



# QLife Board Meeting Minutes

Jun 15, 2023 at 12:00 PM PDT

@ 511 Washington St., The Dalles, OR 97058

## Attendance

### Present:

Members: John Amery, Scott Hege, Matthew Klebes, Stephanie Krell, Mike Middleton, Carrie Pipinich, Rod Runyon, Tyler Stone, Lee Weinstein

Public: Travis Stenhjem (ADP) (remote), Josh Pool (remote), Todd Reeves (remote)

### Absent:

Members: Kristen Campbell, Dale Lepper, Scott Randall

#### I. Call to Order

President Weinstein calls the meeting to order at 12:05 PM.

 [Agenda \(1\).doc](#)

#### II. Approval of Agenda

There are no changes to the Agenda.

##### **Motion:**

Motion passes unanimously.

#### III. Consent Agenda

There are no changes to the Consent Agenda.

##### A. May 3, 2023 Minutes

 [050323 QLife Board Meeting Minutes.pdf](#)

##### **Motion:**

Mr. Runyon makes a comment that he was not at the last meeting. Motion passes unanimously.

#### IV. Action Items

##### A. EntryPoint - Consulting Services Agreement & Scope of Work (Presenters: Matthew Klebes, Tyler Stone)

Mr. Klebes remarks that Bruce Patterson and he had a robust and lengthy conversation about the future of QLife and what resources we would need to achieve those goals. When Mr. Patterson presented to the Board, we discussed at the gaps, ways to bridge those gaps, potential operations models and what our current staff and resource requirements are. There was a consensus to develop this Statement of Work (SOW) and contract with EntryPoint and the document in the packet is what they put together. We replied with some redlines as part of

our due diligence and EntryPoint has accepted them and a non-disclosure agreement. The SOW has a maximum expense of \$60,000.

Mr. Hege asks if the "not to exceed" price is just a place holder and if they will bill us based on time spent. Mr. Klebes confirms that each project has an estimation of hours that will be spent but wanted to include a "not to exceed" so that if we approach that amount, we can come back to the Board to review. Mr. Hege asks what the retainer fee is for and Mr. Klebes responds that he believes it is similar to a down payment. Mr. Hege states that he would hate to pay a retainer fee if they are only able to perform a small amount of work one month. Mr. Klebes adds that he is interpreting it as a draw down not a flat fee per month but will clarify with EntryPoint.

 [Redlined 06122023 City of the Dalles aka Q-Life CSA and SOW EntryPoint Networks \(002\).pdf](#)

 [Redlined Q Life Insurance Exhibit B \(00097094\).undefined](#)

**Motion:**

The motion includes an exception to review the SOW and fully understand the retainer fee.

Motion passes unanimously.

V. Finance (Presenters: Mike Middleton)

A. Budget Hearing

President Weinstein opens the budget hearing at 12:16 PM. He comments that last month we had a productive budget committee meeting.

Mr. Middleton remarks that there were no changes but we had a discussion ahead of the hearing about the EntryPoint contract and what fund it should come out of. There are two choices -- we could spend it out of the Capital fund since it is related to capital projects, or it could come out of the Operations fund but that would require a budget change to move \$60,000 from contingency into contracted services. Mr. Middleton does not have one recommendation over the other. President Weinstein asks if it would make sense for it to come out of the Capital fund and Mr. Hege responds that we have the most dollars in that fund. Mr. Runyon adds that as long as the dollars in the Capital fund are not earmarked for other projects, he is in favor. Mr. Middleton responds that those dollars are available for Board approved projects and to date, we have only spent 12% to 15% of the allocated funds.

There is consensus from the Board to use Capital funds for the EntryPoint contract.

President Weinstein closes the budget hearing closes at 12:21 PM.

 [FY24 Qlife Summary for Resolution.undefined](#)

 [FY24 Adoption Resolution.docx](#)

 [Motion language for Adoption Motion.undefined](#)

**Motion:**

Adopt Resolution #23-03 adopting the Qlife 2023-2024 budget totaling \$3,962,479.

Motion passes unanimously.

**B. Financial Report, Reconciliation and Analysis**

Mr. Middleton presents the finance report included in the packet and remarks that we are 91.7% through the fiscal year. The Charges for Services in the Operation fund are \$649,284 which is 92.5% of the budgeted expectations. This is a slight increase over FY22 of 0.5% or \$3,104. The Accounts Receivable has a total outstanding of \$33,726 as of 5/31/2023 – of this \$15,910 is current, with \$17,816 over 30 days.

The transfers from the Operations fund to the Capital fund at \$27,000 per month totaling \$297,000 and \$50,000 from the Maupin fund have been received. Due to the increased interest rates and the conservative budgeting, interest is at 339.9% of the budget expectation and 367.4% of last fiscal year to date.

The Maupin fund is doing well and Charges for Services are just under \$14,000.

The funds are in good positions. At this point the fiscal year is half over and the funds are looking healthy and moving in positive directions.

Expenditures are well within budgetary expectations.

Mr. Hege asks how we invoice our customers and Mr. Middleton explains that we send a combination of paper and digital bills based on their preference.

 [Qlife Financial Analysis 2023-05 May.pdf](#)

 [FY23 2023-05 May Financial Reports.pdf](#)

**VI. Discussion Items**

**A. Administration & Project Updates (Presenters: Matthew Klebes, John Amery, ADP)**

Mr. Klebes informs the Board that he recently hired a new Facilities Supervisor, which has given him more capacity to keep QLife a priority for economic. He and several participants of today's meeting attending a broadband meeting hosted by Business Oregon. It was a listening session but many participants were frustrated that it seems to be more of a "check mark" that they hosted a meeting to collect and act on feedback. He was hoping for more back and forth conversation with Business Oregon, which did not occur. The biggest takeaway was how we should dispute challenges when maps are developed and what data we can gather from speedtests so homeowners can be part of the process.

Ms. Pipinich adds that it is unclear what data will be taken into account from the state but that there is value in documenting concerns and writing to the broadband office. Mr. Klebes asks the Board if they would support a letter from the BAT and Mr. Stone states his support.

President Weinstein asks if they sent participants a survey following the meeting for feedback and Ms. Pipinich responds that they did not. Mr. Stone also remarks that he does not believe residents will complete a survey and wonders if we could complete it on behalf of the homeowner. There is consensus from the Board to have the BAT send a letter to the broadband office detailing concerns.

Mr. Amery states that we cannot change the FCC rules so the funding amount is set but we can challenge the process. If we submit our challenges now, they can review that it is equitable for all. Ms. Pipinich adds that Business Oregon did not make it clear what kind of data was acceptable to challenge.

Mr. Klebes segues to the news of a recent grant/loan award to North-State Telephone for a project in South Wasco County. Mr. Runyon wonders why we are not connecting that area of the county and Mr. Klebes responds that we discussed serving the last mile through an NTIA grant but we were not awarded funding to move forward. Mr. Runyon asks if North-State will look at us as a competitor but Mr. Klebes explains that they will be the sole provider to those

customers and will be an overall "win" for our constituents. Mr. Amery remarks that we may want to discuss redundancy with them. President Weinstein expresses his desire to send a letter congratulating them. Mr. Runyon adds that we should also look at how we may work with them in the future.

Mr. Hege wonders why we did not apply to the same grant opportunity and Mr. Klebes responds that we applied to the NTIA grant previously and did not pursue this opportunity. Mr. Hege states that there is a business case for serving the area because maps show that vast parts of our county are protected by a broadband partner. Ms. Pipinich adds that she discussed that with John Holman and he believes that data is quite old and not held as accurate.

B. Oregon Telecommunications Conference (Presenters: Stephanie Krell)

Ms. Krell informs the Board that dates and keynote speakers have been released for the Oregon Telecommunications Conference. Additionally, there is an option to attend virtually this year. She asks the Board to let her know if they would like to attend.

 [OR Connections Telecom Conference.pdf](#)

C. BAT Update (Presenters: Carrie Pipinich, Lee Weinstein)

Ms. Pipinich announces that they are reviewing Washington counties that have a planning process prepared for broadband funding and looking at how it may be useful in Oregon. President Weinstein asks how Washington compares and Ms. Pipinich responds that they have funded for local capacity to do planning but is unsure how they plan to gather data. She says it feels that they are more focused on local needs.

D. Aristo Technical Management Report (Presenters: John Amery)

Mr. Amery updates the Board on his technical management report included in the packet. Damages at Jefferson Street is the lowest priority at this time and is instead prioritizing fiber-to-the-home. The high density frame project has new cables installed but he has not be able to test them yet. The Chenowith School project is moving along well but we hit more rock than we had anticipated. The financial impact appears to be minimal and we ares scheduled to splice at the end of the month to meet the end of the fiscal year deadline. ADP is moving forward with the Port project with drawing plans. We also met with property owners on easements. Mr. Runyon asks if we had any equipment damaged in the MP 87 fire this week and Mr. Amery confirms that we did but that he is not concerned over it because it was a joint line with another provider. If it was damaged it is not impacting services and he plans to inspect it before winter.

 [20230613 Aristo Technical Management Report.pdf](#)

VII. Executive Session

Executive Session ORS 192.660 (2)(g) Competitive trade or commerce negotiations, ORS 192.660 (2)(n)(D) & (E) Discuss information regarding security of telecom systems and data transmission.

At 12:59 PM, the Board enters into Executive Session.

At 1:25 PM the Board exits Executive Session.

President Weinstein states that no decisions were made in the executive session. He met with the PUD last month to see if they would be interested in a future partnership. He found Roger Kline to be amenable. Mr. Klebes adds that Mr. Kline was interested in the presentation by EntryPoint. Mr. Hege also adds that he had

a similar conversation with Wasco Electric and the PUD expressed interested in the QLife Board attending one of their Board meetings at some point.

Mr. Klebes remarks that the city's new economic manager is starting in July and will be evaluating the Wi-Fi in the city and discuss about if we need the service or if we should target covering only gathering areas.

The meeting is adjourned at 1:25 PM.