

A RESOLUTION AFFIRMING CITY OF ALBANY PARTICIPATION IN THE OREGON CASCADES WEST REGIONAL CONSORTIUM AND GRANTING THE CITY MANAGER AUTHORITY TO APPROVE ADDITIONAL FINANCIAL PARTICIPATION ON A CASE-BY-CASE BASIS, NOT TO EXCEED APPROPRIATED AMOUNTS

WHEREAS, the City of Albany has participated with other regional municipalities and state agencies in a working group to evaluate the effect of wetland mitigation on economic development efforts; and

WHEREAS, this work has been funded by the Oregon Strategic Reserve Fund and has the support of Business Oregon and the Department of Land Conservation and Development and the Department of State Lands; and

WHEREAS, the Albany City Council appointed Council Member Floyd Collins and Community Development Director as representatives and Council Member Dick Olsen as alternate; and

WHEREAS, analysis and evaluation has been provided by the Oregon Cascades West Council of Governments staff, other municipal and state staff members, and elected officials appointed by the various jurisdictions; and

WHEREAS, a list of regional employment lands affected by wetlands was prepared and assessed by the working group; and

WHEREAS, property owners of affected lands were granted the opportunity to participate in the program and include their property in a regional effort to mitigate wetland constraints; and

WHEREAS, a list of twenty sites (Attachment A) representing a broad cross section of anticipated future industrial land requirements has been selected; and

WHEREAS, the Consortium will pursue a regional wetland permit to reduce the time and expense to develop industrial property affected by wetland delineation and mitigation; and

WHEREAS, the working group has recommended to the various jurisdictions that the next appropriate step is the formation of a nonprofit consortium to carry the concept forward; and

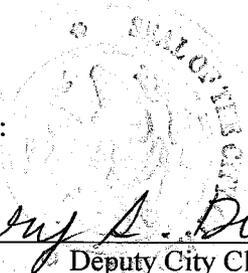
WHEREAS, the working group has drafted a set of bylaws (Attachment B) to govern the activities of the Oregon Cascades West Regional Consortium.

NOW, THEREFORE, BE IT RESOLVED that the Albany City Council:

1. agrees to affiliate membership in the Oregon Cascades West Regional Consortium under the proposed bylaws; and
2. directs City representatives to participate in evaluating various structures and financial alternatives for regional wetland mitigation; and
3. authorizes payment of annual dues from the Council & Nondepartmental budget.

DATED AND EFFECTIVE THIS 12TH DAY OF OCTOBER 2011.

ATTEST:


Mary A. Dibble
Deputy City Clerk



Mayor

Site Selection by Policy Task Force - 8/16/11
Industrial Lands Readiness / Wetlands Mitigation Project

ATTACHMENT A

City	Site Name	Acres	Tax Map	Lot #	Geographic Vicinity	Owner
Adair Village	City of Adair Village	127.5	10S04W08	300	N of Adair, E of RR, BPA lines	City of Adair Village
			10S04W08	400		City of Adair Village
			10S04W17	302		City of Adair Village
			10S04W17	400		City of Adair Village
Albany	Epping/Sprenger	28.0	11S03W19	414	NE Pacific/99E & Oak Creek	Granada Land Company
Albany	South Albany Industrial Park	299.0	11S03W30	200	SE Pacific/99E & Oak Creek	William Wilt & Glenn Plemmons
			11S03W30	311		SVC Manufacturing
			11S03W30	500		SVC Manufacturing
			11S03W30	700		SVC Manufacturing
			11S03W30	1100		SVC Manufacturing
Albany	Grand Prairie	43.0	11S03W16	2300	NE Three Lakes & Grand Prairie	LJ LLC
Albany	East Albany Industrial Park	67.7	11S03W16	601	Adjacent E I-5, S of Fescue	Albany Industrial Properties LLC
			11S03W16	602		Albany Industrial Properties LLC
			11S03W16	700		Albany Industrial Properties LLC
			11S03W16	704		Albany Industrial Properties LLC
Corvallis	Reservoir Road East	35.6	11S05W32D	501	W 53rd, E of new Res. Rd.	Andrew M Martin TR
			11S05W32D	503		Andrew M Martin TR
			11S05W32D	504		Andrew M Martin TR
			11S05W32D	600		Andrew M Martin TR
Corvallis	Reservoir Road West	38.0	11S05W32D	500	W of 53rd, W of realigned Res. Rd	Andrew M Martin TR
			11S05W32D	505		Andrew M Martin TR
Corvallis	McFadden	86.5	11S05W25	1308	SW Hwy 20 & Circle (W of HP)	McFadden (Tim)
Corvallis	Krause	64.5	12S05W14	800	NW 3rd & Herbert	Elwell & Laura Krause
			12S05W14	801		Elwell & Laura Krause
Corvallis	Cascades View	62.0	12S05W15	100 (pt)	S of Herbert, W of RR	Caldwell South Farm - Nordhousen
			12S05W10	700 (pt)		Caldwell South Farm - Nordhousen
Corvallis	Corvallis Airport Industrial Park	181.7	12S05W22	200	W of 3rd/99W, Airport Rd.	City of Corvallis
			12S05W22	300 (pt)		City of Corvallis
			12S05W22D	100 (pt)		City of Corvallis

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City	Site Name	Acres	Tax Map	Lot #	Geographic Vicinity	Owner
Lebanon	Burkhart	40.9	12S02W10B	300	S of RR, N of Tangent St, W of Entek	Norman & Mildred Steckley Trust
Lebanon	Lebanon Airport Industrial Park	103.5	12S02W16	302	N. of Airport Rd, W side runways	Gilbert LLC
			12S02W16	2802		Jesse Lepper
			12S02W16	2804		Charlotte Reed
			12S02W16	3200		Gilbert LLC
Lebanon	Rodeo Industrial Park	120.1	12S02W09	300	S of Hwy 34, N of Oak St	Wendell & Marcia Branton
			12S02W09	400		Betty Helberg Trust
			12S02W09	500		Carol J. Goggin et al
			12S02W09	800		Joseph Beemer Trust
			12S02W09	900		Joseph Beemer Trust
			12S02W09	902		Wendell & Marcia Branton
			12S02W09	903		Joseph Beemer Trust
Lebanon	Veterans Business Park	37.5	12S02W03C	400	N RR, SW Reeves & Hansard	David Benneth
			12S02W03C	500		Michael Doyle
			12S02W03C	600		Arthur & Viola Collin Trust
			12S02W03C	700		Robert & Janice Kern
			12S02W03C	800		Roy & Birdie Kruse
			12S02W03C	900		Mark Luscher et al
			12S02W03C	1000		Millie Bryant Trust - Matthew Parker
			12S02W03C	1100		Stanley & Betty Sylvester
			12S02W03D	1300		Stanley & Betty Sylvester
Millersburg	I-5 Interchange	35.9	10S03W16	200	NW of northern interchange	Chateau Green LLC
			10S03W16	201		Chateau Green LLC
			10S03W16	203		Chateau Green LLC
			10S03W16	300		Chateau Green LLC
			10S03W16	1300		Chateau Green LLC
Millersburg	Oremet/Wah Chang	73.8	10S03W28	104		ATI
			10S03W28	105		ATI
			10S03W28	700		ATI
			10S03W28	800		ATI
			10S03W29	204		ATI

Site Selection by Policy Task Force - 8/16/11
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City	Site Name	Acres	Tax Map	Lot #	Geographic Vicinity	Owner
Millersburg	City of Millersburg	157.9	10S03W28	100		City of Millersburg
			10S03W28	108		City of Millersburg
			10S03W29	200		City of Millersburg
Tangent	Tangent Industrial Park	26.0	12S03W06	2130 (pt)	S Hwy 34, W RR	Tangent Industrial Park LLC
			12S03W06	2100 (pt)		James Dunning
Tangent	Shirley	40.5	12S03W06	2300	Btwn Old 34 & 34, E of Knife River	Margeret Shirley Trust
			12S03W06	2301 (pt)		Charles Shirley Trust
			12S03W06	2303 (pt)		Robert & Ann Miner Trust
			12S03W06	2304 (pt)		Charles Shirley Trust
			12S03W06	2305 (pt)		Delbert & Ruth Shirley Trust
TOTAL		1669.6				
<i>Sites identified as next in line (substitution to be based on sites of similar size - listed in next>last priority order)</i>						
Albany	Cemwood South	19.5	11S04W13DD	100	E of Pacific, setback Oak Cr.	Shedd Investments
			11S04W13DD	102		Shedd Investments
			11S04W13DD	1500		Shedd Investments
Corvallis	Cascades View - LorRene **	186.0	12S05W22	1300 (pt)		LorRene Acres Family Ptnship.
Lebanon	South Lebanon Industrial Park	200.0	12S02W16	2201	S. of Airport Rd.	Dennis & Vicki Bjarnson Trust
			12S02W16	2300		Warne Gill
			12S02W16	2301		Community Bible Church
			12S02W21	112		Dave & Vernadee Christopher
Corvallis	West Hills Road	11.3	12S05W05DB	500 (pt)	West Hills & 53rd	John Alberti & Melody Pena
Corvallis	Thomas Site	26.9	11S05W13B	600	Lewisburg - south end Elliott Ci	Sabra Thomas
			11S05W13B	700		Sabra Thomas
			11S05W13B	701		Sabra Thomas
** Ranked via email after 8/16 meeting						

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City	Site Name	Acres	Tax Map	Lot #	Geographic Vicinity	Owner
Sites flagged for further State Certification work outside SRF funding						
Albany	Ferry St. <i>No submittal RGP not needed</i>	12.8	11S03W18BA	1102	Ferry btwn Queen & 34th	Property Investment Group
			11S03W18BA	1106		Property Investment Group
Albany	Stone Forest <i>RGP not needed</i>	18.6	11S04W13AA	100	E of Pacific, N of 25th	WSS Properties LLC
			11S04W13AA	101		WSS Properties LLC
			11S04W13AA	200		WSS Properties LLC
			11S04W13AD	200		WSS Properties LLC
			11S04W13AD	300		WSS Properties LLC
			11S04W13AD	305		WSS Properties LLC
			11S04W13AD	500		WSS Properties LLC
Corvallis	Wil. Bus. Park <i>RGP not needed</i>	50.1	12S05W14	600	NW 3rd & Rivergreen (if extended)	Corvallis Industrial Park LLC
			12S05W11CC	600		Corvallis Industrial Park LLC
Lebanon	Reeves <i>No submittal RGP not needed</i>	47.3	12S02W03C	1900		Albany Lebanon Investments LLC
			12S02W03C	2000		Albany Lebanon Investments LLC

Site Selection by Policy Task Force - 8/16/11
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City	Site Name	Acres	Tax Map	Lot #	Geographic Vicinity	Owner
Sites of 10A+ not submitted by owner						
Albany	Landers <i>No submittal</i>	21.4	11S03W16	502		James & Ingrid Landers Trust
Albany	Heyerly <i>No submittal</i>	24.4	11S03W16	1500		Wayne Heyerly Trust
Corvallis	OSU Research Center <i>No submittal</i>	50.4	12S05W03C	100		Oregon State University
Corvallis	Smith/Venell <i>No submittal</i>	45.7	12S05W27A	100		C Bar S LLC (Chris Venell)
Corvallis	Chintimini <i>No submittal</i>	54.1	12S05W22	400		Chintimini Land Inc. (Venell)
Corvallis	Cascades View - Venell <i>No submittal</i>	258.4	12S05W15	200		Venell Farms - Larry
			12S05W15	500		Venell Farms - Larry
			12S05W15	501		Venell Farms - Larry
Corvallis	Cascades View - Nordhousen	40.0	12S05W15	600		Caldwell South Farm - Nordhousen
Millersburg	L&V <i>No submittal</i>	13.6	10S03W21	304		L&V Properties II LLC
Millersburg	Palm Harbor <i>No submittal</i>	16.2	10S03W21D	700		Palm Harbor Homes
Millersburg	Viewcrest <i>No submittal</i>	24.8	10S03W16	2400		Viewcrest Invest.
			10S03W16	2401		Viewcrest Invest.
			10S03W16	2500		Viewcrest Invest.
			10S03W21	301		Viewcrest Invest.
			10S03W21	302		Viewcrest Invest.
Tangent	Oak Ridge <i>No submittal</i>	13.9	12S04W01	1600		Green Tree LLC
Millersburg	Intl. Paper 1 <i>No submittal</i>	51.1	10S03W28	900 (pt)		IP Eat Three LLC
			10S03W29	500		IP Eat Three LLC
Millersburg	Intl. Paper 2 <i>No submittal</i>	12.0	10S03W29	106		IP Eat Three LLC
			10S03W29	207		IP Eat Three LLC
Millersburg	Intl. Paper 3 <i>No submittal</i>	39.0	10S03W29	203 (pt)		IP Eat Three LLC
Millersburg	Former IP Mill <i>No submittal</i>	131.0+	10S03W28	400		IP Eat Three LLC

**BYLAWS OF
CASCADES WEST REGIONAL CONSORTIUM**

ARTICLE I: NAME

Section 1.1. The name of this organization shall be Cascades West Regional Consortium, hereinafter referred to as CWRC.

ARTICLE II: OBJECTIVES

Section 2.1. CWRC is organized and operated exclusively for charitable, scientific, and educational tax exempt purposes as defined by the U.S. Internal Revenue Service (IRS).

Section 2.2. The mission of CWRC is to address community and economic development barriers while concurrently working for environmental and social good.

Section 2.3. The CWRC is not organized or operated for the benefit of any private interest. None of the CWRC's earnings may inure to any member or individual. It is the intent of the CWRC to return any earnings to the pursuit of its charitable mission.

Section 2.4. The CWRC is prohibited from influencing legislation as a substantial part of its activities, it may not participate in the campaigning for or against any political candidate, and it may not in any other way operate as an action organization as defined by the IRS.

ARTICLE III: MEMBERSHIP

Section 3.1. The CWRC shall not have members; however, the affiliated Cities of Adair Village, Albany, Corvallis, Lebanon, Millersburg and Tangent shall each be eligible to have representation on the board of directors if the City is an affiliate in good standing.

Section 3.2. Non-voting affiliate positions on the Board may be made available to relevant governmental, non-profit and for-profit entities subject to the approval of the Board of Directors.

Section 3.3. Affiliates in good standing shall be current in payment of any dues and special assessments as established by the Board of Directors.

ARTICLE IV: BOARD OF DIRECTORS

Section 4.1. The CWRC will be governed by a Board of Directors (Board). The Board shall consist of two representatives from each affiliate city in good standing and other non-voting affiliates as the Board determines. The originating Board shall be appointed by the incorporators.

Section 4.2. Each affiliate city may be represented on the Board by up to two designees named through that city's standard committee appointment process. The affiliate city must name their representative(s) and each representative's term of service in correspondence provided to the Secretary of the Board. Each affiliate city shall retain the right to replace their representative(s) at any time with or without cause. There are no term limits for service on the Board.

Section 4.3. Each Board member shall have the option of naming an alternate to serve in his/her absence. The alternate must be named in a signed letter or electronic correspondence from the Board member to the Secretary of the Board.

Section 4.4. Two thirds of the directors in office may request that an affiliate city remove its representative(s) and that an alternative representative(s) be selected by the affiliate.

ARTICLE V: DUTIES OF DIRECTORS

Section 5.1. Each director has a right to participate in Board discussions and decisions.

Section 5.2. Each director is responsible to serve as a spokesperson for their community and as a liaison to and from their governing body.

ARTICLE VI: MEETINGS

Section 6.1. Regular meetings of Board shall be held at least annually.

Section 6.2. Special meetings of Board may be called at any time by any two officers at such time and place as may be deemed necessary. All directors shall be notified of such special meetings at least forty-eight (48) hours prior to the meeting. Notice of special meetings shall specify the business to be transacted.

Section 6.3. The Annual Meeting date shall be determined by the officers annually with the location to be determined and provided to all directors. Officers and budget for the upcoming year shall be voted upon at the Annual Meeting.

Section 6.4. A quorum at any regular or special meeting shall consist of a simple majority of the directors representing affiliates in good standing.

Section 6.5. The Board shall make decisions utilizing a modified consensus decision making process. Upon approval of 67% or more of the voting Board members present, the Board may turn to a Roberts Rule process in which each affiliate in good standing shall have two votes.

Section 6.6. Minutes shall be kept of each regular or special meeting of the Board and copies transmitted to each Board member prior to approval.

Section 6.7. Meetings may be held at a centralized location, via electronic or other means. Votes may be taken through electronic means so long as all directors participating may simultaneously communicate with each other during the meeting.

ARTICLE VII: OFFICERS

Section 7.1. The Officers of the Board shall consist of a Chair, a Vice-Chair/Secretary, and a Treasurer. Officers shall be elected by the Board of Directors at their Annual Meeting. All officers shall serve for a one year term of office or until their successors are elected.

Section 7.2. The Chair shall preside at all meetings of the Board and shall appoint the chairs of all committees established by the Board. S/he shall be responsible for establishing the agendas for all meetings and shall be the official spokesperson for the Board. The Chair shall have responsibility for administering the policies established by the Board. S/he shall have the authority to execute all documents in the name of the Board when such action is approved by the Board of Directors. The Chair shall sign all payment vouchers prior to the issuance of checks by the Board. The Chair shall not serve more than two consecutive terms.

Section 7.3. The Vice-Chair/Secretary shall act in the place of the Chair in the event that the Chair is unable to act. S/he shall give notice of and attend meetings of the Board, maintain a record of its proceedings and provide filings records as may be required for Board business. The Vice-Chair/Secretary shall not serve more than two consecutive terms.

Section 7.4. The Treasurer shall be responsible for the safekeeping of the Board's funds, billing of dues/assessments, paying of authorized debts, reporting fiscal condition, as well as assuming normal duties related to the office. All sums received shall be deposited in a depository approved by the Directors. The Treasurer shall keep accounting records showing all financial transactions of the Board in accordance with generally accepted accounting standards and shall make a financial report at each meeting of the Board and shall permit inspection of all financial records. The Treasurer shall disburse funds in accordance with the adopted budget or as may be otherwise authorized by preparing proper vouchers for such disbursements. The Treasurer shall be responsible for arranging any required audits. The Treasurer shall further carry out other duties and responsibilities normally associated with the office. The Treasurer may serve no more than three consecutive terms.

Section 7.5. Any person entrusted with the handling of funds or property of the Board shall, at the discretion of the Board of Directors, furnish a board-approved fidelity bond in a sum prescribed by the Board at the expense of the Board.

Section 7.6. Any officer may be removed from office by a two-thirds vote of the Board with or without cause.

ARTICLE VIII: STAFF AND CONTRACTORS

Section 8.1. The Board may engage such employees and contractors as it deems necessary.

ARTICLE IX: BUDGET, DUES, FISCAL YEAR

Section 9.1. The officers of the Board shall prepare a proposed annual budget to be presented to the membership at the annual meeting.

Section 9.2. The fiscal year of CWFS shall be July 1 through June 30 of each year.

Section 9.3. Each member organization shall pay to the Treasurer an annual membership fee as determined by the voting membership at the annual meeting. Such fees are due and payable within 45 days after the beginning of the fiscal year.

ARTICLE X: COMMITTEES

Section 10.1. The Board of Directors may authorize the establishment of such committees and task forces as it deems necessary.

Section 10.2. The Chair shall appoint members to such committees.

Section 10.3. The members of the committees may include individuals who are not members of the Board.

Section 10.4. If the Board authorizes a committee to take board action, then there must be at least two members of the Board on the committee.

ARTICLE XI: LOANS

Section 11.1. No loans can be contracted on behalf of the corporation unless authorized by resolution of the Board.

ARTICLE XII: CONFLICT OF INTEREST

Section 12.1. All conflicts of interest must be brought to the attention of the Board.

Section 12.2. The Board's adopted conflict of interest policy and the procedures outlined in the conflict of interest policy shall be followed by the Board.

ARTICLE XIII: LIMITATION ON PERSONAL LIABILITY

Section 13.1. No director or officer of the Corporation shall be personally liable to the Corporation for monetary damages for conduct as a director or officer; and no director or officer of the Corporation shall be liable to the Corporation or other person for any action taken or not taken as a director or officer if the director or officer acts in compliance with the standards of conduct for directors and officers set forth in ORS Chapter 65, provided however, that this provision shall not eliminate the liability of a director or officer for an conduct for which liability may not be eliminated under ORS Chapter 65, including liability of a director or officer for (a) breach of the duty of loyalty to the Corporation, (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) any unlawful distribution, (d) any transaction from which the director or officer derived an improper personal benefit or (e) any act or omission prohibited by ORS Chapter 65 involving conflict of interest, loans or guarantees to directors or officers, or unlawful distributions.

Section 13.2. No amendment to these Articles that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director or officer for any act or omission that occurs prior the effective date of the amendment.

ARTICLE XIV: APPROVAL AND AMENDMENT OF BYLAWS

Section 14.1. These Bylaws shall take effect upon adoption by two-thirds of the Board.

Section 14.2. These Bylaws may be amended, repealed or altered in whole or in part, by a majority vote at any proper meeting of the Board; provided that a copy of proposed amendments are submitted to all directors at least ten (10) days before the meeting at which time the changes are to be considered.

CERTIFICATION

These bylaws were approved at a meeting of the Board of Directors by a two-thirds majority vote on August 16, 2011.

Secretary