

BEFORE THE METRO COUNCIL

FOR THE PURPOSE OF CONFIRMING THE) RESOLUTION NO. 99-2840
REAPPOINTMENT OF HERBERT S. PLEP AND)
THE APPOINTMENT OF BRIAN R. WILLIAMS) Introduced by Mike Burton
AND JAMES C. AALBERG TO THE) Executive Officer
INVESTMENT ADVISORY BOARD)

WHEREAS, The Metro Code, Section 2.06.030, provides that the Council confirms members to the Investment Advisory Board; and,


WHEREAS, Herbert S. Plep, Brian R. Williams and James C. Aalberg come highly recommended by their background and experience; and,

WHEREAS, The Council finds that Herbert S. Plep, Brian R. Williams and James C. Aalberg are exceptionally qualified to perform these duties, now, therefore,

BE IT RESOLVED,

That Herbert S. Plep and Brian R. Williams are confirmed as members of the Investment Advisory Board for terms ending October 31, 2002 and James C. Aalberg is confirmed as a member of the Investment Advisory Board for a term ending October 31, 2001.

ADOPTED by the Metro Council this 14th day of OCTOBER, 1999.



Rod Monroe, Presiding Officer

Approved as to Form:



Daniel B. Cooper, General Counsel

STAFF REPORT

CONSIDERATION OF RESOLUTION NO. 99-2840 CONFIRMING THE REAPPOINTMENT OF HERBERT S. PLEP AND THE APPOINTMENT OF BRIAN R. WILLIAMS AND JAMES C. AALBERG TO TO THE INVESTMENT ADVISORY BOARD.

Date: October 15, 1998

Presented by: Howard Hansen

FACTUAL BACKGROUND AND ANALYSIS

Metro Code, Section 2.06.030, includes the creation of the Investment Advisory Board. One provision of this Code requires the Investment Officer to recommend to the Council for confirmation those persons who shall serve on the Board to discuss and advise on investment strategies, banking relationships, the legality and probity of investment activities, and the establishment of written procedures for the investment operation.

On December 10, 1998, Herbert S. Plep was appointed to the Investment Advisory Board for the term ending October 31, 1999. During this period, Mr. Plep has been consistent in his attendance and valuable in his contribution to the board. Mr. Plep has indicated his willingness to serve an additional three year term. Mr. Plep is Assistant Treasurer of Esco Corporation where he has been for twenty eight years. His resume (Attachment A) reports a wide exposure to banking relationships, cash management, and review of investment management performance.

Peggy Miller has served on the Investment Advisory Board since April 14, 1994 and her term ends October 31, 1999. Her work location has made it increasingly difficult to attend meetings and she prefers not to be reappointed.

John F. Fryer has served on the Investment Advisory Board since February 12, 1998. His work responsibilities prohibit consistent attendance and he has submitted his resignation before the end of his term which expires October 31, 2000.

Brian R. Williams has an extensive public and private industry background in investments and cash management as outlined in his resume (Attachment B). His work history and educational background certainly qualify him to serve.

James C. Aalberg has an impressive background in finance and investments (Attachment C). His work history, education and community affiliations confirm his ability to serve.

The Executive Officer, acting as the Investment Officer, recommends reappointment of Herbert S. Plep for a three term ending October 31, 2002, the appointment of Brian R. Williams for a three term ending October 31, 2002 and the appointment of James C. Aalberg for a two year term ending October 31, 2001.

EXECUTIVE OFFICER'S RECOMMENDATION

The Executive Officer recommends approval of Resolution No. 99-2840

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Herbert S. Plep

Summary of Qualifications

28 years diverse work experience in accounting, finance and human resource management
Worked with investment managers and actuaries for 15+ years
Implemented 401(k) program

Professional Experience - ESCO Corporation

Junior Accountant - 1970
Various accounting positions
Corporate Finance Manager - approx. 1985
Assistant Treasurer - 1991

Responsibilities:

Global banking relationships
Global cash management
Performance of 3 pension investment managers, (2 for defined benefits plans and 1 for defined contribution plan)
Structure of subsidiary investment and pension programs
Outside actuarial work
Global risk management - casualty and property
U.S. payroll and U.S. accounts payable
Had managed employee benefit department for 3 years, implementing major changes in retirement program
Had assisted with internal 401(k) educational program

Education

Bachelor of Science, Accounting - Univ. of Oregon, 1965
Graduate courses in finance - Univ. of Oregon, 1966
" " " " - Portland State Univ., 1971

ATTACHMENT A

Brian R. Williams

13617 NE Glendoveer Court
Portland, Oregon 97230
Phone: (503) 256-1942
e-mail: bwilliams@pps.k12.or.us

PROFESSIONAL EXPERIENCE:

Present

BUDGET ANALYST
PORTLAND PUBLIC SCHOOLS, Portland, Oregon

- Prepare consolidated annual budget documents.

1999

CONSULTANT
HUTCHISON & KING, Portland, Oregon

1997-1998

CASH MANAGER
NORTH PACIFIC GROUP, INC., Portland, Oregon

- Managed daily cash collection and disbursement systems and directed resulting investment and borrowing activity for Oregon's largest privately-held company with annual sales of \$1 billion.
- Served as primary liaison between 8 banks and 21 subsidiary companies in 7 states.
- Authored first comprehensive Cash Management Procedures Manual.
- Reduced expenses by eliminating redundant bank relationships and improving cash collection system.
- Communicated complex information in a useful way to company Treasurer.
- Provided quality service to Division Controllers by quickly resolving problems.

1994-1997

FINANCE SUPERVISOR
PORTLAND PUBLIC SCHOOLS, Portland, Oregon

- Selected, trained, motivated and evaluated 7 accounts payable staff responsible for annual payment of \$190 million to 800 vendors for 126 school sites.
- Produced a 25% increase in productivity by initiating a CQI team environment.
- Assumed roles of Controller and Finance Director in their absence.
- Administered Tax-Sheltered Annuity (403 (b)) Plans offered by 23 companies.
- Collaborated with design and implementation of laser printed check system.
- Initiated weekly inter-departmental meetings to improve communication.
- Participated developing purchasing card program which reduced processing costs.
- Coordinated operation of Flexible Benefit (Cafeteria) Plan with plan administrator.
- Eliminated employee overtime by reorganizing work schedules.
- Wrote individual desk procedures manuals to promote training and cross-training.
- Assisted independent auditors prepare Comprehensive Annual Financial Statement.

Brian R. Williams

13617 NE Glendoveer Court
Portland, Oregon 97230
Phone: (503) 256-1942
e-mail: bwilliams@pps.k12.or.us

PROFESSIONAL EXPERIENCE, cont'd:

1987-1994

CASH MANAGER

PORTLAND PUBLIC SCHOOLS, Portland, Oregon

- Developed and implemented an investment strategy for a \$200 million portfolio.
- Wrote Excel spread sheet program to project short- and long-range cash flow.
- Maintained records of bonded indebtedness, prepared schedules of debt and bond retirements, performed arbitrage calculations.
- Reduced fee expenses by carefully reviewing monthly bank analysis statements.
- Improved bank relationships through collaborative discussion and negotiation.
- Wrote first Cash Management Practices and Procedures Manual.
- Communicated orally and in writing to Finance Director and Board of Education.
- Participated in task force which recommended revisions to Oregon Revised Statutes relative to investments by municipalities which Legislature subsequently approved.

1972-1986

FIRST INTERSTATE BANK OF OREGON, Portland, Oregon

- **COMMERCIAL LOAN OFFICER/ASST. MANAGER**, Fifth and Salmon Branch
- **CREDIT ANALYST**, Credit Department
- **GENERAL ACCOUNTING OFFICER**, Corporate Accounting Department
- **ASSISTANT EMPLOYMENT MANAGER**, Human Resources Department
- **MANAGEMENT TRAINEE**, various branches

EDUCATION:

University of Washington, Seattle
B.A. in Business Administration, emphasis in Accounting.
Certified Cash Manager since 1992.

AFFILIATIONS:

Portland Treasury Management Association, Past President, current
Government Relations Liaison.

Treasury Management Association.

Toastmasters International.

Franciscan Montessori Earth School, volunteer.

James C. Aalberg
6695 SW Ventura Place
Portland, Oregon 97223
(503) 245-1569

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PROFESSIONAL EXPERIENCE

Financial Management

1995 - Fred Meyer, Inc. (Portland) – Group Vice-President Treasurer

Summary of responsibilities:

- Corporate finance, banking, cash management
- Credit card, debit card and EBT operations
- Insurance, workers' compensation, general liability, safety, and light duty
- Main office campus, corporate supplies and unionized print shop
- Six direct reports, total staff of 52; annual overhead budgets of \$2 million

Accomplishments of note:

- Implemented state-of-the-industry controlled disbursement program
- Implemented automated systems for import letter of credit, account reconciliation, and cash concentration processes
- Executed two limited 144A sale lease back transactions
- Negotiated termination of private label credit card and replaced issuer
- Outsourced workers' compensation case administration
- Expanded bank borrowing facilities and commercial paper program
- Managed asbestos abatement and containment, DEQ traffic reduction program, and replumbing and landscaping of main office campus
- Managed design, budget, construction for new 180,000 sq. ft. office building

Other involvements:

- Due diligence, acquisition, financing and integration of Smith's Food and Drug, Ralph's, Quality Foods Center, and merger with Kroger
- Company's first public debt offering and related rating agency process
- Two secondary common stock offerings, including stock buy-back program
- Proxy, prospectus and offering memorandum preparation
- Investor/shareholder relations
- Internal training and development programs
- Company community affairs

Banking

1993–1995 West One Bank (Portland) – Senior Commercial Lender
1975-1993 Oregon Bank/Security Pacific/Bank of America (Portland) – Senior V. P.
1967-1975 The Bank of California (Portland, San Francisco, Tacoma) – Commercial Lender

ATTACHMENT C

Summary of responsibilities:

- Twenty-eight years in banking, corporate lending, business development and administration
- Managed various corporate lending divisions (peak staffing 28) through several downsizing and merger transitions as Senior V. P. of Bank of America
- Restructured business units in accordance with strategic plans
- Served as credit administrator
- Chaired community affairs committee at Security Pacific Bank

EDUCATION

1972	Bachelor of Science, Finance/Law, Portland State University
1973	Bank of California Management Training Program, San Francisco
1983	Pacific Coast Banking School, University of Washington, Seattle
1989	Zenger Miller Frontline Manager – Certified Trainer
1990	Graduate School of Credit and Financial Management, Santa Clara University (graduated with honors)
1991	Cohen/Brown Sales Seminars – Certified Trainer, Portland
1996	Fred Meyer Institute – Instructor in Leader Development, Portland
Ongoing	Seminars in risk and treasury management and legal issues (various cities)

PROFESSIONAL & COMMUNITY AFFILIATIONS

1999-	Member, Association for Corporate Growth
1998	Chair, Portland Public School Task Force on Finance and Risk Management
1996-	Member, Risk and Insurance Management Society
1996-	Member, Treasury Management Association
1996-	Member, Financial Executive Institute
1995-	Member, Alumni Board of Portland State University
1992	Team Captain, Portland Art Museum Corporate Membership Drive
1989-1994	Member, Oregon Historical Society Board
1988-1994	Member, Foundation Board of Portland State University
1990-1993	Secretary, Executive Committee of Foundation Board, Portland State University
1984-1990	Member, Corporate Associates Board of Portland State University
1989-1991	Associate, Good Samaritan Hospital
1983-1989	Member, St. John Fisher Parish School Board