

**TURNER FIRE DISTRICT  
BOARD OF DIRECTORS SPECIAL MEETING MINUTES**

Meeting Minutes  
January 5, 2012  
7605 3<sup>rd</sup> St SE, Turner  
6:30 pm

Meeting called to order by President Dave Gulledge at 6:30 pm. Other board members in attendance were Ed Humber, Gene Schaefer, and Claude Kennedy. Director Anderson was not present. Also present were Chief Henson, AC Remy, AC Robinson, Kathy Puckett, Andi Batchelor, Kris Boyer, Joe McNarie, Jordan Donat, Bob Palmer, Dave Lawton, Jon Crow, Rebecca Shivers-Singleterry, Ron Rosgen, Ron Lee, Mark Wiesner, Chrystal Kiesel, Randy Brammer, Leanna Remy, and Anna Kraemer (recording secretary).

Agenda: Approved as presented.

\*6:33 - Adjourn for Executive Session: ORS 192.660 (2)(f) To consider information or records that are exempt by law from public inspection; 192.660 (2)(h) to consult with counsel concerning the legal rights and duties of a public body with regard to current litigation or litigation likely to be filed.

\*7:47 – Reconvene regular session.

New Business:

1. Consideration of legal representation. Director Gulledge stated that the historical attorneys of record are Ken Jones; general counsel, and Kathy Peck; labor counsel. He stated that the Board has had previous one-on-one discussions regarding independent legal counsel for TFD. Director Kennedy added that there had been some discourse on the issue and that Ken Jones office had sent correspondence regarding future representation for consideration by the Board.
  - a. *Director Kennedy made a motion that Director Gulledge contact Ken Jones for clarification of the correspondence regarding continued representation. Seconded by Director Schaefer. Unanimous (4-0).*
  - b. *Director Kennedy made a motion to retain the services of Barran Liebman, represented by Todd Lyon, in the event that Ken Jones was unable to amend the correspondence.*
    - i. *Director Gulledge amended the motion to state that in the event the Ken Jones was unable to amend the correspondence, TFD would seek other representation.*
    - ii. Director Schaefer asked for clarification: TFD seeking outside counsel only if Ken Jones unable to amend letter, or seeking outside counsel regardless.
    - iii. *Director Gulledge made a second amendment to state that Director Gulledge would speak with Ken Jones regarding continued representation and to seek amendment in the language of the confidential correspondence regarding general counsel, and that the Board would also be seeking separate counsel. Director Schaefer made a motion to accept the second amendment to the motion. Motion seconded by Director Humber. Unanimous (4-0).*
  - c. Director Gulledge stated that he would accept a motion from the Board regarding labor issues.
    - i. *Director Kennedy made a motion to retain Barran Liebman, represented by Todd Lyon, for Turner Fire labor issues. Second by Director Schaefer. Director*

Gulledge stated that the TFD Board was acting in what it believes to be the best interest of Turner Fire District by making the decision to seek independent legal counsel. *Vote is unanimous (4-0).*

2. Designation of primary contact for WVFRA business. Director Gulledge stated that the ORS 190 agreement says that each entity will specify a primary point of contact. Director Gulledge recommended that Assistant Chief Jon Remy be designated as the primary point of contact for WVFRA business, and furthered that AC Remy represent TFD in discussions of WVFRA business as it relates to TFD.
  - a. *Director Humber made a motion to designate AC Remy as the primary contact for WVFRA business for TFD. Seconded by Director Schaefer. Unanimous (4-0).*
  - b. Director Gulledge asked the Board to consider that the designated primary contact be notified prior to making decisions that impact TFD. *Director Schaefer made a motion that AC Remy, as the primary point of contact, be involved in discussion that impacts TFD prior to execution. Seconded by Director Humber. Unanimous (4-0).*
  - c. Chief Henson asked for clarification on the involvement of AC Remy in current ongoing contract negotiations. Ground Rules in place would need amendment approval from the union in order to add management representation. He asked if the Board intended to have AC Remy involved at the negotiations level, or to be appraised of issues affecting TFD.
    - i. Director Gulledge asked that AC Remy be contacted prior to decisions being made.
    - ii. Chief Henson stated that the bargaining is taking place between WVFRA and the union. If a tentative agreement is reached, all such agreements will come back before the Board for approval in any event. Director Kennedy stated that he did not think it necessary to involve AC Remy in ongoing negotiations, only to have information shared as it affects TFD.
    - iii. Director Gulledge asked the question of union president Boyer. Boyer stated that all TA's will come before the Board anyway, and that AC Remy did not need to be present but that he was welcome to attend.
    - iv. Chief Henson clarified that his approval of the union president clarifies the ground rules issue.
3. Command structure discussion. Director Gulledge stated that he had spoken with MCFD1 President Randy Franke regarding command structure and each entity will need to study their needs to determine what that would look like if WVFRA were to dissolve. No decision is needed tonight, but the impacts of that will need to be studied and discussed. Both TFD and MCFD will be considering two scenarios for command structure: 1) what the structure will look like if WVFRA dissolves, and 2) what the structure will look like if WVFRA does not dissolve, but becomes a service entity with independent structure.
  - a. Director Gulledge stated that he agreed with Director Anderson's previously stated belief that moving forward cannot happen without an idea of where we are headed.
  - b. Director Humber stated that compared to TFD before WVFRA, the District can never go back and the organization will likely be different altogether moving forward. It is unknown where TFD can go until financial questions have been answered. It is unknown how many staff TFD will be able to afford and what that might look like.
  - c. Director Kennedy added that he would like to know the cost of operating TFD as a separate entity.
  - d. Director Schaefer stated that the Board can help staff by developing the concepts the Board would like to see, and then staff can run the numbers and provide feedback to whether it is financially realistic or not.

- e. Chief Henson stated that knowing the organizational chart for TFD would be helpful as in current negotiations, there will come a point where we will need to know the financial impact of these decisions. He reminded that Board that the IGA for WVFRA can be modified by a vote of the participating entities is the suggestion is to change the structure of the agreement.
- f. Director Gullede stated that dissolution was necessary, in his opinion, and either way, a decision on that is needed.
- g. Director Kennedy stated that he didn't disagree that a decision is needed, only that a dissolution would need to occur over a period of time. He asked about the status of employees of WVFRA if dissolved as all employees are WVFRA employees; not TFD or MCFD.
- h. Director Gullede stated that he is looking at dissolution, there is no reason not to have amicable resolution, as echoed by Randy Franke. How the Districts go about it is an issue to be worked out, including an agreement of how to proceed with the career staff; how many go where.
- i. Chief Henson stated that the Board may find it helpful to consult with AC Remy regarding possible models to work through. He recommended that two board members from both TFD and MCFD meet with AC Remy and he to gather information before the two Boards meet jointly for discussion.
- j. Director Schaefer asked if all WVFRA employees become unemployed at dissolution. Chief Henson encouraged the Board to seek legal counsel and refer to the transfer statute on that topic.
- k. Director Gullede stated that he would speak to MCFD1 President Franke regarding a joint meeting toward the end of January.

Next Meeting: January 19, 6:30 pm at 7605 3<sup>rd</sup> St SE, Turner.

Adjourn: 8:38 pm.

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Dave Gullede, Board President

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Board Secretary