



QUALITYLIFE INTERGOVERNMENTAL AGENCY

DBA "QLIFE NETWORK"

A RESOLUTION DELEGATING AGENCY MANAGEMENT TO THE EXECUTIVE DIRECTOR

RESOLUTION #25-02

WHEREAS, the Second Amended and Restated Intergovernmental Agreement for the QualityLife Intergovernmental Agency ("IGA") recognizes the Board's authority to appoint an Executive Director who is responsible for the management of all Agency affairs placed in the Executive Director's charge by the Board; and

WHEREAS, the IGA authorizes the Board to define delegations of authority to the Executive Director; and

WHEREAS, the Board finds that the delegation of authority to the Executive Director for all day-to-day administration and operations of the Agency and all other actions as set forth below will help effectuate the Agency's purpose, which is to promote economic and community development within Wasco County and the Mid-Columbia Gorge community through the development of telecommunications infrastructure and related programs and services.

BE IT HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF QLIFE INTERGOVERNMENTAL AGENCY AS FOLLOWS:

Section 1. Delegation. QualityLife Intergovernmental Agency's Executive Director is authorized to manage the Agency's administration and operations, including but not limited the following specific delegation of authority:

- Manage and operate the Agency on a day-to-day basis and execute all administrative affairs.
- Implement all Board policies, except as otherwise provided in those policies.
- Make all submissions or filings required by State or federal regulatory departments and agencies.
- Engage and manage contractors, including legal counsel to represent the Agency, consistent with the Agency's Public Contracting Regulations.
- Manage preparation, maintenance, and implementation of the Agency's budget and budget documents, including supervising the Budget Officer, consistent with Oregon Budget Law and the Agency's approved budget.
- Direct the implementation of Board-approved business plans and strategic plans, and direct and manage the development of updated plans for Board approval from time to time.
- Draft, negotiate and execute all public contracts that do not exceed the authority of the Purchasing Manager pursuant to the Agency's Public Contracting Regulations.
- Draft, negotiate and execute agreements for the installation and placement of the Agency's communications infrastructure and equipment on third party property, including but not limited to franchises, licenses, leases, easements, and attachment and collocation agreements.

- Draft, negotiate and execute service agreements between the Agency, internet service providers, property owners, and/or end user customers, including but not limited to Master Service Agreements, Lease and License Agreements for use of Agency fiber, Service Orders, and Rights of Entry.
- Apply for any State, federal or regional grants or funding for which the Agency is or may be eligible, and negotiate and execute all agreements for State, federal, or regional grants or funding that do not require an unbudgeted financial commitment from the Agency.
- Establish and administer customer service policies, including acceptable use policies and termination and refusal of service policies, and related fees such as late payment fees.
- Administer the Intergovernmental Agreement Between QualityLife Intergovernmental Agency and Northern Wasco County People’s Utility District (“Services IGA”), effective as of October 28, 2024, including authority to negotiate and execute Statement(s) of Services and Change Order(s) as provided in the Services IGA, consistent with the Agency’s Public Contracting Regulations.
- Hire, fire, promote and discipline all Agency employees, including determining compensation and benefits for all Agency employees, provided that all such decisions are consistent with the Agency’s approved budget and any Board policies related to employee compensation and/or benefits. The Board retains sole authority to appoint, remove, discipline and determine the compensation and benefits for the Executive Director.
- Represent the Agency and the Board as a whole in public communications, including media inquiries, press releases and social media posts, provided that such communications shall be consistent with Board decisions and direction and with all applicable confidentiality requirements.

Section 2. Designation. The Agency’s Executive Director is hereby designated as the “Administrator” and “Purchasing Manager” for purposes of the Agency’s Public Contracting Regulations (“Regulations”), and shall have the authority and responsibilities of the Administrator and Purchasing Manager provided in the Regulations, as amended from time to time. The Executive Director shall also be, and have the authority and responsibilities of, the “Solicitation Agent” for purposes of the Regulations unless, with respect to a particular solicitation or contract, another Agency employee is expressly charged with responsibility for conducting the solicitation and making an award, or making a recommendation on award to the Purchasing Manager or the Agency’s Board of Directors.

Section 3. Effective Date. This Resolution shall be effective as of February 27, 2025.

The above Resolution was approved and declared adopted on this 27th day of February, 2025.

Voting Yes, Board Members: _____

Voting No, Board Members: _____

Absent, Board Members: _____

Abstaining, Board Members: _____

ATTEST

QLIFE BOARD
