



SUNSET TRANSPORTATION SERVICES

BOARD OF COMMISSIONERS

SPECIAL MEETING MINUTES

THURSDAY JANUARY 29, 2014

9:00 AM

Astoria Transit Center 900 Marine Drive Astoria, OR

1. CALL TO ORDER; PLEDGE OF ALLEGIANCE TO THE FLAG
2. ROLL CALL- Chair Lewicki, Commissioner Smith, Commissioner Goforth, Commissioner Kleczek, Commissioner Gearin, Commissioner Widener, Commissioner Fenske attended via phone
Staff: Mary Parker Executive Assistant
Legal Counsel- Jeanyse Snow
3. CHANGES TO AGENDA-None
4. PUBLIC COMMENT (3 minute limit)- None
5. OLD BUSINESS
 - a. Jay Flint Interim Director Consulting Contract- Chair Lewicki asked for comments on the proposal for providing consulting services from Jay and the contract that is recommended by Jeanyse Snow. Commissioner Gearin said that she feels that staff should determine which days and times would be best for Jay to be available to them. Commissioner Gearin also said that as the contract is written only the Board Chair is required to pre-approve Jay's extra hours however, Commissioner Gearin would like the entire Board to share in that authority and would like to see a limit on the number of the extra hours. Commissioner Gearin said she would like to see a delegation of authority for both Astoria and Warrenton offices and she recommended that Mary be that person at the Transit Center and appoint someone working in Warrenton for those offices. Commissioner Gearin also said this is a different situation than last time and she thinks the staff can handle it when Jay is not here. There was discussion about Jay having a flexible schedule and a cap of 16 hours a week for 17 weeks. Jeanyse Snow said it was her understanding that the relationship that the Board wanted was one of an independent contractor rather than a part time employee and that is the way the contract is written. Jeanyse clarified that the Oregon Statutes from the Bureau of Labor and Industry (BOLI), are interested in who is an employee and who is an independent contractor and define that. She said the statutes say an independent contractor is free from direction and control over the meaning and manner of providing the service. Jeanyse said her fear is advising the Board to enter into a contract with Jay as an independent contractor but the Board maintains so much control that if BOLI looked at it they would say it was not for an independent contractor. Jeanyse said there could be a problem of the Board controlling Jay's hours and which office he is in and she helped Jay redraft the proposal to give him some discretion. Jeanyse also said since Jay has been an employee there may be more scrutiny if anything ever does go before BOLI. Jeanyse said the contract allows the Board an out for no reason at all and she said her guess is that Jay can work with staff to set up a schedule. Jeanyse said Jay had two memorandums that contain all the criteria discussed at the last Board meeting and a key relationship transition plan. Jay said this will only be for a 3 month period. Commissioner Kleczek asked if Jay's memorandum fits with what the staff thinks they need now and can count on and they can set aside their questions for when Jay is going to be available. Jay said that he discussed

what would work best with staff however the plan can be changed. Commissioner Kleczek asked if Jay has to go to Salem on behalf of the Board will those hours be taken away from the 16 hours a week. Chair Lewicki said that there may be weeks he does not use the 4 hours of call time however if Jay approaches the ceiling of hours agreed upon we would amend the contract at that time. Jay said the contract goes to the end of May. Commissioner Kleczek asked about the budget and how Jay's pay would be accounted for since Jay's pay is not part of payroll and wondered if there was money budgeted for it and what department will his pay come out of. Jay said that it would fall under materials and services and regardless of this change the Board will have to approve an adjusted budget this year and this change will also be included in that. Jeaneyse explained that having the contract state "not to exceed a certain amount" seems to be acceptable by BOLI most of the time however if you pay someone by the hour BOLI says they are an employee. Commissioner Goforth said she we do have department heads in this organization and they are all quite efficient. Chair Lewicki said that the hours Jay chose were discussed with staff and staff feels comfortable with the schedule and Jay has committed to a response of 4 hours or less and will respond to emails and cell calls for any emergency situation. Chair Lewicki also said that this staff runs this business day to day pretty well and fairly autonomously and I have confidence that they will do what is needed. Chair Lewicki said he liked the proposal and agreement. Commissioner Fenske said she agreed with him. Commissioner Kleczek commented that both are well done. Commissioner Kleczek said there was one typo that needed to be addressed on the contract under item B. Jay said he would be submitting invoices on a bi-weekly basis. Jeaneyse asked that Chair Lewicki initial the correction on the contract when signed. Commissioner Gearin said with the additional information provided today she is comfortable.

Commissioner Kleczek moved to accept Jay's proposal and resulting contract for his services as Interim Director.

Commissioner Widener seconded the motion

Motion passed by unanimous aye vote

Voting Aye: Widener, Kleczek, Gearin, Fenske, Goforth, Lewicki and Smith (7)

Commissioner Gearin said that the Board should give Chair Lewicki the authority to approve extra hours. There was discussion with Chair Lewicki saying that he would inform the board if there was any approval of extra hours for Jay.

Commissioner Gearin moved that the Board give the Board Chair the authority to pre approve any needed extra hours with the understanding that they will be included in the total of \$13,600.

Commissioner Kleczek seconded the motion.

Motion passed by unanimous aye vote

Voting Aye: Widener, Kleczek, Gearin, Fenske, Goforth, Lewicki and Smith (7)

Chair Lewicki adjourned the meeting at 9:35 am.

Meeting was adjourned at 9:35 am

Mary Parker, Recording Secretary



Commissioner Carol Gearin, Secretary/Treasurer

Date 3/27/14

Mission Statement

Provide safe, reliable, relevant and sustainable transportation services to Clatsop County with professionalism, integrity and courtesy.