

Recording: Recording in progress.

Jennifer Nash: Good afternoon. Thank you, and welcome to the March 20th, 2024 Oregon Public Defense Commission Meeting. My name is Jennifer Nash. I am the chair for the commission. I apologize for the late start of the meeting. We were having some technical difficulties. This morning, we had a non-public session, a private retreat, that...and we spent some time doing team building work and then had a state required training for boards and commissions. And now we've opened the public meeting starting with a briefing from Moss Adams, Scott Simpson and Jessie Lenhardt, who are here to talk about organizational development, strategic planning, and habits of highly affective governing bodies. And with that, I'll turn it over to the presenters. Thank you.

Scott Simpson: Great. Just a moment here while we get our presentation pulled up.

[Pause]

Scott Simpson: All right. Thanks for having us today. We're here to talk about strategic planning. I'm Scott Simpson, partner with Moss Adams. I spent the first 20 years of my profession doing audits of governmental entities and have kind of transitioned into more of a consulting role over the last few years. I've worked with the commission off and on for four years now. We did the Oregon report several years ago. We'll talk tomorrow about the six-year plan. And then talking today about strategic planning. I have worked with other public defense organizations in other states, and so know a fair amount about Oregon and what's going on in a number of other states. Jessie, I'll let you introduce yourself, and then I'll talk about the rest of our team.

Jessie Lenhardt: Great. Such a pleasure to meet all of you. Thank you so much for having me here today. Jessie Lenhardt. I am the senior manager also with Moss Adams, and I am part of our strategy and operations team. So, that focuses on anything related to organizational development that you can possibly imagine. So, I have been brought in to really help partner with OPDC on some upcoming strategic work.

Scott Simpson: And one of the great things about working with Jessie is that I brought her in to help out on the six-year plan with this commission. She started working with another public defense commission in another state. And so really we got Jessie involved in the commission's work even though her primary [Inaudible 00:02:58] is organization development. So, it's going to fit really well. We have a couple other people that you can see on the screen – Annie Rose, not with us today, who will also help out. Colleen Rozillis is another partner in our consulting practice. Emily Hayes is going to be one of our data analysts. Emily has worked on the Oregon Project so is familiar with the commission, as is Annie

Faithley [Phonetic 00:03:25]. So, that... And then Ben Tan [Phonetic 00:03:29]. So, that kind of rounds out our team.

We're going to talk a little bit about the purpose and role of strategic planning. We're going to go through our process. We're going to have some time in here for questions. We're going to give a little bit of information on governance and then some habits of highly affective governing organizations, governing bodies. So, strategic planning overview. What we have been brought in to do is help the commission create and develop a new strategic plan to help guide yourselves over the next five years. The plan is designed to help establish a clear path forward and really identify some goals that you're going to want to achieve over that timeframe. One of the distinctions I want to make... When we started talking about this project... And we actually talked to some people in the legislature. There was real focus on transition planning. We understand that transition planning is huge, but transition planning is part of the strategic planning process.

If we were to just come in and do a transition plan, it would focus on just that transition and not some of maybe the overarching strategic goals of the commission. So, the way that we're structuring this is we're going to focus on strategic planning of which one component is going to be that transition planning and the changes in operations. So, wanted to be very clear, we are going to focus on those things, but it's going to be incorporated under that umbrella of strategic planning. And Jessie, I'm going to pass it off to you here.

Jessie Lenhardt:

Great. My mother loves it when I say this – I stand when I present because I have a lot of energy and was a theater kid, so here we go. This is... For those of you... I imagine several of you are really familiar with the strategic planning process, but we always like to assume that this is everybody's very first time ever doing this. So, the way that we approach strategic planning really is in kind of this structure. So, we start with establishing mission, vision, and values. And so a lot of that conversation already started today, earlier this morning when we were talking about the role, the purpose, what we hope to achieve as being part of the commission when we really kind of start to identify and get on board with why we're here, what do we want this next little bit of time to look like.

So, the purpose, the vision, that mission, those values really are the grounding and that foundational piece. Stuff that's off of the pyramid, but it's a foundational piece to the strategic plan that's going to help inform everything that flows underneath it. So, the strategic goals, objectives, performance measures, and operating plans. One of the other things I heard as part of the discussion this morning really was an orientation towards, "We're doing a lot. How can we get off of what feels like a crises response wheel, start thinking ahead of what we need to do, be strategic about prioritizing what we're able to

do, and set ourselves up not only for our long-term goals but our short-term milestones?" So, the objectives. And then how can we measure how effective we are? How can we track our progress? How can we use this data to help inform reporting, to help communicate internally and externally?

Especially when we need to move the needle on some of these very big initiatives and other ones that are kind of small, like can we get a table of contents in Adobe on our iPads. Right? So, some of those things – how can we bring all of those pieces together to get some short-term wins, to get some midterm wins that are ultimately going to lead us towards some long-term achievement of our strategic goals, and then how can we build those into operating plans. So, this is a very high level overview of how we are conceptualizing and pulling together the parts of the strategic plan.

So, to bring all of these pieces together, this gives you an insight just into the process. So, we go through each one of these steps. A lot of the work that we do really is grounded in a couple of our own goals. We want to make sure that the plan is actionable. There is nothing more defeating than putting a ton of work, and energy, and effort into contributing to a plan and having it sit on a shelf for a variety of reasons. So, we follow this process to make sure that we are getting a broad range of input from people.

We're identifying who those are right at the beginning. The process is also grounded in a lot of change management, best practices. So, communicating where we are now, what's happening next, really making sure that we're being diligent about guiding people through and collaborating with people through the process. So, right off the bat, a proper plan prevents a lot of mess. So, we get started with planning. If you set yourself up well, planning is going to make all of these kind of other pieces flow really naturally. So, we spend a lot of time in planning. Then we go into discovery. And so this is where we just wrap our arms around all of the things that people are doing that we want to do, and then what are the priorities that people have over the next five years. So, that's the discovery period. It's a lot of uncovering. We do that in a couple of different ways.

So, we set up interviews. A lot of those are going to be with OPDC, again, just to uncover what's all the stuff that are a normal part of operations, and then what are some of the higher initiatives. It's also going to include interviews with you all. We're very interested in hearing from you, what your priorities are. When you think of the goals, the mission, the vision, where OPDC...yes, I said that right...is heading over the next five years. So, after that big round of fact finding and discovery, then we facilitate a series of work sessions to go through each one of the strategic planning components, starting right at the top. So, collaborating and having sessions not only with OPDC leadership but also with

you all to really align and build that vision, build the mission, and get some values on and included in the document. Then we take all those pieces, put them into a draft, send that out to review, and then launch. Send it out into the public to get their feedback on it as well.

So, the reason we do this, and I also heard this as part of the morning session, really is to avoid surprises. I don't know that I've loved a surprised since I was about five and had a surprise birthday party. In the professional world, usually surprises are never great. So, we try to mitigate that as much as possible, really focusing on communication, giving you all a chance to review, provide feedback, be very clear about where we are and where we're going. So, when we think about...this focuses in more closely on those discovery pieces.

So, we... These are all the areas that we are looking at when we are thinking about what goes in and what gets considered in the development of a strategic plan. So, those assessment pieces could include staffing. It also includes the state of technology, and systems, and processes, how manual are things – all of those pieces that go into executing a lot of this work. We also look at finances, external factors, you all, governing body partners, agency staff, and leadership.

So, through all of these things, we work ourselves through the maze of putting together a strategic plan. So, what this looks like... We talked about our process. We talked a lot about the input. And so this is just a visual representation of some of the milestones that we track when we are going through this work. So, that kickoff and orientation really is part of that planning. You'll see fact finding and field work, discovery activities, interviews, document review. We also have capabilities of doing a survey. Then you'll start to see those management work sessions and then development of the draft, all the way through to the end. So, we anticipate the entire strategic planning process including all of the rounds of review, and fact finding, and work sessions that are part of the development process to last about six months. So, like Scott said, we know that a really big part of this also is that transition plan.

So, typically when you're putting together a strategic plan, there's a discovery period around priorities, objectives, performance measures, really defining the activities. What do we need to do? Congratulations. We have strategic goal one already identified with each one of those activities already built out, so there isn't a discovery period around the transition plan [Inaudible 00:12:37] outlined for us all of the things that we need to do, so we can get started on building out, "Great. What are the resources we need? Who do we need to get in touch with? What exactly are the tactical components that go into executing that work?" So, that's how both of those things can happen together, and we don't have to wait six months in order for you all to get updates and for OPDC to start making progress towards executing and planning out some of those transition pieces.

So, for next steps, we have conducted an internal kickoff with OPDC. We've provided them and have already gotten that discovery piece started, so provided them with a document request list. We've received those and are starting to review them. Next up is where we start to put together the draft interview list. We'll review it with them, and then start reaching out internally, and then luckily to you all to get your feedback on the strategic plan. So, then after that, all that work will fold into your very first work session. The very, very first work session. So, congratulations, you have survived strategic planning orientation 101. Any questions?

Jennifer Parrish Taylor: What part of the strategic plan would be inclusive of providers?

Jessie Lenhardt: So, providers are likely to show up in a couple of different goal areas. And so we think about what is it about providers that we want to address. Is it...? And so that...if we're talking about the six-year plan and some of those pieces, all of that kind of gets built into. So, we want to make sure that we are divining what do we want to do, where are we at now, and then what pieces do we want to move, what is going to be the responsibility of OPDC, and who are the new partners. So, it's possible... It's a very longwinded way of saying it's possible that they will show up in a couple of strategic goals once the priorities are identified through that discovery period.

Jennifer Parrish Taylor: But shouldn't they also be included as part of the process to determine those goals?

Jessie Lenhardt: The discovery.

Jennifer Parrish Taylor: Okay.

Jessie Lenhardt: So, reaching out to them... Is that what you're asking?

Jennifer Parrish Taylor: Yes.

Jessie Lenhardt: Yeah.

[Crosstalk 00:14:46]

Jessie Lenhardt: Yeah, and that's where we could use things like focus groups, [Inaudible 00:14:50] surveys. Yeah, absolutely. Great question. [Pause] How about you all?

[Laughter]

Jennifer Nash: It's a lot to think about actually.

Jessie Lenhardt: Yeah, no problem. Like I said, there's a really big commitment towards having this process be very collaborative. We are interested [Inaudible 00:15:15] really big communication. So, if you have any other questions, by all means, yeah, happy to answer that. Eric?

Eric Deitrick: Yeah, I just have a question maybe for some of the commissioners here. I mean, how long do you anticipate reaching out to them? Would your first meeting be in a group or one on one with them?

Jessie Lenhardt: Yeah, also a good clarifying question. We do interviews with commission members one on one. They're typically a 30-minute interview. Again, just to do that SWOT – strengths, weaknesses, opportunities, threats – and then identification of your top priority areas. What initiatives do you have on your radar? What are some of the things that you would like to see the needle moved on? And so that typically takes place once we have the initial outreach. We try to keep those pretty consolidated within a two-week period. So, that's the timeframe. But then we will also reach out to you once the...with vision, mission, value reviews. Usually that's about an hour max a workshop and then to review the full draft. Which depending on how fast you read... As lawyers, you may read very fast. I do not. It takes people different amounts of time.

Scott Simpson: One thing that I'll add is when we do reach out to have one on one discussions with you, please be as open, honest with us as you can because the more input that we get from you all, the better the product is going to be. And the other thing by reaching out and having one on one discussions is we're able to identify some themes. And so if there are some themes that I'll just say are concerns that people have in the ability to create a strategic plan or the things that go into it, we're able to gather that information and kind of compile it, and then bring it back to the group for a larger discussion, if there are things that really stand out and warrant further input. So, please, again, when we reach out, bring it all. The thoughts, concerns that you have, ideas, because we really do and would appreciate all of them.

Rob Harris: I think that touches on my question to you, and maybe commissioners and staff would have different ideas about the menu of services or [Inaudible 00:17:55] I'm assuming that'll be [Inaudible 00:18:02] during the interviews.

Scott Simpson: Yeah.

Rob Harris: And it's not your job to decide what the solution is.

Scott Simpson: Nope. Nope.

Rob Harris: It's your job to listen and figure out what the [Inaudible 00:18:10] range of reasonable opinions are, I guess.

Scott Simpson: Yeah.

Rob Harris: And identify and allow [Distortion 00:18:19] Is that accurate?

Scott Simpson: That's exactly what I was... You more eloquently said than I did, but that's what I was trying to get at, yeah. We're going to hear a lot, and we're in the unique position where we can compile all that information and bring it back for an open discussion. We're not making the decision on what the priorities are. We're going to compile the information and present that so that you guys can look at it and say, "Okay, yeah, that's what we all kind of said." Or there may be some people saying, you know, "There's a few points in here that I think we need to have further discussion on."

Rob Harris: So, you will draft a report? Is that right?

Scott Simpson: Yeah. Yeah.

Rob Harris: And it'll go to the agency, I'm assuming, first. What's the process of drafting the report and going through there, and does the agency have input...editorial power on this? Does it come to us to draw information in? I'd like to understand how this process works.

Scott Simpson: Sure. Jessie, do you want to touch on that.

Jessie Lenhardt: Yeah. Okay, so here we have right across the top all of those fact finding pieces, and that's where we will hear likely the kitchen sink of people's priorities, goals, and all of the different areas that folks have...again, that SWOT analysis. So, then after that, what happens is we'll put together the first management work session. And included in that is an overview of themes. So, this is... Right, we'll take all the information and say, "These are the things that we heard as top strengths. These are the things we heard as top threats." And go through each one of those. And then, "These are the things that we heard as key priorities." And we'll facilitate the process with you all of diving into, and brainstorming, and then synthesizing that to say, "Is there anything that's missing?"

Like a lot of the stuff you did with Paul. Is there anything that's missing? Is there anything that's surprising? Is there anything where someone might have a different perspective or opinion? And facilitate the development of those goal areas, so the vision, mission, value, and then those goal areas with you all. Then after that, we provide drafts of what that might be back to OPDC. They have a chance to review and say, "That looks about right." It could be, "Wordsmith this."

This seems reflective. Have you thought about these other pieces?" Then what we do is we'll incorporate all of that feedback and then present it back to you, as that check to say, "Does this look about right? Are there any concerns that you have? What did you think about some of these other pieces?"

And then facilitate that process, and it is more of a consensus process, into then diving into the next layer. So, really goes incrementally through the biggest picture to the broad goals, down to the objectives, and, "Okay, great. What activities make sense in a five-year period in order to help us accomplish those broader goals?" So, at each one of those phases... So, the mission, vision, values and then the objectives, activities, and performance measures, drafts are provided. They're reviewed first by OPDC and then they are reviewed by you all.

Then we get to the full draft plan that then, again, gets reviewed by you all. And then also there is an opportunity to get feedback on that plan from the public, so where folks would be able to say, "I have questions about this." Or thoughts. Or, "How is the following addressed?" So, it's a very iterative process as we are going through development of the plan. So, then once we have all that feedback gathered, then the plan is adopted and finalized. Did that address... Any other questions come up through that description?

Rob Harris: I'm looking at it. I'm looking at your color coded little chart here. [Inaudible 00:22:06]

Jessie Lenhardt: It's a little tough to see between the tan and the light gray. But, yeah...

Rob Harris: Real quick.

Jessie Lenhardt: Yeah?

Rob Harris: The work sessions are just agency leadership work sessions? No one else...? You guys are...consultants are engaged in that, but that does not involve the commission. Is that correct?

Jessie Lenhardt: Right, we will have separate commission work sessions because they are in a public meeting built into the review process.

Rob Harris: Okay. Thank you.

Jessie Lenhardt: Yeah. Good questions. And this is not, as I'm sure you have seen, the most detailed of every step. It's guiding the overall process, but happy to provide additional detailed reports and timelines, again, as all of that gets solidified. Those are great questions. Anything else? Okay. So, now we're just going to go

into a little bit of kind of habits of highly affective governing bodies. So, we know that you all are a very fun group. So, of all of the commissions...

[Laughter]

Jessie Lenhardt: Of all of the city councils and all the commissions in all of the land that we have been apart of, I'm very energized by the conversations that happened thus far. So, when we... And so a lot of this is going to be very not new for several of you and stems from and goes to a deeper, more specific level to you all when we think back to the conversations that we had this morning. So, at its most foundational level, governance really is and you are all a body that helps make some decisions and takes appropriate action to deliver on the mission in an affective and accountable manner. So, I heard both of those earlier this morning, thinking about how affective we are and how we're able to hold each other accountable, how we're able to use data to make good decisions and really kind of inform the path forward. And so, again, at its most basic, a governance system and environment really is the combination of policies, technology, which we have today learned a lot about, and structures.

So, when we think about the roles and responsibilities of a governing body, again, this is at its most basic level kind of what's expected of a governing body in terms of its role and how it works in partnership within an agency. And, again, a lot of this is going to sound very familiar from what you all already identified this morning, right? So, setting the framework, setting the direction for [Inaudible 00:24:58] ensuring accountability, providing good will and support through the organization. So, at its most basic level, a lot of these pieces...again, no surprises, nothing new.

So, one of my favorite conversations to have and what we always get with any governing body, or council, or board is where is the sweet spot between being into the weeds...being too operationally focused and being too high minded, not necessarily paying attention and asking the good questions in order to help kind of graft , and shape the direction, and build the framework, and inform the policies, and those kinds of things. So, what we have and what we actually include in a lot of our assessments is a very high level breakdown of typically the roles and responsibilities, and how these two bodies work together between kind of the commission and the agency, or more broadly, a governing body and management team. So, right off the bat, thinking of the commission or any governing body honestly as one that governs, guides, and directs. So, thinking about ways, and the role, and how you show up as considering issues, monitoring progress...heard a lot about that this morning also...creating, and reviewing, and adopting strategic policy, operating ethically and with integrity. That was another piece.

I think that's kind of a gimme, but always good to make sure that people are aware that we're expected to behave ethically. Providing oversight, requesting information. Lots of good conversations about the balance of getting meaningful information. We live in a data rich environment. What's really going to make the most sense for us to make the most important decisions moving forward and kind of deciding what to implement. Then really thinking about the executive leadership, agency management as deciding how to implement really operationally focused, developing recommendations to provide to you all, recommending but then also implementing those policies, reporting on progress, acting in a public interest. Again, operating ethically. But it really is oriented on the how. So, then always kind of good to think about, what don't we typically do, or what falls outside of the typical role of a governing body. So, again, you'll see that a lot of those are all very operationally focused.

So, administering policies, directing staff other than the executive director, abdicating your responsibility, and all those pieces. So, I see a lot of head nods. No big surprises but always good to have that refresher in there. And so then the role of staff. Not setting the strategic policies, kind of recommending them and then implementing them. They don't direct you all. They don't assume your responsibilities or circumnavigate kind of the role and processes that are typically in place that would include you all in the development of any...of the policies, plans, kind of how the agency is directed to do its work.

So, this is also a list of just some example roles and responsibilities of different governing bodies that, again, are likely not to be a surprise. And aligned with a lot of the things that are in place to really kind of guide and direct, so we're not going to spend a ton of time here. But if you kind of look at this list, is there anything that you all feel like is missing? Does it sound about right? Anything that you would want to call out as particularly important?

Jennifer Parrish Taylor: I'm just wondering, like what's the feedback loop between all that we're doing and beyond just the public meetings in terms of...? And part of what we're coming up against is that we don't do a very good job of publicizing what we're doing and the progress that we're making, and I think that also extends to the legislature. And I know that we have discreet ways to do that, and there's roles that do that directly. But how do we leverage things like our website and social media to really speak to and shape the narrative of what we're trying to do here, and really let folks know there's some energy here. "We've heard you. We're trying to implement. This is what we're doing. This is how [Inaudible 00:29:34]

Jessie Lenhardt: Yeah. My two cent consultant advice is do a good old fashioned gap analysis. What are you doing? What is a miss? What are you trying to have do? And when was the last time you touched base with people to see where are you getting

your information? Because I can try and give Scott updates on progress, but if I send it via carrier pigeon, he's not going to get it. Right? Or if I send it written, he's not going to get it, and it's going to be out of date. Those are very extreme examples. But when you think about the ways that people get in touch and understand what's been going on, how can I contribute my feedback... "Let's do an inventory." "Okay, where is this already taking place? What do we need to keep doing? What should we stop doing, and what should we continue doing in order to kind of make sure that the message isn't just crafted but also reaching the intended audience?" And that's also something that is part of the discovery period and could be included in a strategic plan. You know? As a goal.

Jennifer Nash: You're talking about planning, but this is kind of in that regard, the elephant in the room, and that is that we miss almost our entire constituency because the main people that we communicate with are contract administrators, not the actual [Inaudible 00:31:02] doing the work and not the clients. And so that's the big, I think, for communication...the biggest gap that we have. And some contract administrators, like some that are here now, are much better with communicating with their own individual lawyers than others. And so we do all of this work up here, and then people who it impacts don't know anything about it. Or even how to access... They don't know what they don't know. They don't even know how to access the information, and we don't have a way to provide it to them.

Rob Harris: I agree with that. And when you said... Let's see, I was thinking, oh, communication with providers and maybe the clients, people we serve. You know, making sure that we're open to that feedback so that we can develop these policies and understand where we're falling short possibly or where the agency can pick it up. So, I totally agree with that. Somewhere in there, I don't know where it falls... Maybe it falls in one of these categories, but somewhere, I think Jennifer said feedback and communications with the people we are serving or supposed to be serving at least, as well as our providers which are a key component of this system.

Jessie Lenhardt: Yeah, making sure we're staying in touch with the people we need to hear from. And part of that analysis... Right? You talked a lot about providers and then also potentially clients. When you start mapping out who are the people that need to receive this information, who knows who else might pop up on the list. And then who knows what else people might or might not be receiving based on where things are showing up?

Jasmine Wright: I think communication will be key, especially as we transition to a model in which [Inaudible 00:32:44] are no longer likely to have contracts [Inaudible 00:32:52] hourly [Inaudible 00:32:54] communicate with everyone and the

contractors are [Inaudible 00:33:04] they know what to expect and that there's timely communication with them. [Inaudible 00:33:17]

Jessie Lenhardt: I do groan at the number of emails that I send out daily, and I always have to remind myself that communication is king. It really just contributes to so much avoidance of issues, escalation of stories that are unsubstantiated, or any number of things. It supports good change practices. It supports transparency. So, yeah. I think focus on communication is great. Yeah?

Peter Buckley: Question [Inaudible 00:33:45] for the agency.

Jessie Lenhardt: Yeah?

Peter Buckley: How does this process align with the development of your budget into 2025? Will this [Inaudible 00:33:54] if we have this strategic plan in July? [Inaudible 00:34:00] for 2025?

Jessica Kampfe: Thank you for the question. So, our agency forecasted budget needs to be approved by this body in our August commission meeting in order to line up for the 2025 [Inaudible 00:34:16]

Peter Buckley: So, we can't screw around. We got to get this done.

[Laughter]

Sen. Floyd Prozanski: With the budget, you're going through that process right now, right?

Jessica Kampfe: We have started the process of going through the budget right now. So, the governor's office had asked us to provide them with copies of preliminary ideas around TOPS [Phonetic 00:34:39] analysis several months ago. We will be coming to the commission in May to talk about TOP concepts with the commission. We'll be asking the commission to give the agency direction on what to move forward in our June commission meeting, and we'll be building that stuff out. We have some debt lines in the spring. Then the final version of the agency's requested budget will need to be in August 30th is the date on that.

Sen. Floyd Prozanski: I looked at my weighs and means guide [Inaudible 00:35:13]

Peter Buckley: [Inaudible 00:35:13] governor's guidelines [Inaudible 00:35:18] [Laughs]

Jessie Lenhardt: And so when we're thinking about all of these samples roles and responsibilities, also good to ground these in a lot of the things that we talked about how we show up to these meetings, how we engage with one another can really help form and make a lot of carrying out these roles and responsibilities really

successful. Great. So, these are some characteristics that we always get asked when talking about. So, what do I need to think about as a governing body in order to be really affective? Not just, "I want to have a purpose. I want to think about when I show up, I know what I'm doing, what's expected of me. How can we really optimize this process in order...?" Because to move forward really successfully, again, in partnership... So, this is kind of an example of some pieces that come together that, congratulations, I already saw executed this morning.

So, thinking and acting really strategically, obviously an orientation towards moving things forward as a whole versus kind of that individual prioritization of personal goals. So, respecting... Right? Flows right into that next one – respecting the shared constituency. What do our stakeholders need? I heard a lot about orientation here today also. So, group decision making, good processes around that, what does that look like. Honoring the partnership. Systemic and valid assessments of policy implementation. Not only do we enact it, but how are we checking in to make sure that it's achieving our intended outcomes.

So, good, old fashioned way just to make sure that if we do need to make any adjustments, we can, and we know exactly where those start. Evaluating performance and continuous personal learning and development as leaders. A lot of the things that you may encounter might be new, either in subject matter or in topic, and so that pursuit of continuing education and learning is just a really healthy part of kind of being an engaged governing body. So, when you think of this, anything else that you would add to the list?

Peter Buckley: It's another fine list.

Jessie Lenhardt: Fine list. [Laughs]

[Laughter]

Jessie Lenhardt: Excellent. Yeah, today has been a day of lists. All right, another list. So, thinking about the partnership – what does it really look like to have a very affective partnership and working together. So, all of those right at the left – trust, respect, candor, and communication. Boom. Right there, communication grounds all of this. [Inaudible 00:38:05] pieces about being able to be candid, having that interest in being able to be kind even when we disagree, being able to be honest with one another, being able to not be direct and also in a way that is sensitive so that... Right? We don't have personal commitments to, "I'm just going to say whatever is on my mind, and that gives me free license to be rude."

That isn't actually the case. We really want to make sure that we're able to be straightforward. We're able to communicate clearly. We're able to get the point

across, and that really can help set clear expectations for how everybody can work together moving forward. And then that last one really grounds a lot of kind of those interactions. So, reflecting thoughtfully on how expectations are communicated, how they are fulfilled, and staying curious about improvement opportunities throughout the process. Other than being a fine list, anything else that you would add, or is anything unexpected?

Jennifer Nash: I think we actually spent a lot of time talking about that this morning, what we needed from each other.

Jessie Lenhardt: Yeah, if I... I usually have them. They're gold stickers or like little sheriffs badges, but they are like first place. So, everyone would get them. I left them in my other suitcase. But yeah. Yeah, so legitimately you should all give yourselves a really big pat on the back for having thought of these. Okay. So, in your packets you'll be able to see...if you're looking at this screen, it's a little bit hidden, but these are also some practices, when we're thinking about optimizing and being very affective in how we show up with one another and making the most out of the time that you do have, because we know that we don't meet every day. And as much as we're able to email, making sure that when we have meetings, we're able to get through our agenda items, folks are able to come prepared.

So, these are some good practices to kind of keep in mind when you think about how you show up either as a regular meeting or during retreats. So, things that can help your time together be as good as it can be is right at the beginning setting clear objectives and that agenda. So, gives folks an opportunity to be prepared. Gives folks an idea of what's coming up. Since we replied, no surprises. This all has been great. So, that really enables you all to be set up to start and end on time. So, barring any other technology kind of issues, which... In as much as it is 2024, it just is the nature of our environment. [Inaudible 00:40:48] works perfectly 100% of the time literally every other day. But because today ends in a Y, anything can come up. So, to the extent possible, having objectives in that agenda will help you start and end on time. Fostering participation and communication, we talked a lot about what success there looks like for groups. Then mission moments.

So, mission moments is a very fancy way of saying celebrating the small wins. So, this is another big part of the discussion and really can help balance the full story of the work that is taking place. So, we don't want to shortchange our real accomplishments, and we also don't want to hide from areas that need work. So, building out and telling that full story that is balanced and addresses both sides really can help paint a more accurate picture of how things are going. So, then identifying those mission moments, establishing those meeting agreements, again, guiding how we show up, using technology affectively, establishing roles and responsibilities. Talked about those. Then at the end, I

love a good “what’s next.” So, always thinking about leaning forward into the what’s next, staying up to date, and then that can help kind of maintain that sense of momentum as we are going through this work.

Really big orientation is towards how can we be affective, how can we move [Inaudible 00:42:15] what change can we enact, what difference can we make moving forward. So, follow up and action items are a great way to do that. Then just evaluating. Always just doing the little check in – is it still working? Do we need to make any adjustments? Doing that on a regular basis really can help prevent issues from festering, so that can lead to any kind of disagreement or hinder your ability to be af...come together as a group to make decisions. So, regularly evaluating that process, identifying small things, and making tweaks really can prevent small issues from becoming big ones. Then, of course, maintaining confidentiality. So, to the extent that things are shared as a group in a confidential space, really respecting that and respecting that process.

Again, it kind of goes without saying, but you may or may not be surprised that it’s important to really make sure that when things are discussed confidentially and according to all of the rules, as does happen and is a normal part of our work, respecting that when we leave the room is very important. All right. So, this is an example of just kind of a meeting structure. We don’t have to spend a ton of time here. You all are very pretty developed in all of this. Mona has done a really great job [Inaudible 00:43:42] conducting meetings, but this just gives you an example of just kind of the flow if you ever get stuck on agenda items.

Again, very unlikely. But to give you an overview of the most common things that you would expect to see in a board meeting or a commission meeting. Great. All is good. All right? So, that’s it for you all today. Anything else? I imagine, again, very few surprises. But were there any kind of good takeaways or anything that really stuck out to you all when you think about kind of just that very base level understanding of why we’re here, some affective habits, things that stood out to you all?

Rob Harris: Well, I was glad to see you say we were the best people you ever worked with.

Jessie Lenhardt: Yes.

Rob Harris: So, I appreciate that.

[Crosstalk 00:44:35]

Rob Harris: Then the timeline, you anticipate this being done by July? Is that what this timeline says? I’m just want to understand [Inaudible 00:44:42]

- Jessie Lenhardt: Yep, for the whole strategic plan. Then the caveat there is that that does not...the transition planning work will already be taking place alongside it. But, yes, the strategic plan. Yes.
- Rob Harris: Okay. So, the transition planning [Inaudible 00:44:59] strategic plan is the service delivery system.
- Jessie Lenhardt: Exactly.
- Rob Harris: Okay.
- Jessie Lenhardt: Exactly. Yeah, great question.
- Tom Lininger: May I ask, do we have a prior strategic plan to compare this one to?
- Jessica Kampfe: Yes. Our last strategic plan was done in 2016.
- Eric Deitrick: I think it was '15, adopted for '16 to '21. There are copies of it.
- Jessica Kampfe: Yeah, so we can provide it to you. During that time period, 2015 [Inaudible 00:45:33], the service delivery model changed in 2020, and the executive director had changed during that time period as well. So, while there is a previous strategic plan, I know the implementation of that strategic plan [Inaudible 00:45:50]
- Jennifer Nash: The new executive director [Inaudible 00:45:55]
- Jessica Kampfe: Yeah, something like that.
- Susan Mandiberg: It seems ambitious to me, and it seems like it's going to require more than one commission meeting a month between now and June. So, are we planning for that? Are we going to have some kind of calendar that's...some dates that we can actually make sure that we reserve for any additional meetings that we're going to have to have? Because it seems to me given the pace I've experienced so far since January, because I wasn't on the old commission, I think that seems really ambitious.
- Jennifer Nash: Yeah.
- Susan Mandiberg: And if we are going to have to have more than a meeting a month, I would like to get those on my calendar.

Jessie Lenhardt: Yeah, so clarifying question. When you talk about ambition, are you thinking of the strategic planning process or both strategic planning and updates on the transition plan?

Susan Mandiberg: Yes.

Jessie Lenhardt: Both? Yes. All...

[Laughter]

Jessie Lenhardt: C, all of the above. Yeah.

Susan Mandiberg: Because that's all part of your...we're going to be done by June.

Jessie Lenhardt: Yeah.

Susan Mandiberg: So, yes, all of the above. I'd like to know how we're going to accomplish getting it done by June.

Jessie Lenhardt: Yeah, and that's a great question. And we're working with Lisa, who might be able to help provide extra context about how information is showing up, the reports that we're making, the cadence, and then the expectations for your engagement. So, thinking about the interviews and then also the review time and how that shows up in meetings.

Susan Mandiberg: And the discussion time. I mean...

Jennifer Nash: Well, I hadn't thought about that actually. Our meetings are scheduled from ten to two, and it...or for slightly longer. And it might make more sense... It doesn't sound like we need to be very involved in engagement in terms of providing you with information. There are milestones and places where you need us to be involved, but we need to be informed. So, maybe if we just extended the time of our meetings. I know nobody wants to spend lots... But we're already here.

Susan Mandiberg: Yeah, yeah.

Jennifer Nash: Instead of scheduling other meetings. Because I will say from my perspective, when we schedule extra meetings, it does lead to that frenetic, "We're always in crises," mode, and it makes it a much more stressful situation. It's a lot more work for the agency. They can't get day to day things that they need to do done because they're always planning for a public meeting. So, my thought is that maybe we just extend the time we have to be able to add to the agenda items updates on the strategic planning process.

Susan Mandiberg: So, three hours instead of two.

Jennifer Nash: Well, it's four hours...

[Crosstalk 00:48:37]

Susan Mandiberg: Five hours instead of four.

Jennifer Nash: Yeah. I mean, instead of ten to two, ten to...

[Crosstalk 00:48:40]

Jennifer Nash: Right. Right. So, that's a thought for us to think about and discuss.

Susan Mandiberg: Well, one advantage of that, too, is that there's continuity. A disadvantage of that is it doesn't give you time to go back and reflect on what was said in the meeting and think about contributions, and then come back refreshed in a sense to pick it up again. So, I think you're right, it's easier to schedule an additional hour or two because you're already not doing much else that day.

Jennifer Nash: Right.

Susan Mandiberg: But it might be important to think about how we manage to have some reflection done. And maybe you can reflect on the written part. But I know when I leave and think about the conversation, I come up with new ideas and reactions, and I think that's [Inaudible 00:49:47]

Jessica Kampfe: I'd also offer that coming out of the last legislative session, the legislature directed us to create a new report, quarterly report, on our transition planning [Inaudible 00:50:04] The first of those reports is due during the legislative days, and so this body will have in front of it in the April commission meeting the report.

Jennifer Parrish Taylor: [Sneezes]

[Inaudible 00:50:17]

Jessica Kampfe: So, there will be some formality to the way that we're bringing this back for you to view and [Inaudible 00:50:26] as well.

Scott Simpson: We'll also... You bring up a really good question. We'll strategize to see if there's maybe some ways that we can think of to communicate some things in advance of those meetings so that you have some time to digest some of the information

in advance of coming and hearing kind of for the first time, and then a day later saying, "Gosh, I have a great question."

Susan Mandiberg: That's be excellent.

Jennifer Nash: Agree.

Scott Simpson: Yeah, so we'll see what we can figure out as a method to do that.

Tom Lininger: [Inaudible 00:51:09] materials in advance of this meeting, I was able to follow it on my computer [Inaudible 00:51:16]

Scott Simpson: Yeah.

Jessie Lenhardt: Yeah, my pleasure. Okay. Well, thank you again, everyone, for having us here today. We're looking forward to working with you. Yes?

Rob Harris: Can I...?

Jessie Lenhardt: Yes.

Rob Harris: ...ask a question? I was trying to find as I'm scrolling through.

Jessie Lenhardt: Oh, yeah. Yeah, yeah, yeah.

Rob Harris: You know, we have been given an Oregon Public Defense Commission six-year plan to increase representation and efficiency. How does that fit into your work?

Jessie Lenhardt: The five-year plan? [Laughs]

Rob Harris: Yes.

[Crosstalk 00:51:43]

Rob Harris: ...fit into the five-year plan because...?

Jessie Lenhardt: Yeah.

Jasmin Wright: [Inaudible 00:51:43] 11-year plan.

[Laughter]

Rob Harris: Yeah.

Jessie Lenhardt: We only do even numbers because biennial budgets.

Rob Harris: Yeah. I think that was... The six-year plan, I think, was [Inaudible 00:51:55]

[Crosstalk 00:51:58]

Peter Buckley: So, we prepared that in the six-year plan. Yeah, we got [Inaudible 00:52:03]

Rob Harris: Right. So, is that part of this five-year plan? Is the data coming through the five-year then [Inaudible 00:52:10] as part of the... How do they [Inaudible 00:52:13]

Jessie Lenhardt: Yeah, the short answer is that they do. So, the six-year plan is...any next steps from that are going to be decided on and then incorporated into what most likely will show up as a goal in the strategic plan as we would like to enhance service delivery, meet the needs of our stakeholders, fulfill our constitutional mandate, those pieces. So, that all is going to come together. But that's a really good illustration of how a strategic plan can help inform [Inaudible 00:52:49] work.

Rob Harris: Quick question on...

Jessie Lenhardt: Yeah?

Rob Harris: And I think this is the document that had FTEs at [Inaudible 00:52:55] caseload [Inaudible 00:53:01] hours, which are not [Inaudible 00:53:04] hours. Right?

Jennifer Nash: Actually, can I step in here and say we're going to discuss that fully in a public meeting tomorrow.

Rob Harris: Okay.

Jennifer Nash: And it might be better to table that specific question to that portion of the meeting because of the public comment issue.

Rob Harris: Okay.

Jennifer Nash: Because I have a question, too, actually. But tomorrow is the appropriate place...

[Crosstalk 00:53:22]

Rob Harris: Okay.

Jennifer Nash: ...to discuss that.

Rob Harris: Yeah.

Jennifer Nash: All right. Are there other questions or comments regarding the overview of strategic planning and what the process will be? All right, we are ahead of schedule for once, which means we can have a more robust discussion about the bylaws. So, thank you for your time.

Scott Simpson: Thank you.

Jennifer Nash: I really appreciate it. And if you would like, we could take a little bit of a break before we start in on the bylaws. All right, so let's break for 15 minutes. We'll be back at 1:15.

[Crosstalk 00:54:01]

Jennifer Nash: 2:15. I'm sorry. Thank you. I'm looking right at my watch while I say that.

[Laughter]

[Unrelated chatter]

[No dialogue]

Jennifer Nash: Welcome back to the Oregon Public Defense Commission meeting after a break. We are moving on a bit early to discussion regarding the OPDC bylaws. We will not be taking any action on that before 3:15 time that is allotted on the agenda to ensure that it's noticed properly, but we are going to start the discussion and are grateful that we have extra time because we didn't make the...we couldn't have the full discussion in an hour. So, I'm going to turn it over to Commissioner Mandiberg and Eric Deitrick, general counsel.

Susan Mandiberg: Thank you, Chair Nash. I'd like to start by thanking the members of the governance subcommittee who all worked hard on this. So, that's Commissioner Parrish-Taylor, Commissioner Wright, Commissioner Smith, and Commissioner Harris. So, the governance subcommittee has met three times – February 1st, February 29th, and March 4th. The first meeting, we discussed just in general what we thought the bylaws needed to cover. Eric Deitrick and I put together a draft of which the committee considered on February 29th. We had a very wide ranging discussion. And based on that discussion, we amended that draft and put together a second draft which the committee discussed on March 14th.

Again, another wide ranging discussion. And the initial draft that you all got in your materials and that was posted on the website was the one that came out of the February 29th meeting. And the earlier we could get the amended draft from last week's meeting was I think Monday, and that's the final one you got. So, that's the one we're going to be discussing today. These draft bylaws are considerably much more detailed than the bylaws that were governing the previous commission. And part of the reason for that is that now that the staff and the commission are lumped together under one title, OPDC, we thought it was very important in the bylaws to clarify the lines of authority and responsibility so that it would be right out there and we wouldn't have to second guess and the staff wouldn't have to second guess who is in charge of what.

We also wanted to address what we considered and what we had heard from others were considered to be major situations that would raise structural and procedural issues so that there would already be a solution to the ones that we could anticipate and we wouldn't have to create the rules as we went forward to the extent possible. So, we tried to anticipate situations. This is labeled an action item on our agenda, but I am anticipating that we probably won't be ready to take a vote on it today.

I've already heard from a number of people who they have issues and questions. Although we now have a little bit more time than we had before to discuss it, I don't think we should feel rushed into adopting a document that's so foundational to what we're going to do and then have to end up amending it far too soon. We don't want to have to get into this conversation again. So, I just want to say that I'm fully comfortable with not having a vote on it today, and I believe Mr. Deitrick is also comfortable with that.

Eric Deitrick: Yes, absolutely.

Susan Mandiberg: Yeah. And there are... What I'd like to do, because I think it was affective as we worked through it as a subcommittee, is go through the articles and the sections in order, and for the ones that aren't really obviously, explain what it is that we were trying to do. And then if people have comments or questions, I think we can address those in an orderly way. So, if that's okay with everybody...? Article one, the agency, name, authority, mission, and basic definitions. So, I think sections one and two are very clear. Section three...subsection A sets out our basic mission to establish and maintain the public defense system, etc. Subsection B basically takes the major [Inaudible 01:15:20] that are mentioned in ORS 151.216.

There's a little bit of overlap or redundancy in 216, so some of the things are lumped together and in sort of categories. But what we've put out there is all of

the details, except for the last sentence...except for all the details that are in 216. The last sentence is something that we discussed at some length at the last subcommittee meeting, and the reason... There were actually two versions of this sentiment that was put forth at that meeting, and my notes were unclear. I went back and looked at the transcript of the meeting, and I think that was also unclear. So, what I included here in red, "The commission strives to work towards criminal justice, juvenile and dependency systems that are antiracist and anticolonial." That was one of the two versions that came out of the meeting, and it was the more succinct version, so that's the one that I put in here. And I believe that people have some comments on subsection B, so this would be a good time to raise those...

Bob Selander: I have a comment.

Susan Mandiberg: Okay.

Bob Selander: I've spent much of my adult professional life applying words to conduct.

Susan Mandiberg: Absolutely.

Bob Selander: And so I looked at this... There are two words...or four words, I guess, that I don't fully understand. So, let me start out by saying subsection one says we're going to follow the Constitution [Inaudible 01:17:07] United States [Inaudible 01:17:10] I absolutely agree with all of that. I have no idea what the word "anticolonial" means and how it would apply to any situation we're talking about. Which means at a specific time, I can see proposing something that something think is anticolonial that's off my screen. I can't say the same thing about anti-racist because we should be antiracist. But I think that whole concept is whole covered in paragraph A. So, I don't know if there's another definition of antiracist that the committee was trying to get to that is different from what our courts, and our legislatures, and our public policies have done.

Susan Mandiberg: So... Okay.

Bob Selander: No, that's...

Susan Mandiberg: So, I think that opens up a discussion on that particular sentence, and I suspect other people may have things they want to say or add either in addition or in response to Commissioner Selander. So, anyone else want to weigh in on that part of subsection B?

Jennifer Nash: I had actually similar thoughts. I mean, I know what anticolonial is, but I don't know what it means in this context. And so my thought really is if we want to describe how we're going to conduct business and what our values are, we

should use verbs to describe that. We should be specific – what are we trying to achieve – rather than placing a name on something that people question what that is. And so I don't think it helps achieve the mission by saying we're going to strive to be something without describing what that thing actually is. And I also, along with that, think that if we are going to have a sentence like this in our bylaws, we should expand it because there are other groups of people that we are protecting and we don't want to act in ways that also foster gender discrimination, discrimination based on all kinds of...any way that a person identifies themselves or is marginalized in any way. And so we need to be inclusive is what really what I'm trying to say if we're going to have something like this in here. That's my comment.

Susan Mandiberg: Commissioner Harris?

Rob Harris: So, I was on this subcommittee, and language similar to this or language like this was suggested, and, frankly, I'm actually [Inaudible 01:20:11] unfamiliar with the...less familiar with the "anticolonial" term. I've done some reading up on it since the last meeting. I think it's the same with decolonization, which there is a lot more information on that theory as well. It has been applied in some works to the justice system in some ways. And that was interesting. I tend to... That being said... And I don't disagree with the sentiment attached to this verbiage. I somewhat agree with Chair Nash on this. One thing I discovered is as I go through this, the state of Oregon's diversity, equity, and inclusion action plan under Governor Kate Brown which was adopted two years ago... So, it is pretty recent.

It actually discussed the terms antiracism and decolonization in its text. It is about 42 to 45 pages. It's very inclusive and comprehensive. I've studied it. I've read it. It seems to be along the lines of, I think, the sentiments of the subcommittee members. I think. I can't speak for them...all of them. But it does do a couple of things, I think. If you were to edit this, amend this to say that the commission adopts the principles set forth in this particular [Inaudible 01:21:54] expands definitions, covers more people, is explicatory on these terms without just laying them out and letting people interpret their own terms their own ways.

Because decolonization doesn't appear in large... I mean, there is information about how it applies to the justice system. There is not as much information as how it applies [Inaudible 01:22:15] the economy, for instance. But it's interesting stuff. And I think that I'm going to lay on the table here the idea that rather than putting some textual definition words that people may not be fully understanding how they may apply to our mission that we should consider either incorporating or adopting some, all, or part, or the emphasis or the substance of this State of Oregon Diversity, Equity, and Inclusion Action Plan: A

Roadmap to Racial Equity and Belonging as adopted... Now, I've got the link to it. I can send it to...

Susan Mandiberg: How accessible is that?

Rob Harris: Accessible.

Susan Mandiberg: I mean, how easy is it for someone, a member of the public, to find it if we refer to it in the bylaws and someone has no idea what we're talking about?

Jennifer Parrish Taylor: You can hyperlink it into the bylaws.

Susan Mandiberg: Yeah.

Jennifer Parrish Taylor: Yeah.

[Crosstalk 01:23:07]

Rob Harris: Yeah, I mean, I found it really easily when I...in my Google searching.

Staff Member 1: Can I just add from my perspective?

Susan Mandiberg: Of course.

Staff Member 1: When you add language like that and you call it out, I mean, it's necessary for us to be doing that, but we may be thinking that it's [Inaudible 01:23:28] rules, or we're adopting policies, and that might be a conversation. But if we don't put it in our bylaws and call it out as this thing that we're focused on, like what you're saying, then it can slide to the side and not be the focus of what we're doing. Does that make sense? Then we forget that we made that commitment if we don't put it in writing somewhere.

So, I think that it's a both/and. I personally...because I was talking to Eric here. There is no other DEI statement in the bylaws [Inaudible 01:24:03] in the next paragraph. So, it might be best to just create a paragraph and say, "These are the...based on the governor's plan..." Because I've heard that, too. And it's pretty encompassing. We can take some language there and just create a DEI type paragraph. But this is what's motivating us, right? Because I think the next one is to listen to the public and the people that have been impacted by the system, which is really what we're talking about here.

Susan Mandiberg: So, as a suggestion, I think it's difficult to draft language in a session like this. What I'd like to propose is that there probably will have to be another governance subcommittee meeting between now and April and that we can

come up with some alternative language for the subcommittee to consider. And then the subcommittee can either bring back one suggestion or bring back two alternatives for the commission to consider in the April meeting if we end up discussing it there. Does that work for people? Is that a good way to do it? Great.

Jennifer Nash: Yes.

Susan Mandiberg: Okay. We definitely in section C wanted to include more than the criminal justice system, so we've included criminal, juvenile, and dependency systems. And that language is continued throughout whenever we mention the systems in general. We've left out other things that we are in charge of like habeas corpus, post conviction...

Jennifer Nash: Mental health

Susan Mandiberg: Mental health. Civil commitment rather. We can certainly add all of those things individually. Arguably, habeas might sort of be covered by the criminal system, but civil commitment isn't. And so I would consider a friendly amendment [Laughs] to add in civil commitment. Do people think that's appropriate?

[Crosstalk 01:26:25]

Jennifer Parrish Taylor: Can you just define what you mean by civil commitment.

Susan Mandiberg: Well, so when the state wants to send someone to the state mental hospital against that person's will and that's not the direct result of a hearing to determine if they're competent to stand trial or something similar to that, they have to go through a process where a judge determines whether a burden of persuasion is met to see that that person meets the statutory criteria for being involuntarily committed.

Jennifer Nash: Whether they're a danger to themselves or others.

[Crosstalk 01:27:09]

Susan Mandiberg: Yeah. And we provide attorneys for those allegedly mentally ill people.

Jennifer Parrish Taylor: Right. I mean, I get... My brain is kind of clicking around the most recently passed piece of legislation, House Bill 4002, and like what are the wrinkles that are going to pop to the surface that the agency and public defense providers are going to have to respond to that may [Inaudible 01:27:37] put them in a precarious kind of situation if that makes sense. I don't think we can encompass

that in our bylaws, per say, but I think it is a conversation as this policy is implemented that we're going to have to be clear about the implications.

Susan Mandiberg: So, it's certainly something we're going to have to deal with.

Jennifer Parrish Taylor: Yeah.

Susan Mandiberg: Yeah. So, everybody in agreement with adding civil commitment to that list?

Jasmine Wright: Yeah, especially because if you get a public defense contract, civil commitments is typically one of the types of cases that you are responsible for.

Jessica Kampfe: Along those lines, I have a question about whether or not it makes sense to list all of the case types in your bylaws. And so to Jennifer's point, the legislature may pass laws that create new responsibilities or changes responsibilities. Are we going to want to revisit our bylaws every time that happens? For example, a few sessions ago, the legislature tasked then PDSC with overseeing...

Jennifer Nash: Guardianships.

Jessica Kampfe: Guardianships, thank you. And so we have a contract with provider that [Inaudible 01:28:51] that is a statutory mandate, but that could change in a future legislative session, as could a number of our statutory mandates that are not constitutional.

Jasmine Wright: Refiling representation.

Jessica Kampfe: Exactly.

Jennifer Nash: We could just say justice system. A justice system.

Susan Mandiberg: We could say the commission strives to work towards justice in all of the areas the commission is tasked with overseeing by the legislature. I mean, that's not elegant, but categorically refer to everything that we're tasked with doing, because certainly we do want to strive towards justice in all of those areas. Would that be a good avoiding amendment solution?

Rob Harris: I like that. And you could say to achieve its mission as a commission [Inaudible 01:29:39] of public defense providers [Inaudible 01:29:45] with lived justice system and anyone or any other population receiving services from the agency. And then you're covering now or if it changes in the future.

Susan Mandiberg: So, again, this is... As I said before, we're probably not going to vote on this today, so we'll take this back to the subcommittee and come up with the

language. Does that work for everybody? Yeah? All right. Moving on to four, the three definitions that are here in four are for terms that are used throughout the document. There are a couple of other terms that are defined closer to where they're actually used. And so these are [Inaudible 01:30:34] basic definitions. For example, emergency is defined in the context of emergency meeting later on in the document.

[Crosstalk 01:30:45]

Tom Lininger: [Inaudible 01:30:45] is oversight defined?

Susan Mandiberg: Oversight is not defined.

Tom Lininger: So, I know that there are more restrictions on our contact with staff, for example, if it's in an oversight capacity. But I just wondered if there be more clarity about what oversight means.

Susan Mandiberg: Great. We'll come up with clarity for oversight.

Tom Lininger: [Inaudible 01:31:08] I don't fully [Inaudible 01:31:12]

[Crosstalk 01:31:13]

Tom Lininger: ...can't talk to staff without the executive director's approval. I'm not fighting that, of course. But when it's with respect to oversight... Can someone just explain what that...?

[Crosstalk 01:31:24]

Susan Mandiberg: Yes, the distinction we were getting at is that some people who are nonvoting members of the commission have contracts with OPDC, and they will have to talk to staff about their business relations, not their commission relations. So, we use the oversight to refer to commission business. So, for example, if Jasmine needs to talk about...

Jasmine Wright: Yeah, my analyst is Megan Duke [Phonetic 01:31:55]. So, for instance, if I'm talking to her about what's on with my contract, I need to be able to talk to Megan about what's going on with my contract without it looking like I'm meddling into commission business as opposed to if I'm talking to Jessica about what's going on with commission business. We need to differentiate which hat I'm wearing.

Eric Deitrick: I would just clarify, there may be just preexisting social relationships that commissioners have with people who work at the agency that wouldn't

[Inaudible 01:32:31] Director Kampfe and it wouldn't be about agency business.
[Inaudible 01:32:36]

Tom Lininger: If there's any way to clarify that and oversight...

Susan Mandiberg: Great suggestion. We will work on...

[Crosstalk 01:32:41]

Jennifer Nash: I have kind of a preliminary broad question, and that is should we not have these bylaws only affective to December 31st, 2024? Because when we transfer to the executive branch, we no longer appoint the executive director. We no longer... A lot of this is going to have to change anyway, so shouldn't we sunset it in the document?

Susan Mandiberg: We're trying to avoid having to do this again next year.

Jennifer Nash: Well, we're going to have to because this won't apply.

Susan Mandiberg: Well, this won't apply unless we change the wording. So, in other parts of it where we're thinking about how it changed is in 2025, we tried to avoid that problem. So, my personal preference...and obviously it's just me...would be to reword the definition of executive director so that it doesn't say selected by the commission but instead is wording that encompasses the change. And then we don't have to amend it again.

Jennifer Nash: We'll also have to do that for voting... Yeah, we'll have to do that in the section where we're more detailed about two-thirds vote, etc. But I think that would work, too, just as long as...

Susan Mandiberg: Unless people are wanting to go over this all again a year from now, we could certainly sunset it and have to do this again.

Eric Deitrick: I know we did try to make as many languages into this as we could so that it would carry over from this year to next year, direct people to apply the applicable statute but not have to make as many changes. Having said that, there's likely... I mean, there's a reason I was hoping that the governance subcommittee could be a stand in subcommittee to address things like this as they come up. We do need to make some changes next year. I don't think it'd be terribly challenging to do those cleanups and get it back in front of the commission as we move into the executive branch. So...

Susan Mandiberg: Let's see what we can come up with here and in other places, but thank you for drawing that to our attention. Anything else on article one?

Jennifer Nash: Thank you.

Susan Mandiberg: Okay. Article two, which deals with membership. So, again, here in subsection one, this is one of the places where we didn't spell it out. Instead we referred to the statute because that changes in 2025 in terms of who defines membership and so on and so forth. Same as in subsection four, termination, again, just referring to the statutes as opposed to spelling out the procedures. I have nothing else until we get to subsection seven. But if anybody else does, please raise it. Okay, subsection seven... I don't have anything until we get to sub D. And we... This is relatively broad.

Support the chair in furtherance of their responsibilities as requested. I think at least some of us were anticipating that given the amount of work that is piled on the chair, it might at some point be a good idea for the chair to be able to delegate some of that work to someone else, like the vice chair. And assuming that there might have to be a change in chairmanship at some point, that might make it easier to find someone who's willing to be the chair [Laughs] if that ability to delegate were authorized in the bylaws. So, that language is meant to be able to allow the chair some flexibility to share some of the workload. So, interested to know how people feel about that. I see Chair Nash nodding.

Jennifer Nash: I like it. [Laughs]

[Laughter]

Susan Mandiberg: Okay. I have nothing else until we get to subsection nine. As we have mentioned several times already today, we are...in 9A, we are anticipating further guidance from the justice department through Mr. Deitrick on how we can talk to each other. So, again, we're just referring to the chapter because we are all hopeful that some members of the legislature will amend that statute [Laughs] so that it can be clearer how we communicate with each other affectively. In subsection 9C, again, when acting in an oversight capacity, we'll do something to define oversight. And where we say that the executive director shall communicate authorization in writing, again, we put that in there to, first of all, make it clear that commission members shouldn't just willy nilly call up staff. But, second of all, to protect staff. I mean, there's not much that anybody can do to us if we violate that rule, but staff could get in trouble if they go along with it. So, this [Inaudible 01:38:51] protection for staff. Any comments about that?

Peter Buckley: It protects the director, too, because the director can know what communication is happening.

Susan Mandiberg: Absolutely, the director can know what communications are happening. Good point.

Jennifer Nash: Do we want to put something...? I ask with trepidation. Do we want to put something in there that says that nothing in this section is designed to protect any kind of whistleblowing, anything? I mean, I should just say I don't think that's an issue, but we don't want... I think we want to be careful about making it look like we're trying to stifle communication if there's a legitimate complaint.

Susan Mandiberg: Can I hear some discussion on that?

Jennifer Nash: Maybe the general counsel [Inaudible 01:39:39]

[Crosstalk 01:39:42]

Peter Buckley: Isn't this one already covered in the statute? The bylaws can't [Inaudible 01:39:47]

Jennifer Nash: Right, but I wondered if we... And if the answer is no, that's fine. But I wondered if we wanted to explicitly acknowledge that because we're talking about communication.

Susan Mandiberg: So, you want staff to feel comfortable to come to a commission member in a whistleblowing capacity.

Jennifer Nash: No. Sorry.

[Laughter]

Jennifer Nash: I don't want... I want it to be clear we're not trying to prevent that is what I'm saying.

[Laughter]

Jennifer Nash: I mean, that's all I'm saying. No, I don't really...

Eric Deitrick: Chair Nash, I think a statement from the chair and commission that that's not the intent here is probably sufficient. And I agree with Commissioner Buckley that the bylaws can't contradict those statutes, so the statute would win.

Jennifer Nash: Perfect.

Eric Deitrick: Yeah.

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Susan Mandiberg: All right. Yeah?

Bob Selander: Excuse me?

Susan Mandiberg: Yeah.

Bob Selander: I read the [Inaudible 01:40:43]

Susan Mandiberg: Okay.

Bob Selander: I read it to mean the executive director would send an email to the commission [Inaudible 01:40:50] can talk rather than giving permission to the OPDC employee to talk.

Susan Mandiberg: "Shall communicate such authorization in writing to the staff member and the commission member." How's that? Everybody knows that they've got permission. That work?

Bob Selander: Yes.

Susan Mandiberg: Excellent.

Jessica Kampfe: Do we want it to say the executive director or her designee? [Inaudible 01:41:32]

Susan Mandiberg: Is everybody comfortable with adding, "Or her designee?"

Jessica Kampfe: Yes.

Susan Mandiberg: Okay, let me add that here.

[Crosstalk 01:41:46]

Susan Mandiberg: And I'm just going to say, "Or designee." I don't want you to ever leave, but you might someday.

[Laughter]

Susan Mandiberg: And your replacement might not use "her" as a pronoun.

Jasmin Wright: Or she could be on business or vacation.

Susan Mandiberg: Whatever, yeah. Okay. I think that's all I have for article one. Does anyone else have anything for article one?

[Crosstalk 01:42:17]

Susan Mandiberg: I mean article two. Sorry. Yeah. [Inaudible 01:42:19] All right. Moving on to article three. So, in 3A.1, basically this just spells out what's in 151.216 as it applies to the commission members. The subcommittee thought it was important to list these things out there so that it would be there in relatively plain language and in an easily accessible place so that neither commission members, nor the executive director, nor the staff would have to go searching for statutes to find out what the lines of authority were. And as I said, one of the goals that we had in mind with these bylaws was to correct problems from the past and anticipate problems in the future. And numbers of us have heard from a variety of sources that one of the problems in the past was a lack of clarity about whose job was what, and blurring lines, and people not staying in their lanes. So, spelling it out here was considered to be a good idea by the subcommittee. I have nothing else until we get down to subsection five. If anybody does, please speak up.

Jennifer Nash: Subsection five?

Susan Mandiberg: Subsection 1A5.

Jennifer Nash: Oh, 1A5.

Susan Mandiberg: 1A5. So, attendance at meetings, as it says...attendance at meetings is very important for quorum purposes. Knowing as far ahead as possible who's going to be here is super important so that we know that we can have a meeting of which there is a quorum. And so we have inform the executive director and the chair as soon as practicable of an inability to attend. That kind of information isn't covered by public meetings laws, so that can be done. The reason we put in the second sentence, and we did this at the least meeting, "The chair shall indicate either before or after the relevant meeting whether the absence is excused or not excused and may provide input on absences to the appointing authority."

Starting in 2025, commission members who are appointed by the governor can be removed by the governor, and failure to attend meetings is one of the basis for possible removal. On the other hand, the commission or the director can't tell the governor who to remove, right? But certainly could provide input, so this allows that to happen. There is no...there is currently no statutory requirement that somebody can get removed for not attending meetings.

And we talked about whether we should add something in the bylaws to be applicable in 2024 or starting in 2025 for commission members who were

appointed by the chief justice as opposed to appointed by the governor, because the statute says, "Commission members appointed by the governor can be removed for cause." So, we need to come up with an answer to that, and this would be a good time to hear other people's point of view on whether there should be some kind of attendance requirement with some kind of consequences, including making recommendations to the chief justice.

Bob Selander: [Inaudible 01:46:50] I'm highly concerned about this, as what you raised earlier, the concept that we now have a meeting every single month and the possibility that we may have more than meetings every single month. So, I have my calendar filled out for every planned meeting, and I'm trying to plan my [Inaudible 01:47:12] otherwise. And it gets difficult for me to say that somebody can come up with a meeting, even with a month's notice, and I say instead I'm going to go to someplace, and they say that's unexcused. That's my only concern.

Susan Mandiberg: It's a huge concern. I think it's a huge concern for everybody. And starting 2025 for commission members who the governor appoints, there's a good cause requirement. And so the way it's stated right now, which the chair shall indicate just for our own internal purposes, is whether the absence is excused or not excused, this puts the burden on the chair [Laughs] to decide whether somebody's excuse is good or not. I don't know if the chair wants that burden.

Jennifer Nash: Well, I mean, so the way I read this... I mean, I realized it said that, and my thought is we're all adults. And if you can't come to a meeting because you want to go on vacation, that's excused. You can't come to a meeting because you don't feel well... Basically everything is excused because we're all adults, and we're here, and we're committed. I committed to doing the work. I imagine an unexcused absence to be someone who stops coming and doesn't communicate, which is, I think exactly what this sentence is designed to address, because this happened in another agency where the executive director...I'm sorry, commission.

Where the chair of the commission just left and didn't communicate with anyone, and there was no way to remove them. There was no way to... So, I see this as that would be an unexcused absence situation, which then the chair would communicate with the appointing authority, the chief justice or the governor, and say, "Hey, by the way, this person has been gone for the last six meetings. We can't find them. We don't know where they are. We haven't excused their absence. You get to decide what to do."

Bob Selander: That makes sense, but I think what you're saying is different.

Jennifer Nash: Right.

Bob Selander: Because that's not what these words say.

Jennifer Nash: Understood. Understood.

Susan Mandiberg: So, happy to have suggestions for taking it out, amending it. We thought since we're talking about authority an outlining authority that some authority should be given to the chair to deal with absences. But if nobody else...if there's not a consensus on having that in there, it shouldn't be in there. Tom, did you have your hand up?

Tom Lininger: Yeah. Thanks again for all the word you've done, Commissioner Mandiberg. I just wanted to make sure I understood, absence doesn't mean failure to attend in person an in-person meeting. The reason I ask is that because the June meeting was moved, I can no longer attend in person, but I'll Zoom in. Am I correct that absence is for complete absence, not remote?

Susan Mandiberg: That was my sense. [Laughs] Yeah.

[Phone chimes]

Susan Mandiberg: Sorry about that.

Alton Harvey Jr.: [Inaudible 01:50:30] with my role at work and my schedule, some of the meetings I just can't attend. Now, I've let Mona know when that's the case. I've even let Chair Nash know that's the case... Sometimes...most of the times with advanced notice, like this retreat, I'm able to communicate with my employer and get the time, but some of the monthly meetings and some of the pop up meetings, it's really difficult for me to be at all of them because of my role, and my schedule, and work. And so I don't want anyone to think that I'm not committed to the commission. When I saw this, I was like, "Uh-oh..."

[Crosstalk 01:51:17]

Jennifer Parrish Taylor: "Uh-oh." Yeah, same.

Alton Harvey Jr.: Yeah.

Susan Mandiberg: So, let me suggest... I was just hearing what you said, Commissioner Harvey. What if we took out the language that's there now and we said something like, "In the situation of repeated absences with lack of communication, the chair is authorized to communicate with the appointing authority."

Alton Harvey Jr.: Much better.

Susan Mandiberg: All right. Everybody like that?

[Crosstalk 01:51:46]

Susan Mandiberg: Let me write it down.

Jessica Kampfe: And the statutory language about the report to the governor's office is more restrictive than that. So, it says two absences, the commission administrator shall report to the governor. So, it is... When we go to the executive branch though, the statutory language will be more restrictive than the bylaws' language. I think when we were talking about this initially, this was also seen a little bit as a way for the chair to communicate to the governor, "Yes, there have been the two absences," which we shall communicate. "However, I've excused those absences."

And that could be something that the governor would potentially consider in making a decision about whether or not to remove that board member. And we wanted to be able to create a board that has diverse points of view and understanding that this is a volunteer board, and a lot of the people that we may want to get to serve on the board will have conflicts with their work schedules and other conflicts that arise. But they would be able to lean on the chair to say, "This is an excused absence," which might help mitigate that in the eyes of the appointing authority.

Susan Mandiberg: And so keep the language that says, "And may provide input on absences to the appointing authority."

Jennifer Nash: Actually, I think we should put the statutory language in there that says two absences. However, the chair shall indicate to the appointing authority whether the absence... Whatever the language you want to put in that. Whether the chair has excused or whatever...not excused. And if we want to talk about kinds of absences would be excused, we can do that. But I think that makes sense in the context that Director Kampfe is talking about. It makes sense to give the chair some discretion to excuse or not excuse and explain that.

Susan Mandiberg: All right, this is... I've got so far what we're wordsmithing here. This is something else we'll take back to the subcommittee and try to come up with something that captures the feeling. If people have more thoughts about language, please send them. [Laughs] You can ask Eric whether you can see them to me or [Inaudible 01:54:17]

[Laughter]

Susan Mandiberg: But if you have thoughts about the language... You know, we're just a subcommittee, so we'd like to hear any ideas that people have. Anything else on this absence issue?

Alton Harvey Jr.: Well, speaking of absence, I have to leave for work.

[Crosstalk 01:54:35]

Jennifer Nash: And I've already excused Commissioner Harvey.

[Laughter]

[Crosstalk 01:54:39]

Eric Deitrick: Chair Nash and... I'm reading the language now, and it talks about, "Shall forfeit office unless the member is prevented from attending by serious illness of the member, or the family of the member, or for any cause that [Inaudible 01:54:56] governor constitutes a valid reason."

Susan Mandiberg: Yeah, so it's not the chair's discretion. It's the governor's discretion. Yeah.

[Crosstalk 01:55:07]

Jennifer Nash: But the valid reason, I think, would go to excused or unexcused and what the reason was.

Susan Mandiberg: I think it depends on the governor.

Jennifer Nash: Well, sure.

[Crosstalk 01:55:15]

Jennifer Nash: ...executive director. But that ship has sailed.

Susan Mandiberg: All right. Anything else on the absence issue? Okay. So, then going down to subsection B. The first thing I have here is the three...is something else that only is valid in 2024. So, the power to appoint is removed beginning in 2025. The power to hire an executive director is removed from the commission in 2025. And so one way to deal with this is to just remove subsection three entirely since what's in subsection three now is only valid this year. We didn't come up with a solution for how to deal with this.

Jennifer Nash: Why don't we just put for a point, until January 1st, 2025. And then...

[Crosstalk 01:56:46]

Jessica Kampfe: ...the commission gets the authority back. There's a period of time when the authority goes to the governor.

Susan Mandiberg: Governor. Then it comes back in '27.

[Crosstalk 01:56:50]

Susan Mandiberg: Yeah.

Jennifer Nash: Unless...until...

[Crosstalk 01:56:58]

Jennifer Nash: Right. Right.

Rob Harris: [Inaudible 01:57:03] appoint by two-thirds as required...

Susan Mandiberg: As required by law.

Rob Harris: Yeah.

Susan Mandiberg: Okay, let's just do that because then we don't have to amend it. Okay Then in the last meeting, we added a new subsection four. It occurred to those of us who had been on boards before that one thing that a board does is set expectations and set performance reviews, and we thought it was important for the commission to be able to do that in regards to the executive director. The reason we set it as semiannual is because it's a two-year term...four-year term, so it'd be halfway to the...

Jennifer Nash: The biannual.

[Crosstalk 01:57:55]

Jennifer Nash: The biannual is six months.

Susan Mandiberg: Biannual, sorry.

Jennifer Nash: Yeah.

Susan Mandiberg: Okay, we'll change it to biannual.

- Jennifer Nash: I was thinking we were going to set expectations every six months [Inaudible 01:58:04] two years, and I thought, "That's a lot."
- Susan Mandiberg: Biannual, thank you. The reason we set the performance review in September was because of we approve the budget in July. And once we know what's in the budget, we can use the budget as the basis for setting the performance expectations. So, that was the reason for that schedule in subsection four. So, any other comments or corrections in subsection four?
- Peter Buckley: Just to clarify, there's a difference between us approving the budget and the legislature approving the budget. So, do we want to wait until the legislature approves the budget so we actually know what resources we have to work with rather than what our aspirational budget is?
- Susan Mandiberg: Great question.
- Jessica Kampfe: And in fact, that is still...July is...we'll get the legislatively approved budget in July.
- Peter Buckley: Right. Right.
- Jessica Kampfe: And then...
- Jennifer Nash: In the odd years.
- Jessica Kampfe: In the odd years, yeah. Because it's every other year that we do the [Inaudible 01:59:08] So you would have the budget in July and then set expectations for the director, and then [Inaudible 01:59:14]
- Peter Buckley: Okay. That's right.
- Jennifer Nash: The review of the expectations... So, would you want then the review to be in the even years? The year after that [Inaudible 01:59:28]
- Susan Mandiberg: Do you want to put that in the bylaws or just have that be the practice?
- Peter Buckley: Be the practice [Inaudible 01:59:37]
- Susan Mandiberg: Any thoughts on that?
- Eric Deitrick: My recollection was that we were talking about doing the review the same year as the budget. Right? We get through the budget, and then we move into the... So, it may be worth just saying on the odd numbered years.

[Crosstalk 01:59:56]

Susan Mandiberg: In the odd numbered years.

Jennifer Nash: ...the expectations after the budget, there is nothing to review the performance of in a month. The budget is in July, so the expectations in August... You don't have to do a review in September. You want to do a review the following September of the performance measures that you set.

Susan Mandiberg: So...

[Crosstalk 02:00:19]

Susan Mandiberg: ...are set in the odd numbered years, and the performance review is set in the even numbered years.

Jennifer Nash: And I think we should spell that out.

Eric Deitrick: Yeah.

Jennifer Nash: So that in the future, there's a schedule that's set.

Susan Mandiberg: Got it.

Jennifer Nash: That other people who are commissioners can look at.

Susan Mandiberg: Okay, excellent. The next thing I have in article three is in 2A, executive director is the chief executive officer. The last line in that, the subcommittee added...the last line is, "The executive director shall ensure the agency carries out the policy directives established by the commission." Again, this was something that the subcommittee added in to make sure that the lines of

Authority were clearly spelled out. Any comments on that? Okay. Subsection four, meetings. This was one that got a lot of attention at the subcommittee. So, we divided meetings into three types – regular meetings, special meetings, and emergency meetings. And we thought it was important to distinguish among different kinds of meetings because they would have a different cadence. And we defined emergency specifically for the purpose of emergency meeting.

And before I get down there under special meetings, we added, "These may include special meetings dedicated to gathering input from members of the public including those with lived experience, etc." The subcommittee thought it would be important to give us the authority to meet with groups of members of the public, persons with lived experience other than our one board member

with lived experience, and also people from communities that have been impacted in one way or another by the criminal justice system to get input from these folks directly rather than to have it filtered through staff, or filtered through providers, or filtered through other stakeholders.

And so how we end up doing that... [Inaudible 02:03:17] obviously, that's not something to be put in the bylaws, I don't think, but we thought it was very important to have the authority to do that. So, that's why that's in there. Obviously, the language about criminal, juvenile, dependency systems, that will get changed the way we talked about changing it at the beginning, so that'll be in there. Any issues about subsection two?

Jennifer Nash: I think it's great.

Susan Mandiberg: Subsection three, we defined emergency. This was based loosely on the definition of emergency in the Idaho commission materials that Eric made available to us. And we include the likelihood of severity of injury or damage to persons or property, especially now that we're going to be having a state trial level public defender offices. There's going to be more real estate than just the OPDC office that we're responsible for in some way. And so certainly things can happen to persons and property in those offices, so that's why that's in there, for emergency meetings. We wanted to have a relatively flexible but not all over the map definition of emergency, so, yeah.

Tom Lininger: [Inaudible 02:04:51] I just caught a couple errors. And it's remarkable how there have been no errors up to this point.

Susan Mandiberg: Oh my gosh.

Tom Lininger: But in 3A, I think "increase" needs to be "increases."

Susan Mandiberg: Increases, excellent.

Tom Lininger: Then in 3D, "conduct" needs to be "conducted."

Susan Mandiberg: Which one are you in now?

Tom Lininger: 3D, so just a few short paragraphs later.

Susan Mandiberg: Okay.

Tom Lininger: "The emergency meetings shall be conducted."

Susan Mandiberg: You're a better editor than Word editing.

Tom Lininger: No, it's remarkable how few errors there are. It's a really well written document.

Susan Mandiberg: So, the next thing that was a big issue was timetables in terms of when agendas get posted, when materials get posted. And so we sort of have to look through this carefully, but here's the timetable that I believe this sets out. So, for regular meetings, we have members being able to request an agenda item ten business days prior to the meeting. The agenda would then get published to members and the public one week prior to the meeting. So, that would give members a chance to add things to the agenda before it gets published.

The last addition of an action item is also one week before the meeting. But the agenda can be amended with non-action items up until the start of the meeting is what we have here. Then as for materials, action items need to be made available a week prior to the meeting, absent good cause. Other materials also need to be provided a week prior to the meeting, absent good cause. And although certainly action items and other items are different, we've heard a lot from commission members that people really need time to read these materials, and we would like... The subcommittee would like staff to try to meet these schedules to give us time.

This stuff is complicated, and we all have other things that we do in our lives. For special meetings, these are the ones that are called not emergency but different. Right now we have the notice, the agenda, and the materials at least 24 hours prior to the meeting. That, obviously, could be changed if people want more time. For emergency meetings, these could come up very quickly, and so notice, agenda, and materials as early as practicable is what's in there. So, I can tell you which subsections each one of those things is in, but putting it all together, that is the timetable that these bylaws set right now.

Jennifer Nash: So, is the intention not to have any action items in a special meeting?

Susan Mandiberg: It does not break out action items separately for special meetings, so everything in a special meeting is, right now, at least 24 hours prior, as I understand it.

Jennifer Nash: So, I think that conflicts with 7B.

Susan Mandiberg: I think it does, too.

Jennifer Nash: So, if the intension is no action items in a special meeting, which I don't think we want because maybe we do want action items, then I think that we should amend the special meeting rule to be... Well, whatever. Just make it consistent and to give as much time as possible. And I can't, as a practical matter, see

calling a special meeting with less than seven days' notice anyway. Because the kind of logistics that would be needed to put that kind of a thing together would be more than that, so I don't think as a practical matter it's going to be
[Inaudible 02:09:28]

Susan Mandiberg: So, I agree with you, this isn't coherent.

Jennifer Nash: It's... Yeah. [Laughs]

Buckley: [Inaudible 02:09:36]

Susan Mandiberg: Well... I'm willing to say it. So, what kinds of cadence do people want for special meetings? So, right now, special meetings...

Jennifer Nash: Well, let's ask the executive director how much time she needs.

Susan Mandiberg: Yeah.

[Laughter]

[Crosstalk 02:10:00]

Jessica Kampfe: Well, I mean, I hear what you're saying with regard to the action items and not wanting to exclude that possibility. When I look at the purpose of the special meetings, they do tend to be more information gathering for the commission.

Susan Mandiberg: Yes.

Jessica Kampfe: So, it's not clear to me what type of action items you would want prepared by the agency in order to facilitate a special meeting.

Susan Mandiberg: I'll take that as a friendly suggestion of what we were really thinking of that.

[Laughter]

Sen. Floyd Prozanski: So, is there...?

[Crosstalk 02:10:36]

Jennifer Nash: Well, I was just going to say, but also... Okay, different topic regarding regular meetings, so table that. Go ahead.

Sen. Floyd Prozanski: So, it seems to me that you're talking about when would you need action to be taken outside of the regular meetings. And looking at the two contexts there, it seems like that would be an emergency meeting.

Susan Mandiberg: Yeah.

Sen. Floyd Prozanski: [Inaudible 02:10:56] special meetings, and the special meetings are basically more informational gathering, I guess, or... [Inaudible 02:11:04] not understanding exactly... It may be building off of something that happened at a regular meeting or something like that.

Susan Mandiberg: Well, I think it may include some of the things that our strategic planning people were talking about. Because the regular meetings are ones that are set according to a regular schedule, established at the first meeting in each calendar.

Sen. Floyd Prozanski: Right.

Susan Mandiberg: So, that would be our monthly meetings.

Sen. Floyd Prozanski: Right.

Susan Mandiberg: So, special meetings would be any kind of nonemergency meeting that would happen in between that.

Sen. Floyd Prozanski: Sure.

Susan Mandiberg: For example, some of the things that the strategic planning people were talking about. And I guess those could include action items.

[Crosstalk 02:11:51]

Eric Deitrick: I was just going to say, Chair Nash, they use this term "special meeting" throughout the public meeting...public records advisory manual for the DOJ, but it's not really defined as to what it means. We know what an emergency meeting is. We know what a regular meeting is. It's not clear to me from the [Inaudible 02:12:11] statute what a special meeting is. Like for example the meeting we're talking about having in April. We didn't plan that one at the beginning of the year.

Jennifer Nash: Well, that's what I was going to say.

Eric Deitrick: You know?

- Jennifer Nash: That was the thing I was going to table, is maybe we amend number one then, regular meetings, to say according to a regular schedule established at the first meeting of each calendar year and adjusted as necessary throughout the year or something so that we have the ability to add in other meetings. Otherwise, they don't fit into any of these [Inaudible 02:12:40]
- Jessica Kampfe: If it just the meeting that gets added after the first of the year as a special meeting, then I would think the same timelines for action items would apply to it as regular meetings.
- Rob Harris: I would agree with that. And therefore, I think the timing issue of cadence is a [Inaudible 02:13:01]
- Susan Mandiberg: So, if that's true, we don't need to have a paragraph on special meetings. If we were to amend it, as Chair Nash suggests, and add... What's your language again?
- Jennifer Nash: Established at the first meeting of the year and adjusted as necessary throughout the year. But I do like leaving the special meetings in because we used to do... We. A lot of us were on the commission then or worked for the agency. But there used to be special meetings where the commission would travel around in different places and do a service...gather information about the service deliveries, gather... Where they weren't really... They were more information...
- Susan Mandiberg: What if we call this informational meetings instead of special meetings?
- Eric Deitrick: I kind of like it being defined that way, too. And whether it's vice versa, special meetings, or informational gathering, or listening sessions, or something like that. I agree with the Senator Prozanski said and what Chair Nash just said, that there is a type of meeting the commission has engaged in the past that the governance subcommittee [Inaudible 02:14:13] wanted to do some of that work again going forward where instead of approving agency policy they were hearing from people and gathering information.
- Susan Mandiberg: Because you say that this term "special meeting" is used in other manuals, I personally I think would be more comfortable calling these informational meetings.
- Eric Deitrick: Okay.
- Susan Mandiberg: And that way it's clear that we're not talking about action items. Does that work for everybody?

Rob Harris: I think that's fine. I think under the emergency meeting section, you might want to put something in there that subsection seven timelines do not apply to that. Maybe instead we're doing something else. Maybe 24 hours' notice or whatever it be. But make it clear that subsection seven timelines do not apply to the emergency, just the regular...

[Crosstalk 02:15:08]

Susan Mandiberg: Okay, that's good.

Jessica Kampfe: Then I think you need Chair Nash's language for the regular meetings that create some flexibility to have it prescheduled.

Susan Mandiberg: I wrote it in. Obviously, this will all get [Inaudible 02:15:22] All right, so now we're... Let's see, emergency meetings...

Jennifer Nash: Oh, actually, can we bump up to six?

Susan Mandiberg: Yeah.

Jennifer Nash: The quorum.

Susan Mandiberg: Yeah.

Jennifer Nash: Here's that pesky little question again about if the commission loses a quorum, the meeting shall adjourn. Okay. What does that mean? Mr. Deitrick?

Eric Deitrick: I think it means that when this group gets together, when a quorum gets together, by definition it's a public meeting, and because we're required to now...we're showing all of these meetings virtually, as required by statutes so the public can watch. But once we fail to have a quorum, the meeting legally can't exist. And so I think...

Jennifer Nash: The public meeting you mean.

Eric Deitrick: The public meeting can't exist anymore, and so I think we need to adjourn once we lose a quorum, whether temporarily because we know someone is coming back in a little bit of time... But...

Jennifer Nash: So, you and I have had discussions before about this.

Eric Deitrick: Yeah.

Jennifer Nash: And if I recall our discussion, it was we can't have a public meeting anymore. We're not involved in a public meeting. But does that mean that we shouldn't continue our...no, that we cannot continue to have a discussion about issues, and should we not continue to have that discussion about issues in public, even though it's not technically a public meeting. So, tell me about how you feel about that.

Susan Mandiberg: Well, it's... What did you say?

Staff Member 1: Well, with housing, we had the same issue, right? We just continued the meeting [Inaudible 02:17:16] And what we did was we front loaded decisions. Or if folks were going to be late, we would...

Jennifer Nash: Sure. I'm not talking about the practical. I'm talking about when it happens, what we need to do...

Staff Member 1: And then you have the public... I mean, at least housing, I know they did not cancel a meeting.

[Crosstalk 02:17:36]

Jennifer Nash: So, I think we need to specially address it in the bylaws. I think we should say if the commission loses a quorum during the meeting, the public meeting shall adjourn, however... And then we say...

Sen. Floyd Prozanski: What's after the "however?"

[Crosstalk 02:17:52]

Sen. Floyd Prozanski: What if I leave to go the restroom, and you now don't have...? I mean, I'm not a voting member. But a voting member walks out of the room, and you no longer have a quorum because they stepped outside... They got their cell phone turned on or whatever. Does that mean we stop right then because you don't have a quorum?

Jennifer Nash: Well, that's what I'm saying is I don't think so.

Sen. Floyd Prozanski: Yeah.

Jennifer Nash: That's why I think we need to have a continuation of the paragraph that says that we can continue to discuss that if we're going to do it... Whatever... Obviously [Inaudible 02:18:25] but we're going to continue our discussions, and they're going to be public.

[Crosstalk 02:18:29]

Jennifer Nash: Because I think that's the issue, and that's why I'm looking at Mr. Deitrick, like can we do that, and what should we do, what's the legal...

Peter Buckley: In the legislative process, if you don't have a quorum, you can't take a vote. But [Inaudible 02:18:41] informational hearing can still continue. The meeting still continues.

Sen. Floyd Prozanski: Yeah, we don't want to mix up the branches, in the legislative branch. Yeah, I'll start meetings when I don't have a quorum as an informational meeting and waiting for my quorum to appear.

Jennifer Nash: Right.

Sen. Floyd Prozanski: Then we go into the public hearing.

Susan Mandiberg: So, instead of using the word "public" twice, because that'd be confusing, the public meeting shall adjourn. However, the discussion will continue and will be broadcasted and will be open to...

Jennifer Nash: Well, maybe we just...maybe we don't even need to put that in there. Maybe we just say the public meeting shall adjourn, and no matter may be brought before the [Inaudible 02:19:24] for an action...no vote may be taken for an action item.

[Crosstalk 02:19:29]

Peter Buckley: [Inaudible 02:19:30]

Susan Mandiberg: Yeah. Yeah, that's the problem.

Peter Buckley: ...the information. So, why does the public meeting have to end without a quorum?

Sen. Floyd Prozanski: I think it's action. You just cannot take action without that quorum...

[Crosstalk 02:19:44]

Jennifer Nash: Okay. Whatever the...

Eric Deitrick: Senator Prozanski and Commissioner Buckley, I looked at the legislative bylaw...the rules because I remember specifically working with you and having non-quorums take public testimony. You know? And I was trying to figure out what the difference was. But I think the one difference is this commission is

rarely taking testimony from the public in the same way that a legislative committee is. Normally, it's...

Sen. Floyd Prozanski: Public input.

Eric Deitrick: It's communicated [Inaudible 02:20:17] staff, and so it's just a little bit of a different dynamic. I agree with you. I think if someone is using the restroom, it seems weird to stop the meeting to me. Or if you're stepping out for a second. The issue that's come up in the past is when we lose people over time, and we know they're not coming back, and we're down to like three people, and we're continuing the meeting.

Jennifer Nash: Well, that issue dissolved the last commission, let's be honest. Not the last one but the one before that. That was one of the governing issues that occurred that made a huge problem, so we...

[Crosstalk 02:20:48]

Jennifer Nash: ...should address it somehow.

Susan Mandiberg: Yes. How about if the commission loses a quorum during meeting, something like the chair will have the discretion to continue the discussion but not to call for a vote. Something like that.

[Crosstalk 02:21:06]

Jennifer Nash: Well, I'm asking what we can and can't do. Because, I mean, the other part that we haven't talked about is the language in the statute that says that we can't receive information for consideration or deliberate... We can't deliberate without a quorum.

[Crosstalk 02:21:21]

Susan Mandiberg: So, what's the difference between deliberating and discussing?

Sen. Floyd Prozanski: Deliberating, to me, is like a work session, and that's when the commissioners are talking. [Inaudible 02:21:32] getting information in, or you're getting information out.

Jessica Kampfe: The definition of public meetings, I believe, includes quorum in it. So, I think by definition if you don't have a quorum, you don't have a public meeting. You have something else. You might have a work session. Like the public meeting ends, but the commission could continue as a work session. But I believe the definition of public meeting includes quorum.

Susan Mandiberg: The meeting meets the convening of a governing body...a public body for which a quorum is required in order to make a decision or to deliberate towards a decision on any matter. That's what the statute says.

Sen. Floyd Prozanski: Right.

Eric Deitrick: And so if you're gathering information, as you would... Like you're talking about the listening session. You're not really deliberating at that point. You're just gathering the information.

Sen. Floyd Prozanski: Yeah, for me, hearing that, it's pretty much what Peter and I work through in the legislature. You can continue to take the information in. You can give it out. But you can't deliberate towards a final decision, and you can't take a vote for a final decision without having that quorum.

[Crosstalk 02:22:47]

Susan Mandiberg: How about saying if the commission loses the quorum, the chair will have the discretion to continue to receive information and have a general discussion? Something like that?

Sen. Floyd Prozanski: I think we're micromanaging the language here.

Susan Mandiberg: Okay.

Sen. Floyd Prozanski: I don't think we need to go into that detail, because someone unfortunately is going to call it in saying that we're overstepping or whatever. I mean, to me, the law is the law. You cannot vote on an action item without having an quorum. You can't deliberate in a way to...process to reach a conclusion or to take a vote without a quorum. So, the chair shouldn't have that authority. What the chair should be doing is managing the meeting and making certain those things don't happen, but the meeting itself continues.

Jennifer Nash: So, I think that if you're a non-lawyer, non-inside baseball, as they say it, looking at number six, and you just read it, "A quorum of the commission s required to conduct the meeting. If the commission loses a quorum during the meeting, they shall adjourn." To me, that means everybody has to stop doing what they're doing and has to leave.

Susan Mandiberg: Yeah, so we take...

Jennifer Nash: So, I think what we should say is a quorum of the commission is required to conduct a public meeting.

Susan Mandiberg: Yeah.

Jennifer Nash: Because that's the language. And if the commission loses a quorum during a public meeting, the public meeting shall adjourn or whatever. Or just take the last sentence out...

[Crosstalk 02:24:22]

Sen. Floyd Prozanski: I'm going to push back because I think you're going to have the same problem. I think what it basically is is you cannot take...you can't vote on an action item, and you can't deliberate to reach consensus towards voting on an action item. That's what the chair each year...they need to be observing, "How many people do I have here [Inaudible 02:24:46] that are voting members when we reach a point where we start going into deliberation? We don't have it. Wait, wait, wait, we don't have our quorum, so we can't deliberate."

Jennifer Nash: Then we would just take six out, because we have five that says we have to comply with public meeting laws, which...

Susan Mandiberg: What if we say a quorum of the commission is required to decide an action item or to deliberate towards making a decision?

Sen. Floyd Prozanski: I think that's great.

Jennifer Nash: That's...

[Crosstalk 02:25:12]

Jennifer Nash: Yeah.

Sen. Floyd Prozanski: Yeah, I think that's right. Because it's still a public meeting.

Susan Mandiberg: Yeah.

Jennifer Nash: Right. Right.

Peter Buckley: Just because we don't have a quorum, that just means we can't deliberate.

[Crosstalk 02:25:18]

Sen. Floyd Prozanski: Yeah, this can really be used multiple ways. I mean, you can have a red talk, contentious public meeting going on.

Title: OPDC March 20, 2024 Video

Jennifer Nash: That's true.

Sen. Floyd Prozanski: And if someone walks out to deny the quorum, all of a sudden you're...

[Crosstalk 02:25:29]

Susan Mandiberg: Yeah, yeah, yeah.

[Crosstalk 02:25:33]

[Laughter]

Jennifer Parrish Taylor: Can we do that?

[Laughter]

Susan Mandiberg: Well, let me put that in. I think I've got it. And, again, people can think about this some more and do what we need to do. How are we doing on time?

Jennifer Nash: It is 3:31, so we have... If people want to take a break, we can take a break. I was just thinking we could probably just power through. But you tell me. We've got another hour. About 45 minutes.

Susan Mandiberg: I'm happy to power through if everybody else is. I'm finding this extremely useful.

[Crosstalk 02:26:09]

Sen. Floyd Prozanski: [Inaudible 02:26:09] exciting.

[Laughter]

Susan Mandiberg: I took that...I took that [Inaudible 02:26:16]

[Laughter]

Susan Mandiberg: Okay. Seven... We talked about agendas, items, all that stuff. We talked about the meetings. So, 7D, this was put in there to avoid the problem that we had in January with the document that was full of technical language and acronyms. I think everybody is understanding that that's a problem, from what I heard earlier. So, it's just in there to be sure that everybody keeps that in mind.

Jennifer Nash: I'm sorry, where are you...?

Susan Mandiberg: Subsection D.

Jennifer Nash: Oh, D. Got you.

Susan Mandiberg: “OPDC staff shall prepare materials in plain language. Technical language shall be defined and clarified for ease of access to nontechnical readers. All acronyms shall be explained [Inaudible 02:27:12]

Eric Deitrick: And just to clarify, there may be times where our audience...like maybe it’s the legislature, and we have to use technical language. But in the one-pager where it’s explained to the commission is when we’ll make sure that we comply with this.

Susan Mandiberg: Well, and technical language can be identified, even if you have to use it. So, conduct of meetings. A big, big issue that we discussed for quite a while was [Laughs] whether...how to deal with Zoom meetings.

[Laughter]

Susan Mandiberg: So, the two issues with Zoom meetings... So, we’re in B now. 8B. Two issues in Zoom meetings is do you have your name showing on your little picture, and/or do you have to have your camera on. And so we’re back to thinking about quorums. If someone doesn’t have their camera on, you don’t know whether they’re really there or not. They could just have their name up. And on the other hand, if we’re having four-hour meetings, sometimes you want to turn your camera off to blow your nose or whatever it is you need to do. And so Eric consulted with the justice department.

My understanding of what he found out...correct me if I’m wrong...is that they said it’s the best practice always to have your camera on, but it’s not required. But it really is needed if we’re taking a vote because you absolutely have to know that there’s a quorum present to take a vote. So, what we did here was compromise. Commission members shall have their names posted and to the extent practicable their cameras on. And then all voting members shall have cameras on during a vote.

Jennifer Nash: Perfect.

Susan Mandiberg: We wanted to have staff to have their names posted so we knew who was there. But since staff is likely to be doing other work during the meeting, we thought it was fine for them to have their cameras off. So, that’s what we have in there.

Sen. Floyd Prozanski: I think the other thing you'd want to consider in here... And this is something we try to do in the legislature. At least I do as the chair. That is to have voice votes on each of these. So, you actually call the name of the person, and they give a vote as compared to just having people raise their hand [Inaudible 02:29:44] on Zoom.

[Crosstalk 02:29:46]

Jennifer Parrish Taylor: We did that for the last couple of meetings, just that voice vote, and it was helpful.

Susan Mandiberg: I think we have that in here under voting but maybe not. Let's go see. That's in subsection 11. Unless any voting member of the commission requests a roll call vote, chair shall ask if any voting members of the commission object. If no objections are made, the vote shall pass. If any member of the OPDC objects to the motion, a roll call vote will be held.

Sen. Floyd Prozanski: I think that's appropriate when you're in an in-person meeting. I just think that you want to [Inaudible 02:30:23] when it's not in person that it should be mandated, because there could be someone that has technical difficulties while they're on.

Susan Mandiberg: Aw.

Jennifer Nash: True.

Susan Mandiberg: Good point.

Sen. Floyd Prozanski: And may not actually know a vote is actually occurring.

Jennifer Nash: Yeah, that's a good point...

Susan Mandiberg: Yeah, that's an excellent point.

Jennifer Nash: ...that I didn't even think about. Yeah.

Susan Mandiberg: Yeah. So, we will amend 11B to require a vote [Inaudible 02:30:50]

Jennifer Nash: For video.

Susan Mandiberg: And video, yeah.

[Crosstalk 02:30:53]

Rob Harris: Anyone appearing on video. [Inaudible 02:30:57]

Sen. Floyd Prozanski: [Inaudible 02:30:58]

Susan Mandiberg: [Inaudible 02:31:00]

Rob Harris: [Inaudible 02:30:58]

Susan Mandiberg: Okay. That's a really good point. None of us thought of that. So, one of the things that we... So, before we get there, 8...going back to 8E. So, 8E deals with accommodations. There is no statute on accommodations that deals with interpreters for people who have hearing issues. We think that the issue of accommodations including interpreters should also cover interpreters for people who do not speak fluent English and need interpretation with other languages. And at our last meeting, Jessie, I think, talked about the fact that the staff is already coming up with protocols to deal with language interpretation for not English speakers. We didn't want to put anything too specific in here because we don't want to put pressure on the staff to have to come up with something before they figured out the right way to do it.

Jessica Kampfe: And we might want to look to the state requirements for ADA and accessibility, because I think that this is actually going to be broader than language. If somebody needed wheelchair access, for example, to a meeting here, we would want with notice to be able to provide...

[Crosstalk 02:32:37]

Susan Mandiberg: Well, for sure. Reasonable accommodations would cover, I think, all of that. So, this is not limited to language, yeah.

Jennifer Parrish Taylor: Yeah. My suggestion is looking at what the state does related to public meetings and just using that language, because I think it does speak to all of that.

Staff Member 1: This is what I did at BHS [Phonetic 02:32:58], but these are standards across every agency. So, we can just pull and adopt. It's not... I'm currently working on getting that language and making sure [Inaudible 02:33:07] but it's pretty standard.

Susan Mandiberg: So, one of the things that we discussed at some length in our meeting was whether we need to use the title "commissioner" and last name when we're addressing each other at meetings. And in our subcommittee, we just used first names. Everybody seemed very comfortable with that. I notice in this meeting, we go back and forth.

[Laughter]

Susan Mandiberg: Sometimes saying “commissioner” and sometimes using first names. There are a number of reasons we discussed why not using the term “commissioner” when we’re addressing each other as opposed to maybe referring to what somebody else said, it sets up a hierarchy. It sets up this notion, especially if we’re dealing with members of the public, that we’re somehow more knowledgeable or better in some way. It can be very intimidating to people who are not themselves professionals or don’t have a lot of experience in this area of action. And if, in fact, we want to be more accessible to the public and stakeholders, our thought was that saying “commissioner” all the time set up a barrier.

So, we, at the subcommittee... And there are probably other reasons to it that I didn’t just cover. People at the subcommittee felt very comfortable using first names. I don’t think it’s appropriate to put in the bylaws, but we had that discussion. We thought it was important to tell you all that we had that discussion. And I think some of us hoped that we might have that discussion as a commission, whether it’s now or some other time. It doesn’t matter. But I did promise people that I would raise the issue and report that we had been discussing it.

Tom Lininger: I agree, I would love to [Inaudible 02:35:33] commissioner as a title. It reminds me, I had to go to the hospital some months ago, and you had to refer to the doctors as, “Dr. Surname,” and all the nurses just by their first name.

Susan Mandiberg: Yep.

Tom Lininger: And it created this odd disparity that was uncomfortable to me, and I’ll bet it’s uncomfortable to the [Inaudible 02:35:50] Even today, I noticed staff were sometimes referred to by first names...

[Crosstalk 02:35:54]

Tom Lininger: ...and commissioners get the formal title, and that seems odd.

Susan Mandiberg: I would like to give everybody permission just to call me Susan, but that’s just me. And I don’t know if...

Bob Selander: Susan, I agree with that.

[Laughter]

Bob Selander: But I think the formality of “commissioner” diminishes conversation for us as a group.

Jennifer Nash: That's true. But also... I'm working through this as I'm talking. For people who don't know us who are observing, it could be confusing if you don't know what someone's first name is. That's the flipside, right? So, I don't know how you reconcile those two things.

Jennifer Parrish Taylor: So, we'd use each other's first names.

Jennifer Nash: No, but if the audience doesn't know my name is Jennifer. There's two Jennifers also on this commission.

Jennifer Parrish Taylor: Yeah. Right.

Jennifer Nash: So, we have that, too. And like which Jennifer are people referring to. So, I think... There were five Jennifers in my third grade class, by the way, so that's kind of a common thing.

Peter Buckley: You're still bitter about that.

[Laughter]

Jennifer Nash: We had all different iterations of our name. But so that's the other thing I was kind of... Because there were five Jennifers in my third grade class, I was thinking about is how do you deal with that issue.

Jennifer Parrish Taylor: I don't know that's necessarily a problem. And by that, I mean this commission is so specific that the folks who would be speaking would know who the folks are on this commission, if that makes sense. You get to...

[Crosstalk 02:37:35]

Jennifer Nash: I don't know, we have people who are... We have legislators. We have legislative staff who watch these meetings. They don't know who we all are.

Jennifer Parrish Taylor: Okay. But, yeah, we also have placards.

Jennifer Nash: That's true. That's true.

Jennifer Parrish Taylor: [Inaudible 02:37:47] how it came up with... I think titles are weird and that they set up power dynamics that are based on something that's artificial. It's a title. Someone gave you that title. It doesn't really mean anything. And for folks with lived experience, at least in my experience in having community meetings, it set up a hierarchy or a power structure of, "I'm coming into a space where I'm already uncomfortable, and now I have to remember the rules of how I

engage.” And so we’re trying to get at that and mitigate barriers to participation. I think an easy thing for us to do is not to use “commissioner.” But also introduce ourselves. We have to do that for the record when we are at the legislature. You know, we say for the record, “My name is [Inaudible 02:38:45] commissioner. I go by blah, blah, blah.” Whatever ways that we can make it a little bit more inviting for folks to feel comfortable.

Susan Mandiberg: Again, I don’t think it needs to be in the bylaws, but...

Jennifer Nash: I don’t think I could ever refer to Senator Prozanski other than Senator Prozanski.

[Laughter]

[Crosstalk 02:39:07]

Sen. Floyd Prozanski: Just don’t call me late for dinner.

Jennifer Nash: Yeah, there you go.

Susan Mandiberg: All right, so moving along. Subsection nine, public comment. Subsection 9B deals with written comment. And what it says is that submissions received by the close of business two business days in advance of the meeting in which they’re being considered shall be submitted to voting and nonvoting members and posted to the public. Submissions received after that time shall be submitted to nonvoting members and posted after the close of the meeting. We mean this to give us enough time to really read and consider with dignity the input of the public when it’s in writing. Stuff that’s received the morning of the meeting or, as today, one thing in the middle of the meeting [Laughs], we can’t give it our full attention. And so this is meant to give us the breathing room to be able to treat public input with some dignity.

Jennifer Nash: And still allow people to make public comment.

Susan Mandiberg: And still allow people to make written comments, right.

Peter Buckley: [Inaudible 02:40:28] have to then adhere to that seven-day notice so people know what’s going to be on the agenda...

[Crosstalk 02:40:33]

Susan Mandiberg: We absolutely do.

Peter Buckley: And just as a quick sidenote, Oregon [Inaudible 02:40:39]

[Crosstalk 02:40:42]

[Laughter]

[Crosstalk 02:40:46]

Sen. Floyd Prozanski: The other thing we do need is a closing time for written statements. [Inaudible 02:40:55]

Jennifer Nash: Oh, sure. Sure.

Sen. Floyd Prozanski: [Inaudible 02:40:58] at some point it'll be made.

Susan Mandiberg: Good point. What would you suggest as a closing time?

Jennifer Parrish Taylor: I would say 48 hours after... Well, [Inaudible 02:41:12] I was thinking of the rules in terms of public testimony. We have 48 hours after the start of the public hearing, but we want it before.

Sen. Floyd Prozanski: Yeah, it varies. One model [Inaudible 02:41:23] committees starts at 48 hours from the beginning of the meeting time. So, if you have a one o'clock meeting on a Wednesday, it would need to be posted by Friday at one o'clock.

Susan Mandiberg: What if the meeting is on Friday? You don't have to be post it over the weekend?

Sen. Floyd Prozanski: No, it's business days...

[Crosstalk 02:41:44]

Susan Mandiberg: Okay, so two business days from the meeting, 48 hours not counting weekends.

Eric Deitrick: One difference though is in the legislative process, like for your committees, you're not actually enacting the law with the decisions that committee makes. It'd still be considered throughout the legislative assembly. And so having that flexibility... Whereas if that's an action item for this commission, it's going to be decided at that moment. And so that's where I would offer that insight, [Inaudible 02:42:13] allow testimony after an action item this commission has considered.

Sen. Floyd Prozanski: Well, yeah, I think that's a good point, Eric. So, we probably would want to think about how to frame it, that it has to come in by a certain time prior to the action item being taken. Because usually action items will be based on something that

already happened. So, we've already had a public hearing. We've taken information in. And it's not scheduled for an action on the same day we're doing a public hearing. I would assume this is how this commission has worked in the past. And if that's the case then figuring out what would be the timeframe after the public hearing [Inaudible 02:42:54] the action item. Because at some point, we could actually open the record up to...

Jennifer Nash: Yeah, that's true. What if we just said for any action item it's 48 hours prior to the meeting, full stop? That's just it. Because that would give us time to deliberate on whatever we need to think about before the...

Peter Buckley: And people could still write their anger at the...

[Crosstalk 02:43:23]

[Laughter]

Peter Buckley: ...let the commission know how horrible their decision has been.

Jennifer Nash: True.

Susan Mandiberg: So, 48 hours [Inaudible 02:43:30]

[Laughter]

Susan Mandiberg: [Inaudible 02:43:33] All right. I have nothing else on article four.

Jennifer Nash: I have...on number 12, meeting records and minutes. I think that we should have a time limit that sets an expectation on when minutes and transcripts are going to be posted to the website after meetings.

Susan Mandiberg: What do you suggest?

Jennifer Nash: I don't know.

Jessica Kampfe: It is a monumental amount of work to do the meeting minutes and the transcripts. Right now, the AI technology that we've tried to help has not been hugely helpful. We currently don't have the staff and resources to do it any more efficiently than we are doing it right now. That being said, the legislature did just allocate us a new position authority to hire a [Inaudible 02:44:24] staff member. So, hopefully our ability to do this will improve once we have dedicated staff to do it. But right now...

[Crosstalk 02:44:36]

Staff Member 2: [Inaudible 02:44:39] on average, it's probably [Inaudible 02:44:45] consolidate [Inaudible 02:44:49] get through it, but [Inaudible 02:44:52]

[Crosstalk 02:44:50]

Sen. Floyd Prozanski: ...seven days? Ten days?

Jennifer Nash: At this point, it's right before the next meeting, so it's a month.

Eric Deitrick: One thing... And I know we talked about this is the transcripts... And I've talked to Susan about this. The Zoom transcripts, she's used to. I am not. And so we need to get better transcripts for you all, and I think our intent is to start going back to the way we were doing transcripts in the fall. The minutes though, usually you have to get the transcript before you can do the minutes, so that's the timeline thing. I don't know how long it took to get the transcripts from...

Staff Member 2: Panda?

Eric Deitrick: Panda?

Staff Member 2: I think they do...it's four to seven business days.

Eric Deitrick: So, getting that timeline...

Susan Mandiberg: A little secret is you get the transcript that Zoom sends you, and you save it as a PDF, and then it blows up to a full screen, and it separates everything, and you can read it more easily. That being said, they're not always coherent because they separate things by paragraph. They separate things by time and paragraph. And they'll say who they think is speaking at the beginning of the paragraph, but the speaker can change in the middle of the paragraph, and it doesn't tell you that the speaker has changed. So, it takes a little bit of weeding through them.

[Crosstalk 02:46:22]

Susan Mandiberg: But once they're bigger and not in that tiny, little Zoom print, you can actually start making some sense out of them.

Jennifer Nash: So, I have just maybe a more simple suggestion for now until we have more robust ability, and that is to post a link to the video next to the meeting date. Because right now, I know where to find it. It's embedded in the agenda. You go back, and you can click on it, but people don't know that.

So, if you actually just...where the agendas are, where we put the link to the transcript for the minutes, just put the video link. Really, I'm thinking, of course, of the public being able to access the information.

Susan Mandiberg: Sure.

Jennifer Nash: So, the easiest place to get that is next to the agenda.

[Crosstalk 02:47:13]

Susan Mandiberg: So, do you want something in the...?

Jennifer Parrish Taylor: But are the videos captioned? Meaning like if I go back and I look at this, is there closed captioning so I know what's being said?

Jennifer Nash: I don't know the answer to that.

Jennifer Parrish Taylor: Okay.

Jennifer Nash: It's just a recording of the meeting, but I don't know if it's closed captioned.

[Crosstalk 02:47:30]

Male 02:47:28: I don't think so.

Jennifer Nash: We might be able to turn it on.

Jennifer Parrish Taylor: Yeah, I know there is smart closed captioning [Inaudible 02:47:34] that same problem where it's like gibberish.

Eric Deitrick: We do have the link here now, and [Inaudible 02:47:41]

[Crosstalk 02:47:44]

Jennifer Nash: Next to the meeting date?

[Crosstalk 02:47:47]

Susan Mandiberg: So, do we want something in the bylaws about this? That's where we started. An expectation as to when meeting records and minutes will be posted to the website?

Bob Selander: Well, we're still talking about [Inaudible 02:48:00] aren't we? If we put the video up there, then [Inaudible 02:48:07] transcript has to be done before the [Inaudible 02:48:09] That gives everybody access to the video.

Jennifer Nash: So, I think in the... Yes. And I think to the question about do we want something in there, I think we do because this is the outward facing document. So, members of the public want to know when we're going to have these things available, not just that we say we're going to have them. So...

Susan Mandiberg: So, given that the staff isn't...

Jennifer Nash: Say as soon as practicable or something.

[Crosstalk 02:48:38]

Jennifer Parrish Taylor: Yeah, I don't want to put a specific time...

[Crosstalk 02:48:43]

Jennifer Nash: But some acknowledgement so that it doesn't sound like it's just a platitude and...

Susan Mandiberg: Yeah, all right. We'll get that in there, as soon as practicable.

Jennifer Nash: Yeah.

Bob Selander: My question is why is the video not sufficient? It records everything...

Jennifer Nash: Because you have to sit there for three hours and watch a video [Inaudible 02:49:04] when things are or... I mean, I think if you had a transcript where you could search if you were looking for something, it would be...

[Crosstalk 02:49:12]

Jennifer Nash: ...as a practice.

Bob Selander: There are two things that we're talking about. One is convenience or efficiency. Transcript is more efficient. I think printing everything out is more efficient than looking at it on a computer screen. So, I agree with that. But the other thing we want to be is apparent in everything we're doing. And if there is a video out there, we are apparent. It may not be as convenient in the appearance.

[Crosstalk 02:49:38]

Title: OPDC March 20, 2024 Video

Jennifer Parrish Taylor: But it's an accessibility issue.

Jennifer Nash: Right.

Jennifer Parrish Taylor: Yes, we may have a video, but what if I can't see. Or what if I can't hear rather?

Bob Selander: I am trying to meet OPDC's concern about how quickly they can get it out. If the AI technology comes out so it spits everything out, we can save five days. But it's not... If we have the video up there, it's not that we're depriving people...

Jennifer Nash: Right.

Bob Selander: ...access to what we've done. And as soon as possible, we can try and get the transcript out there.

Jennifer Parrish Taylor: But that is what we're saying though. We're saying that the video is there. Then as soon as we can, we'll put the transcript up.

Rob Harris: [Inaudible 02:50:25] agree.

Jennifer Parrish Taylor: I think we're saying the same thing.

Bob Selander: Yeah, I think so.

Jennifer Parrish Taylor: Yeah.

[Crosstalk 02:50:27]

Jennifer Parrish Taylor: Yes, we agree.

Rob Harris: Yeah. I think you can put in there like all meeting materials which we have after the end of the meeting and the link to the video shall be posted on the website within five days...[Inaudible 02:50:40] five days. Transcript shall be posted and available to the public as soon as practicable.

Jennifer Parrish Taylor: Exactly.

[Crosstalk 02:50:48]

Jennifer Nash: [Inaudible 02:50:50] put pictures up.

Lisa Taylor: Can I chime in on this from a communications standpoint? So, we just recently got a communications... Lisa Taylor [Inaudible 02:50:56] for the record. We just recently got a communications position a month ago or so. We're getting this

commission administrator position I think within the next month or so. I think this might be... I know you need something for the bylaws, but I think this might be a solution that we get a work group together with those staff members, maybe a commission member, to talk about how we can solve this outside the bylaw process, because transcripts are taking a lot of staff time. And I think there's a lot of technological solutions we could find for this. Like the legislature, you have the video, but you have the agenda. And you could click on the agenda, and it'll jump you right to that point.

Jennifer Nash: Right.

Lisa Taylor: I think that...

Rob Harris: Agreed.

Jennifer Nash: Thank you. That's great. Thank you. That's a great solution.

Staff Member 1: Well, we had our new CIO, as well, start.

Jennifer Nash: Yeah.

[Crosstalk 02:51:48]

Staff Member 1: Yeah, so we might have a solution that may not require putting it in...

Jennifer Nash: And I looked on the agenda. Thank you. I went, I don't know, like two weeks ago, and there wasn't a recording. So, that's wonderful, somebody had brought it up.

Eric Deitrick: [Inaudible 02:52:01] video is like a transparency. You want everyone to be able to see [Inaudible 02:52:07]. But we've had this debate going back a few years, whether commissioners prefer transcripts or minutes. And with the transcript, you're getting everything verbatim. With the minutes, it's a shorter read, but it's someone else's summary. And so we have gone back and forth on that. The transcripts are similar. We can continue to do minutes in addition to that transcripts if that's what this commission wants, but it does take more time.

Susan Mandiberg: Anything else in article four?

[Laughter]

Susan Mandiberg: How are we doing? It's four o'clock.

Jennifer Nash: We're getting close, but you're really close, too. I think you can do this in 15 minutes.

Susan Mandiberg: I'm close.

Jennifer Nash: [Laughs]

Susan Mandiberg: I will do my best to do this in 15 minutes. Without going into the details of stuff that is there, there are two big issues here. One that I want to tag, first of all, because I can just say we're going to work on it, is the audit committee. It says now that it's not a governing body. But if you look at the definition in the public meetings laws, the audit committee might be a governing body depending on how you interpret certain words, in which case it would then be subject to the public meeting laws. But Eric suggests that maybe the audit committee is really not a governing body, even if you look at the words of that statute. So, this is something where we're going to have to go back to the justice department to get some guidance on how we deal with the audit committee. I know that Rob also had some other language that he wanted to add here.

But I'd like to suggest, Rob, that since we're going to be redoing this whole paragraph anyway at the next subcommittee meeting, we could deal with your language. So, the other thing that I wanted to mention here is that one of the things that we discussed at the subcommittee but left it unresolved is whether the bylaws should set out any specific standing subcommittees. And there were two types of subcommittees that various people suggested might be listed as standing subcommittees. One is the governance subcommittee, because the anticipation is that it will continue to have work to do. And the other was a legislative subcommittee that I would like to suggest that Director Kampfe talk about the need or the possible need for such a subcommittee.

Jessica Kampfe: Sure. The agency is undergoing a lot of change, and a lot of it has been driven by legislation, specifically Senate Bill 337, as well as some budget notes that have come along. And part of that change process has been a number of reports that the agency is required to produce either annually or quarterly. The quarterly reports are on a very tight timeline for the full commission to be able to review and approve. For example, we have...upcoming, we have quarterly reports that are due to the legislature in the end of April. I think April 22nd for the May legislative days.

Given the timing from when our last reports were due, we'll have to get those to the commission in the April commission meeting to review and approve in the same meeting. Because otherwise, we would have to get the reports to you all today to review. And then by the time the report is turned into the legislature, the information in it would be two months old for the legislative

hearing. And for a quarterly report, if we're turning in information that's two months old, we're always going to be a quarter behind in what we're reporting to the legislature. So, I think it would be really helpful if we had a subcommittee that can do the review work with us and then be making recommendations to the full commission at the meeting prior to the reports being turned in.

So, there would still be an opportunity for the full commission to have the report seven days before the commission meeting and have a conversation about it, but there would also have been commission involvement in the review work leading up to that meeting. I think that's a way that we could more meaningfully engage the commission in its oversight function while also being able to provide the legislature with information that is more current.

Susan Mandiberg: So, there's two ways, it seems to me, that we could go about having such a subcommittee. One is that the chair could just say we're having that kind of subcommittee, or we could take a vote on having that kind of subcommittee, and then it would happen. The other is to put it in the bylaws that such a subcommittee would exist. And the governance subcommittee didn't come up with a decision on that, so it's open for discussion.

Sen. Floyd Prozanski: What's the purpose of the audit committee? What is it going to give to us
[Inaudible 02:58:11]

Susan Mandiberg: Yeah, the audit committee, right now, is not considered to be a subcommittee.

Jennifer Nash: The audit committee is a separate entity that is independent from the commission and is not technically a subcommittee of the commission, but its charter... This is from a budget note from 2021.

Sen. Floyd Prozanski: Okay.

Jennifer Nash: The audit committee is independent. There is one commissioner who's on the audit committee, that's Commissioner Harris. And that committee reports...makes an audit plan and an audit report and reports directly to the commission.

Susan Mandiberg: And because it reports to the commission, it comes under the definition of governing body in 192.61075.

Sen. Floyd Prozanski: [Inaudible 02:58:53]

Jessica Kampfe: And to be clear, the audit committee is not created by the budget note. So, there was a budget note that said the agency will have internal auditors and that those internal auditors report to the commission, not to the director. And

so in order to facilitate that function, the best practice is to have an audit committee with commission involvement that then reports directly to the commission. So, the audit committee itself is a best practice rather than a budget note. They are internal auditors, and so they audit agency programs and agency function.

Sen. Floyd Prozanski: And does the committee itself set its own agenda, or does the commission tell you, "We want this to be done."

Jessica Kampfe: The committee has historically set its own agenda.

Rob Harris: So, I did some reading on this. I've only been to one meeting. I've never been on an audit committee before, but... And thank you for the information you sent me. There are some standard practices for auditors, and this is an internal audit committee that looks at procedures and policies, and makes sure that they're achieving their goals, and they're being efficient, and they're minimizing risks. It's a big risk management thing, honestly, too. Because they're auditing internally, they need to be independent from management.

Sen. Floyd Prozanski: Right.

Rob Harris: And so there is requirements. There is a long... I don't know how many pages it was. It was 20 or 30 pages of best practices, which I finally got through this week. But they create their own charter. And so you'll have a couple of auditors and some outside people that form this committee. John Huxler [Phonetic 03:00:29] is the chair, and Mr. Huxler was the auditor for Washington County for about 20 years. I think they have the current Clackamas County auditor on the committee. The auditors doing the auditing, I think, they're [Inaudible 03:00:42] I'm not exactly sure. They have a charter. They create their own charter.

And the charter... That's best practices. They'll have a... We voted on the audit schedule and everything. Their job is to look at this agency... They're sort of like internal investigators when you think about it. And so because of that, they're not reporting to the executive director or deputy director. They're coming to us and saying, "This is what we're finding." And so how we're... What I believe we should probably do in the bylaws... I need to look at this a little more and do a little more reading. Establish it, authorize it, review their charter that they draft because we have to approve their charter, and so that's our oversight of them.

Sen. Floyd Prozanski: Okay.

Rob Harris: And so it is an independent sort of internal investigator thing that we work with together, and they can advise the agency on changes [Inaudible 03:01:32] as

well. So, that's sort of a thumbnail of what we're doing. When we get down to putting the language in the bylaws, it'll probably be relatively brief like this, because the more I read about this, the more... This thing is governed by their charter and professional standard guidelines that are nationally accepted.

Eric Deitrick: And what Director Kampfe said, I think, is really important. That we need to clarify in that charter and take a look at it as it's being drafted, is that it is the internal auditors that report to the commission, and the audit committee works with those internal auditors. And so that's the flow of direction in providing information to the commission. I think that impacts whether it's a public body or public meeting, that piece. Because if the audit committee is informing the auditor, they're not a subgroup of the commission, and we don't need to worry about whether public meeting law applies to those committee meetings because they're informing the auditor, who in their individual employee capacity is informing the commission.

Susan Mandiberg: Okay. So, we'll deal with all that. Getting back to the issue of whether things like the governance committee and a legislative subcommittee should be standing committees mentioned in the bylaws or just ones that we create more or less ad hoc through the chair, do people have feelings about that?

Jasmin Wright: Certainly I think the governance subcommittee [Inaudible 03:03:07] seems like our [Inaudible 03:03:11] of the governance subcommittee seem to be kind of bubbling under the surface on a constant basis. I would suggest that the governance subcommittee probably needs to exist within the context of the bylaws.

Jennifer Nash: I agree. Thank you. And I think that's also true for the legislative committee. Because from a governance perspective, the issues that have been identified by the executive director are not going to ever be able to be mitigated. There always going to be timing issues. We won't ever be able to schedule meetings based on various different reports that come up from time to time. So, I think there will be an ongoing need for a legislative committee, and it makes sense to have that in the bylaws because that issue is not going to go away.

Susan Mandiberg: So, we have to make it clear what the duties of these committees are. I would very much like to have input from Director Kampfe, and from Chair Nash, and from anyone else about what that language should be setting up these standing committees. I think this is tricky, and it would be really, really helpful for the governance subcommittee to have language suggested by other people, if that's at all possible.

Jennifer Nash: Related to that, something that I think...that I talked with Director Kampfe about is that sometimes the timing of those reports will be problematic, even with the

legislative committee. And if there were changes that need to be made between the time that the commission approves a report and the time it needs to go to the legislature, there needs to be some mechanism in place for that to happen, and perhaps we need to put that in the bylaws.

Either that the chair can approve those changes or the chair of the legislative committee, or something. But I think that is a governance issue that we should address, too, so that we make sure that someone on the commission, if changes need to be made... I mean, we don't want to approve a report and then have a different report sent in because something needs to happen. So, I think rather than having to call an emergency meeting, is there some way...? I think we need to address that issue when it comes up.

Jasmin Wright: Well, we have a discussion on the governance subcommittee about whether or not...if there's a legislative subcommittee whether or not the legislative subcommittee could review the legislation, recommend it for review...

[Crosstalk 03:05:44]

Jennifer Nash: Well, that's what they would have to do. The subcommittee would have to do.

Lisa Taylor: So, I think the... Yeah, thanks. Again, Lisa Taylor. I would just make a couple of recommendations. I really appreciate Chair Nash's comments about edits that have to be made. For example, with these reports coming up, even without the legislative committee, there is going to be about a week between the commission hopefully approving the reports and when we submit them to the legislative fiscal office. And in that week, I had anticipated maybe minor changes to anything that goes up during the commission meeting and maybe just a written email from the chair or whoever is...saying, "Yeah, final approval with those changes."

I'm also thinking you might want to differentiate those type of edits. So, major changes might mean you go through a different process than minor edits. Then in terms of timing, I wouldn't anticipate getting... We're not going to be submitting the report to the legislative committee, especially if there's a seven day posted period. I think because that would put us two weeks probably before a report would be due to the committee. So, like if we back up enough, that gives staff a very limited window to get reports done, so I would envision the legislative committee being more of, "Here's the current draft. What do you think of this current draft?" Whether that's you want us to post that current draft, or it's just something that we bring to the committee. I mean even a week of drafting changes a report quite a bit, so... Yeah.

Susan Mandiberg: All right. Well, we'll struggle with that one as well.

Jennifer Nash: So, we have a couple minutes. And I know we're very close to being done. So, if we're okay...

Sen. Floyd Prozanski: I'm still pondering what we were just talking about now.

[Crosstalk 03:07:45]

Sen. Floyd Prozanski: These various committees we're talking about right now are ones that are under three, advisory committees.

Susan Mandiberg: No, these are subcommittees. We're talking about subcommittees under [Inaudible 03:08:01] subsection one.

[Crosstalk 03:08:01]

Sen. Floyd Prozanski: I'm just looking to see because...

Susan Mandiberg: We haven't gotten down to advisory committees yet.

Sen. Floyd Prozanski: All right. Then I'm going to go back to what [Inaudible 03:08:08] was talking about, internal auditor. Who is the internal auditor to the commission or to the agency right now, or do we have one?

Jessica Kampfe: So, we have a contracted internal auditor, Latham Stack, and his position is ending the end of the month, end of April. Then Scott Martin is his last name...Scott Martin is the agency staff internal auditor.

Sen. Floyd Prozanski: Agency what?

Jessica Kampfe: He's employed by the agency.

Jennifer Nash: The staff internal monitor...auditor.

Sen. Floyd Prozanski: Okay. So, we have someone under contract that's independent. He, she, or they are the point person? I'm just trying to get...

Jennifer Nash: He's not independent. He's just not an employee. He's an independent contractor. Then there's... And so that position will be vacant. Then there is an employee that's an internal auditor.

Susan Mandiberg: Yes, and there's an audit committee.

Sen. Floyd Prozanski: And so the audit committee reports to the internal person?

Susan Mandiberg: No, the audit committee reports to the commission.

Jennifer Nash: Yeah.

Eric Deitrick: So, for the record, this is Eric Deitrick. The way this was created was absent anyone currently with the agency. The way I think it should be structured is that the committee should report to the internal auditors because they're the position that was legislatively authorized with a job description of reporting to this commission. I'm not sure how much reporting has happened in the year and a half or so since it was created.

Jennifer Nash: Well, Rob and I... Just before we get to that... So, what I was going to suggest is... We're really scheduled to adjourn at 4:30. We have dinner at 6. At people are comfortable going a little long, I think we can wrap this up. By a little long, I mean like 15 more minutes, maybe 4:45.

Sen. Floyd Prozanski: I actually thought we were going until five.

Jennifer Nash: Not...

Sen. Floyd Prozanski: I know the agenda doesn't say that, but one that I saw earlier...

Jessica Kampfe: We had intended to wrap at 4:30 and then have an opportunity to have commission members...

[Crosstalk 03:10:14]

Jessica Kampfe: ...session with our IT folks to gather information about the IT challenges so that we can work towards solution.

Jennifer Nash: So, if we're okay going a little bit longer, I think we can close the bylaw discussion. Is everybody...? Okay, we're nodding. So, Rob and I met with John Huxler on March 13th to have this discussion. Like, "Okay, who are you, and what are you really doing? Because we don't understand." So, we had a very nice, very frank, very insightful conversation where he explained how he came to be with our entity and what they do. And, Rob, jump in and correct me if I get this wrong.

But basically he said that it was Latham Stack who basically recruited him, and then he recruited other members of the audit committee, that it was because of the budget note in 2021, and that the audit committee creates its own charter and audit schedule, but the audit schedule is informed by the needs of the agency. Because the audit committee also has members...the executive director,

the internal auditor, auditor for the agency, member of the commission, and other employees of the agency are on the audit committee.

And they say... I'm just making this up, but, "No, you don't really want to audit that because we have this other really important thing that we think you need to be paying attention because this may be a risk." Then they get to just take it and do whatever it is that they're going to do, the audit committee. So, the audit committee ultimately says yes, no, maybe. But the agency basically gives, "This is what we think you should be doing," and they can decide whether or not they agree with that. Then they develop an audit schedule, and then the agency's auditor executes the audit and reports back to the audit committee, who reports to us. Is that basically...?

Rob Harris: I think so. [Inaudible 03:12:32] have to do an annual report. I think they did an annual report [Inaudible 03:12:33]

Jennifer Nash: Yeah, they did.

Rob Harris: Then they also report as needed if there's enhanced risk, I think, was the term they used. And... Yeah. That's sort of what they have been doing, apparently.

Jennifer Nash: And they're all volunteers.

Rob Harris: Yeah, they're all volunteers.

Jennifer Nash: Except for the employed auditors.

Rob Harris: And the professional auditors seemed very knowledgeable.

Jennifer Nash: And this is like a normal thing in state agencies.

Rob Harris: Yeah.

Jennifer Nash: Apparently.

Sen. Floyd Prozanski: I'm just not familiar with [Inaudible 03:13:04]

Jennifer Nash: Yeah.

Sen. Floyd Prozanski: It seems to me you've got a group internally that runs their own agenda, doing whatever they want to. And I'm just trying to figure out who do they answer to. I understand they come back to the commission, and we get some type of overview. But what's to stop...I don't know if it's the internal auditor or the committee itself saying, "We're going to go on this path," [Inaudible 03:13:29]

Jennifer Nash: The executive director could tell us that.

Jessica Kampfe: I mean, I could inform the... The independent audit's function is separate and independent from the executive director, and it needs to be for them to provide oversight. Because otherwise, you would have a director that is trying to...

Sen. Floyd Prozanski: Totally...

[Crosstalk 03:13:43]

Jessica Kampfe: ...corruption or something of that nature. So, I can't tell the independent auditors what to and not to audit. I can offer agency priorities to them, which they can choose to incorporate or disregard. Ultimately they report back to the commission.

[Crosstalk 03:14:02]

Jennifer Nash: You're on that committee, too, aren't they?

Ralph Amador: [Inaudible 03:14:07] Chair Nash. If I could add [Inaudible 03:14:12] clarity. Ralph Amador, [Inaudible 03:14:14] commission. So, the normal process is that on a yearly advisory basis, the internal auditor does a risk assessment of the agency. He goes out there, he interviews all the managers and [Inaudible 03:14:29] of the agency, and says, "Identify your risks, and here's a matrix what you think is pertinent, what you think going to be a problem," and everything else. [Inaudible 03:14:35] matrix that says, "This is what's happening in the agency. These are the risks of the agency. How do you want me [Inaudible 03:14:43] They then offer some suggestions about what should happen and what should be audited.

They take that, and they visit the executive team and the managers and say, "This is what the risk matrix is saying are risks to the agency and what's going on going forward." Then they take that to the audit committee and say, "Based on this, this is where we see these risks. We've already visited with the agency. Then we've talked to the audit committee." Then the audit committee is supposed to say yay or nay based on this, and "This is what we suggest." From that, then they're supposed to take it to the commission and say, "Based on all these things that we've done to get to this point, this is what we would like to have our audit plan look like going forward." The commission would then say yes or no, or, "We think something different."

And that's why we have commissioners on the committee. Then from there, that's the plan that's set out for the next year or two. Usually it's a two-year

plan. [Inaudible 03:15:42] every single year. That's how it's supposed to work. It's been a bit disjointed because of the [Inaudible 03:15:50] in the agency over the last few years. But that's how... We just had a meeting...a couple meetings about this and getting it a bit more on track as we go forward. So, hopefully that adds some clarity for how the process normally works...

Jennifer Nash: Yes, thank you.

Ralph Amador: ...in other agencies. We're just trying to get [Inaudible 03:16:07]

Rob Harris: [Inaudible 03:16:10]

[Laughter]

Jennifer Nash: When I asked him, he said, "I'm sorry, you've reached a number that has been disconnected."

[Laughter]

Rob Harris: [Inaudible 03:16:22] I'm coming off that governance committee, right?

[Laughter]

Jennifer Nash: Yeah.

Lisa Taylor: [Inaudible 03:16:26] did submit an audit report to the legislature [Inaudible 03:16:29]

Jennifer Nash: Yeah. All right. So, thank you. If there are no other questions about that, we'll continue with the...

Susan Mandiberg: The rest is just to clarify why some of the things that are there are there. When we get to advisory committees and work groups, we wanted to be sure that it was clear that the executive director and the chair could put together these advisory committees or workgroups and that they had the authority to pretty much bring whoever they thought would be useful and helpful onto those committees and work groups, including legislators. There was a comment to the... Somebody sent me an email... A stakeholder who pointed out that since...that it was important to get input from legislators who were from all parties in the legislature.

And so putting legislators in there broadly would allow certainly the executive director to bring in legislators with certain expertise, legislators from a political party not currently represented on the commission if it seemed important to

see what other points of view were festering out there and so forth. And so that's why that is in there the way it is. And other than that, I have no... In the grievance procedural, article six, the goal was to delineate the responsibility of the executive director and staff versus the commission. We understand that it's not a clear division of labor, but it was our attempt to try to channel certain kinds of grievances in one direction or another.

There's provisions in there for things to be referred back and forth between the commission and the agency if that's advisable. And our goal in subsection four was to create a paper trail so that there would be a record going forward of how things were dealt with and so that everybody could be protected by having things down on paper. So, that's all that I have to say. If anyone else has anything they'd like to raise, I guess this would be the time to raise it.

Jennifer Nash: I have a question. The question is did the governance subcommittee discuss any guidelines with the bylaws for commission members communicating with the press?

Susan Mandiberg: We did not discuss communications with the press.

Jennifer Nash: That was one of the things that when we had our onboarding DOJ suggested we do.

[Crosstalk 03:19:46]

Jennifer Parrish Taylor: Well, now that we have a comms person, I would think that we'd get some guidance from them.

Jennifer Nash: Yeah. But I mean, as a [Inaudible 03:19:55]

[Crosstalk 03:19:57]

Eric Deitrick: There's a general statement in article two, sections even of the role of the chair which says that the chair is the public liaison of the commission members. It shall be the responsibility of the chair [Inaudible 03:20:09] other persons as director by the chair to speak on behalf of the commission members for official information concerning the OPDC. So, that's not directly on point, but at least that's kind of one of the things I was thinking of as it was being discussed was that was the expectation, at least.

Jennifer Nash: Okay.

Susan Mandiberg: If you think there should be more specific guidance about dealing with the press, we can certainly try to articulate something.

Jennifer Nash: Well, I don't really want people to feel like they can't talk to the press if they're approached by the press, and so I kind of wanted the governance committee to have a discussion about, I don't know, some guidelines about that so people could...if they... Well, I guess we should have a value discussion about that. Do we want me speaking for everyone, or do we want people to have the ability to speak for themselves? And if we do that, how do we do that? Do we have goals? Do we have values? Do we have things that we all agree on that we will communicate if we're communicating individually with the press? I wanted to have that kind of discussion.

Sen. Floyd Prozanski: Yeah. It's what capacity is the individual communicating in with the media.

Jennifer Nash: Right.

Sen. Floyd Prozanski: Because if they're not authorized by you as the chair, they can't speak on behalf of... They can maybe speak as an individual. And whether we need more guidance on that for things like the agency type approach [Inaudible 03:21:38] get more information on. But it just needs to be really clear.

Jennifer Nash: Right.

Sen. Floyd Prozanski: Because there are going to be those times... Because anyone can go on the website and see who's the members and just start calling.

Jennifer Nash: Right.

Sen. Floyd Prozanski: And seeing how many different answers they get.

Jennifer Nash: Well, and I guess not just members of the press but other people, too. I mean, [Inaudible 03:21:54] these people are calling me. What do I do?" [Laughs] So, I mean, I think having that in the bylaws would be helpful for...

[Crosstalk 03:22:05]

Tom Linger: Just to be clear, the press wasn't calling you.

Jennifer Nash: Not the press. Right. Right. Other people. Lobbyists.

Susan Mandiberg: Do you all want to give us some guidance, or do you want to leave it to us to come up with something?

Rob Harris: I'm a big believer in free speech.

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Susan Mandiberg: In other words, at our next committee meeting you would like to be part of the discussion in coming up with something.

Rob Harris: Meaning that individual members do not speak for the commission as a whole unless they're authorized to do so.

Susan Mandiberg: Okay.

Jennifer Nash: Okay.

Rob Harris: And they shall...it goes without saying, make sure that...

[Crosstalk 03:22:39]

Sen. Floyd Prozanski: [Inaudible 03:22:40] disclaimer.

Rob Harris: Yeah.

Jennifer Nash: Yeah.

Susan Mandiberg: Got it.

Jennifer Nash: All right. With that, if there is no other comments [Inaudible 03:22:56] about the bylaws, is there anything else that anyone would like to add?

[Crosstalk 03:23:00]

Susan Mandiberg: My understanding is that you're authorizing us to go back to the governance committee, discuss all the things that we said we would discuss or amend, come up with another draft, and have it ready for the commission at the April meeting. Is that accurate?

Jennifer Nash: Yes.

Susan Mandiberg: All right.

Jennifer Nash: That is accurate.

Rob Harris: Thank you, governance committee.

Tom Lininger: Thank you, governance committee.

Peter Buckley: Thank you, governance committee.

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Jennifer Nash: Thank you very much. Wonderful work. All right, a couple of...

Jessica Kampfe: So, I think that... Does that end our public meeting?

Jennifer Nash: That does end our public meeting, but I was going to just conclude the public meeting but also say that we will be back tomorrow at nine o'clock for a second public meeting that is our more formal commission meeting. And with that, I'll take a motion to adjourn the meeting.

Rob Harris: So moved.

Jennifer Parrish Taylor: So moved.

[Crosstalk 03:23:55]

Jennifer Parrish Taylor: You beat me to it.

[Laughter]

Jennifer Nash: Is anyone opposed? All right, the meeting is adjourned. Thank you.