growth of the organization, but if growth does not happen, then the new Executive Director will look like things have failed. Chair Traber said he wants to find someone that is up for the challenge and thinks that the applicant is out there. Vice Chair Cutter said he is looking for an innovator.

Human Resources Manager Schulze asked the Executive Committee to run through the list of job duties with him.

1. Chair Traber commented that the objectives and goals are developed by the OCWCOG Board, this should be clarified. Vice Chair Cutter asked that an emphasis be placed on program growth, diversification, and integration.
2. Executive Committee discussed clients versus customers and what language should be used in the job description, as well as what type of customers. Human Resources Manager Schulze to include “required to provide superior service to supported communities.”
3. Human Resources Manager Schulze commented that this bullet was about organization structure; Vice Chair Cutter asked to take personnel out and add language about “an emphasis on intra-agency operations.”
4. Recommendation is to make this bullet into two bullets and add a piece about credibility.

5. No change.
6. Recommendation is to remove piece about operation and program direction.
7. Request to change approve to implement.
8. No change.
9. Request to add "reports on" budget piece.

Mayor Lepin asked what type of growth the Executive Committee was looking for; when he talks about growth, he's looking for program growth. Chair Traber is thinking about services and customers when he thinks growth.

Vice Chair Cutter commented that there are opportunities where a coordinated and collaborated solution exist, so that we all get the type of growth that we are looking for. Executive Director Abousleman noted that COGs across the country (small and large) have varying structures (internally) to allow for many program types and sizes. Jack Steele in Houston is just one example; it depends on what type of manager and who you hire.

Human Resources Manager Schulze will add growth of different functions and services to the Executive Committee's "want" list.

Commissioner Pat Malone arrives at meeting.

Chair Traber commented that there are opportunities throughout the Region and OCWCOG needs an Executive Director that is willing to be looking for these opportunities. Executive Director Abousleman noted that the Executive Committee is looking for someone who can find these opportunities.

Vice Chair Cutter noted that communications with members is critical. He would like to see a comprehensive communications outreach program built. Chair Traber asked Human Resources Manager Schulze to add a new bullet point about ability to steward member interests and resources, communicating with governments and their resources, or something along these lines.

Executive Director Abousleman suggested the Executive Committee allow Human Resources Manager Schulze to come up with a better Summary of the Position for the Executive Director, including updating items such as travel requirements, ADA language, MBA/MPA language, experience working with a union, etc.

Vice Chair Cutter agreed, and also asked Human Resources Manager Schulze to come back with changes to the Ideal Candidate Profile, as discussed during this meeting.

#### **4. Compensation**

Executive Director Abousleman noted that staff is still waiting to hear back on the Executive Director salary survey, however, staff does have the COG Directors' salaries and benefits from across the State. He noted that in terms of total compensation, he is the third highest paid across the State. When looking at just salary, he is the sixth highest in the State. Executive Director Abousleman noted that the Public Employees Retirement System (PERS) is valuable within the State, but outside of the State, it is not. He noted that this is a PERS organization and offers no other retirement option, which is something to consider when putting together the compensation package.

Chair Traber agreed that PERS is not attractive outside of the State, as an employee must work within the State (at a PERS agency) for at least six-to-ten years for PERS to be worthwhile for them. Executive Director Abousleman noted that OCWCOG is required to offer PERS. He commented that \$110,000 is not going to get the Executive Committee the next Executive Director that they want.

Vice Chair Cutter would like OCWCOG to be competitive with the other COGs in the State.

## **5. Recruiting**

Executive Director Abousleman asked the Executive Committee how they wanted to recruit the next Executive Director. Mayor Konopa is a fan of the hybrid approach – internally and with a recruiting agency. Executive Director Abousleman clarified her thoughts by asking a firm for logistics, but collaborate on the actual recruitment? He noted that Former Deputy Director Lydia George hired him.

Chair Traber agreed on the first part, have a firm do the outreach through the interview selection, but have OCWCOG staff do the interviews. He asked about the costs.

Executive Director Abousleman noted that a hybrid would cost between \$15,000 - \$20,000, \$30,000 - \$50,000 for a recruiting agency to do everything, and approximately \$10,000 for OCWCOG staff.

Vice Chair Cutter wants to complete the recruitment internally. Mayor Konopa agrees and wants to see all the applicants. Executive Director Abousleman notes that Former Deputy Director George may be able to help.

Vice Chair Cutter asked to release the recruitment to the Board of Directors on December 5th for their review and approval to move forward. Unanimous agreement by the Executive Committee.

## **6. Adjournment**

Meeting adjourned at 11:15 am.

*Meeting minutes taken by Lindsey Riley.*