The Governor's proclamation 20-28 regarding the Open Public Meetings Act and Public Records Act temporarily prohibits in-person public attendance at meetings subject to the OPMA.

A GoToMeeting has been arranged to enable the public to listen and make public comments remotely.

To participate remotely, lease use the following call-in information:

Via GoToMeeting: 1-877-309-2073, Access Code: 400-485-693

AGENDA

Port of Kennewick Regular Commission Business Meeting

Port of Kennewick Commission Chambers (via GoToMeeting) 350 Clover Island Drive, Suite 200, Kennewick Washington

January 12, 2021 2:00 p.m.

- I. CALL TO ORDER
- II. ANNOUNCEMENTS AND ROLL CALL
- III. PLEDGE OF ALLEGIANCE
- IV. APPROVAL OF AGENDA
- V. PUBLIC COMMENT (Please state your name and address for the public record)
- VI. CONSENT AGENDA
 - A. Approval of Direct Deposit and ePayments Dated December 17, 2020
 - B. Approval of Warrant Register Dated December 24, 2020
 - C. Approval of Warrant Register Dated December 31, 2020
 - D. Approval of Direct Deposit and ePayments Dated December 31, 2020
 - E. Approval of Warrant Register Dated January 5, 2021
 - F. Approval of Warrant Register Dated January 12, 2021
 - G. Approval of Special Commission Meeting Minutes December 3, 2020
 - H. Approval of Special Commission Meeting Minutes December 4, 2020
 - I. Approval of Regular Commission Meeting Minutes December 8, 2020
 - J. Approval of Special Commission Meeting Minutes December 11, 2020

VII. EMERGENCY DELEGATION UPDATE (TIM)

AGENDA

Port of Kennewick Regular Commission Business Meeting

Tuesday, January 12, 2021 Page 2

VIII. REPORTS, COMMENTS AND DISCUSSION ITMES

- A. Vista Field (LARRY)
- B. Kennewick's Historic Waterfront (LARRY/TANA)
- C. State of the Ports Presentation February 24, 2021 (TANA)
- D. Citizen Investigation and Costs Inquiry (LUCINDA/NICK)
- E. Director Reports (TANA /NICK/ LARRY / AMBER /LUCINDA/TIM)
- F. Commission meetings (formal and informal meetings with groups or individuals)
- G. Non-Scheduled Items
- IX. PUBLIC COMMENT (Please state your name and address for the public record)
- X. ADJOURNMENT

PLEASE SILENCE ALL NOISE MAKING DEVICES



DRAFT

DECEMBER 3, 2020 MINUTES

Commission Meeting recordings, with agenda items linked to corresponding audio, can be found on the Port's website at: https://www.portofkennewick.org/commission-meetings-audio/

Commission President Commissioner Don Barnes called the Special Commission Meeting to order at 1:00 p.m. via GoToMeeting Teleconference.

ANNOUNCEMENTS AND ROLL CALL

The following were present:

Board Members: Commissioner Don Barnes, President (via telephone)

Skip Novakovich, Vice-President (via telephone)

Thomas Moak, Secretary (via telephone)

Staff Members: Tim Arntzen, Chief Executive Officer (via telephone)

Tana Bader Inglima, Deputy Chief Executive Officer (via telephone) Amber Hanchette, Director of Real Estate and Operations (via telephone)

Nick Kooiker, Chief Finance Officer (via telephone)

Larry Peterson, Director of Planning and Development (via telephone)

Lisa Schumacher, Special Projects Coordinator Bridgette Scott, Executive Assistant (via telephone)

Lucinda Luke, Port Counsel (via telephone)

PLEDGE OF ALLEGIANCE

Commissioner Novakovich led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

<u>MOTION:</u> Commissioner Moak moved to approve the Agenda as presented; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENT

No comments were made.

EXECUTIVE SESSION

A. Potential Litigation, per RCW 42.30.110(1)(i) (for discussion with legal counsel of enforcement actions, litigation, or potential litigation in which the agency is, or is likely to become, a party)

Ms. Luke expects the Executive Session to last approximately sixty minutes and anticipates action by the Commission.

DECEMBER 3, 2020 MINUTES

PORT OF KENNEWICK SPECIAL COMMISSION MEETING

DRAFT

Commissioner Barnes recessed the Special Commission Meeting at 1:06 p.m.

Commissioner Barnes convened Executive Session at 1:06 p.m.

Ms. Scott extended the Executive Session for an additional 15 minutes at 2:06 p.m.

Ms. Scott extended the Executive Session for an additional 10 minutes at 2:21 p.m.

Ms. Scott extended the Executive Session for an additional 15 minutes at 2:31 p.m.

Commissioner Barned adjourned the Executive Session at 2:42 p.m.

Commissioner Barnes reconvened the Special Commission meeting at 2:46 p.m.

<u>MOTION:</u> Commissioner Moak moved to authorize the Chief Executive Officer to resolve the cyber security matter; and to take all other action necessary to bring this matter to completion; and further ratify and approve all action by port officers and employees in furtherance hereof; Commission Novakovich seconded.

Commissioner Novakovich requested Point of Order for Public Comment.

Commissioner Barnes asked Ms. Scott to restate the Motion as it was made.

Ms. Scott restated the Motion.

PUBLIC COMMENTS

No comments were made.

Commissioner Novakovich called for the question.

With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENTS

No comments were made.

COMMISSION COMMENTS

No comments were made.

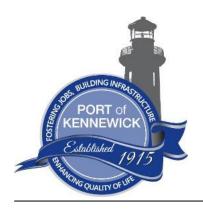
ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 2:50 p.m.

DECEMBER 3, 2020 MINUTES

DRAFT

APPROVED:	PORT of KENNEWICK BOARD of COMMISSIONERS
	Don Barnes, President
	Skip Novakovich, Vice President
	Thomas Moak, Secretary



DRAFT

DECEMBER 4, 2020 MINUTES

Commission Meeting recordings, with agenda items linked to corresponding audio, can be found on the Port's website at: https://www.portofkennewick.org/commission-meetings-audio/

Commission President Commissioner Don Barnes called the Special Commission Meeting to order at 9:30 a.m. via GoToMeeting Teleconference.

ANNOUNCEMENTS AND ROLL CALL

The following were present:

Board Members: Commissioner Don Barnes, President (via telephone)

Skip Novakovich, Vice-President (via telephone)

Thomas Moak, Secretary (via telephone)

Staff Members: Tim Arntzen, Chief Executive Officer (via telephone)

Tana Bader Inglima, Deputy Chief Executive Officer (via telephone) Amber Hanchette, Director of Real Estate and Operations (via telephone)

Nick Kooiker, Chief Finance Officer (via telephone)

Larry Peterson, Director of Planning and Development (via telephone)

Lisa Schumacher, Special Projects Coordinator Bridgette Scott, Executive Assistant (via telephone)

Lucinda Luke, Port Counsel (via telephone)

PLEDGE OF ALLEGIANCE

Commissioner Barnes led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

<u>MOTION:</u> Commissioner Novakovich moved to approve the Agenda as presented; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENT

No comments were made.

PUBLIC HEARING

Commissioner Barnes' Appeal of Recommended Action Resulting from Investigation of March 25, 2019 Citizen Complaint

The full audio appeal can be found at:

https://media.avcaptureall.com/session.html?sessionid=a631dd11-60a4-41c4-a032-da0976faab92&prefilter=868,6042

DECEMBER 4, 2020 MINUTES

DRAFT

Ms. Luke gave a brief introduction of Commissioner Barnes' appeal of the recommended action resulting from the 2019 Citizen Complaint conducted by Tara Parker. Ms. Luke introduced Judge Paris Kallas, Attorney Michael King, and Attorney Joel Comfort.

A. Oral Argument before Judge Paris Kallas (Exhibit A)

- 1. Attorney Michael King representing the Port of Kennewick
- 2. Attorney Joel Comfort representing Commissioner Barnes
- 3. Conclusion

PUBLIC COMMENTS

No comments were made.

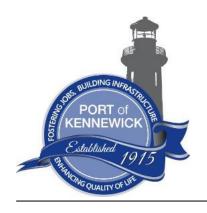
COMMISSION COMMENTS

No comments were made.

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 11:31 a.m.

APPROVED:	PORT of KENNEWICK
	BOARD of COMMISSIONERS
	Don Barnes, President
	Skip Novakovich, Vice President
	Thomas Moak, Secretary



PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

DECEMBER 8, 2020 MINUTES

Commission Meeting recordings, with agenda items linked to corresponding audio, can be found on the Port's website at: https://www.portofkennewick.org/commission-meetings-audio/

Commission President Commissioner Don Barnes called the Regular Commission Meeting to order at 2:01 p.m. via GoToMeeting Teleconference.

ANNOUNCEMENTS AND ROLL CALL

The following were present:

Board Members: Commissioner Don Barnes, President (via telephone)

Skip Novakovich, Vice-President (via telephone)

Thomas Moak, Secretary (via telephone)

Staff Members: Tim Arntzen, Chief Executive Officer (via telephone)

Tana Bader Inglima, Deputy Chief Executive Officer (via telephone) Amber Hanchette, Director of Real Estate and Operations (via telephone)

Nick Kooiker, Chief Finance Officer (via telephone)

Larry Peterson, Director of Planning and Development (via telephone)

Lisa Schumacher, Special Projects Coordinator Bridgette Scott, Executive Assistant (via telephone)

Lucinda Luke, Port Counsel (via telephone)

PLEDGE OF ALLEGIANCE

Commissioner Barnes led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

<u>MOTION:</u> Commissioner Novakovich moved to approve the Agenda as presented; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENT

Ed Frost, 609 West Albany Avenue, Kennewick. Mr. Frost thanked the Port for the opportunity to listen to the December 3, 2020 Public Hearing. It is Mr. Frost's understanding the investigation of the complaint made by Commissioner Novakovich and the legal fees incurred by the Port in preparation and during the Public Hearing will cost over \$200,000. With that in mind, Mr. Frost requested that the Port of Kennewick place the complete and unredacted citizen complaint and the complete and unredacted investigation report regarding the complaint on the Port website. There is a significant expenditure of taxpayer money involved in this and it is only fair to the residents of the Port district, that we have the opportunity to read the details of the complaint and all of the report that went into the investigation of that complaint. Mr. Frost noted that in the Public Hearing, Michael King, the attorney representing the Port, stressed the need for open government and transparency in government operations. Mr. Frost believes his request for these documents to be placed on the Port website, to be studied and read by general public, is in accordance with that desire to have open and transparent governance.

DECEMBER 8, 2020 MINUTES

PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

No further comments were made.

CONSENT AGENDA

- A. Approval of Direct Deposit and E-Payments Dated November 20 & 27, 2020 Direct Deposit and E-Payments totaling \$59,653.01
- **B.** Approval of Direct Deposit and E-Payments Dated December 2 & 4, 2020 Direct Deposit and E-Payments totaling \$85,460.08
- C. Approval of Regular Commission Meeting Minutes November 10, 2020

<u>MOTION:</u> Commissioner Novakovich moved to approve the Consent Agenda as presented; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

EMERGENCY DELEGATION UPDATE

Ms. Hanchette informed the Commission that Cedars Restaurant is seeking a rent deferral for December 2020 and January and February 2021. Resolution 2020-08 allows staff to move forward with the rent deferral paperwork.

PRESENTATIONS

A. Friend of the Port

Ms. Bader Inglima stated each year, Port staff considers individuals to honor, who have made special contributions to the Port and our community over the past year.

Mr. Arntzen stated this year Port staff decided to present two "Friend of the Port" awards for 2020: one to honor Kennewick Police Department as organization, and the other to honor Kay Metz as an individual. Both are being recognized for their outstanding service to the Port and to the community.

The Kennewick Police Department plaque reads: "Presented to the Kennewick Police Department in recognition of your tireless efforts to safeguard the community, and for your alacritous assistance and outstanding partnership in renewing Clover Island, Columbia Gardens, and Vista Field."

Chief Hohenberg thanked the Port for the award and stated the entire department is honored to receive this recognition. Chief Hohenberg values the long standing, working relationship with the Port and stated there is a lot of interaction between the Port and the KPD. Chief Hohenberg thanked the Commission and the top-notch team at the Port of Kennewick for this award.

Mr. Metz's plaque reads: "Presented to Kay Metz in recognition of your selfless devotion to recreational boating, stalwart championship of port endeavors, and personal stewardship of Clover Island."

Mr. Metz thanked the Port and Commission for this great award and stated it made his day and year. Mr. Metz's dad helped build the Island and had a vision for what Clover Island could be. What the Port has done to develop the Island is wonderful. The Port has done a beautiful job

DECEMBER 8, 2020 MINUTES

PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

and the staff and Commission should be complimented.

Commissioner Barnes offered his heartfelt congratulations to the KPD and Kay Metz, two very well deserving Friends of the Port.

Commissioner Novakovich stated the KPD and Mr. Metz have been stellar Friends of the Port and he thanked both recipients for the work they have done on behalf of the Port.

Commissioner Moak stated the KPD and Mr. Metz have helped create a vision for this area and he is proud to honor both recipients.

B. Waterfront Master Plan, Makers architecture and urban design

Mr. Peterson gave a brief history of the Master Planning on Clover Island and introduced Julie Bassuk, Beth Batchelder, and Erica Bush of Makers architecture and urban design. Ms. Bassuk, Ms. Batchelder, and Ms. Bush are here today to present a summary of the Phase 2 of the feedback and determine a draft concept direction.

Ms. Bassuk reported on the Phase 2 open house (EXHIBIT A) and stated some of the take-aways include:

- Activation: high level interest in lively public spaces with amenities;
- Access: improved trails and Duffy's Pond boardwalk are strongly desired;
- Amenities: formal performance area and artisan market had the most positive feedback;
- Residential: concern with the potential for blocked view and perceived lack of vitality within residential areas.

Ms. Bush discussed the areas of development for Clover Island and The Willows and outlined the concepts:

- Balance public enjoyment spaces and activities with revenue-producing areas;
- Invest in anticipated public spaces and strong connected circulation network;
- Create six destination hubs, roughly ½ mile apart;

Ms. Bush stated Makers will refine the concept based on the Commission feedback and then begin drafting a Master Plan.

Discussion regarding the Master Plan concept commenced between the Commission and Makers.

REPORTS, COMMENTS AND DISCUSSION ITEMS

A. Vista Field

Mr. Peterson stated Total Site Services was awarded substantial completion of Phase 1A in September 2020 and are working diligently to complete the remaining items of construction, excluding the water feature. Mr. Peterson reported that the water feature has a few minor issues remaining and the contractor and consultants are working on the issues. Mr. Peterson discussed the Special Commission Business Meeting on December 11, 2020, which will focus on Vista Field.

DECEMBER 8, 2020 MINUTES

PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

B. Chief Executive Officer Extension of Longevity Agreement

Ms. Luke stated before the Commission is Resolution 2020-30, which extends the Chief Executive Officer's (CEO) longevity agreement, as outlined in the CEO's employment agreement (EXHIBIT B). Ms. Luke stated longevity agreements are used in retention for key personnel, which the Port provided for the CEO. The longevity agreement has been in place for two terms, and the second five-year term is coming to an end December 31, 2020. The CEO submitted a letter to the Commission on November 30, 2020 requesting that the longevity agreement be renewed for a third, five-year term. Ms. Luke stated consideration of the extension of the longevity agreement ensures consistency in projects such as Vista Field. Additionally, the Commission has seen the leadership the CEO has brought to the table during this very challenging year of COVID-19 and the potential challenges for the upcoming year. Ms. Luke stated the Longevity Agreement provides the same terms that have been in place for several years and have a relatively nominal fiscal impact to the Port. Ms. Luke stated the Commission recently completed the CEO's performance evaluation and deemed his performance as exceptional and should consider that in terms of renewal of the Agreement.

PUBLIC COMMENTS

No comments were made.

Commissioner Barnes is a little concerned and recommended that the Port seek and hire outside, independent legal counsel for guidance regarding this employment agreement with our CEO. Commissioner Barnes believes it is in the best interest of this Commission and the taxpayers and constituents that we represent.

<u>MOTION:</u> Commissioner Novakovich moved to approve Resolution 2020-30 renewing the Chief Executive Officer's Longevity Agreement for a third, five year term through December 31, 2025; Commissioner Moak seconded.

Discussion:

Commissioner Moak stated although he tends to agree with Commissioner Barnes that these documents need to be looked at, the time to do that is when you are seeking a new manager for the Port, which the Port is not doing right now. Although Commissioner Moak does not particularly like some of the aspects of the agreement, he was not party to the agreement that was written over ten years ago. Commissioner Moak stated now is not the right time to seek independent legal counsel because the Port is not seeking a new manager. Commissioner Moak stated the proper thing to do is approve the Resolution before the Commission.

Commissioner Novakovich stated the Commission has heard justification for approving this Agreement and called for the question.

Commissioner Barnes pointed out again that it is in the best interest of this Commission and the taxpayers and constituents that we represent to have an independent, outside legal counsel review the contract. Commissioner Barnes would like to point out that Ms. Luke is hired by and reports to the CEO, and further, Ms. Luke works with CEO on almost a daily basis. Commissioner Barnes believes there is, at a minimum, at least an appearance of a conflict of

PORT OF KENNEWICK REGULAR COMMISSION MEETING

DECEMBER 8, 2020 MINUTES

DRAFT

interest. Commissioner Barnes does not think it is fair to ask Ms. Luke to provide legal guidance to the Commission on this matter. Commissioner Barnes would prefer to protect her from this potential conflict of interest. Which is why Commissioner Barnes thinks it is imperative and prudent to seek outside legal counsel to provide some guidance on this contract with our CEO. Commissioner Barnes stated there is recent precedence for that and he would be much more comfortable with this action if the Commission had guidance from outside legal counsel.

With no further discussion, motion carried. All in favor, 2 Ayes, (Commissioners Moak and Novakovich): 1 Nay (Commissioner Barnes)

C. Upcoming Meetings

Ms. Scott stated there is a Special Meeting on Friday, December 11, 2020 focusing on Vista Field. Additionally, the December 22, 2020 Commission Meeting has been cancelled.

D. Director Reports

Mr. Arntzen has not followed up with possibility of the Port and others engaging in a partnership on the playground at Columbia Gardens, due to other major endeavors. Mr. Arntzen will contact the chairman of Kiwanis club to let them know we are still interested in this project.

Mr. Arntzen and Ms. Hanchette met with Commissioner Moak and Victor Palencia to discuss a new location for his food truck, Culture Shock, which will not block the view of the Latino Heritage Mural.

Mr. Arntzen stated Chief Whalen of Fire district #4 in West Richland requested Port assistance with an easement on property that they purchased from the Port in 2018. Mr. Arntzen and staff will work try and assist them in this endeavor.

E. Commissioner Meetings (formal and informal meetings with groups or individuals)

Commissioners reported on their respective committee meetings.

F. Non-Scheduled Items

Mr. Arntzen thanked staff and those contractors that worked closely with the Port and stated his team has performed admirably in this challenging year. As a manager, it is important to surround yourself with brilliant people and he appreciates their candidness and feels very blessed to have such a wonderful staff. Mr. Arntzen stated we have been through a few challenges recently and are climbing our way out and he feels very lucky to have the support of this Commission and staff. Mr. Arntzen stated the Commission is doing a great job for the community and he is proud to be a part of this organization.

Commissioner Moak is looking forward to the December 11, 2020 Special Meeting focusing on Vista Field. Additionally, he is looking forward to the way Lizz Plater-Zyberk will direct that meeting and bring forth a great perspective to what direction the Port should take as we complete Phase 1A and move into the operations phase.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

DECEMBER 8, 2020 MINUTES

DRAFT

Commissioner Barnes offered condolences on behalf of the Port of Kennewick to the Port of Kalama. Port of Kalama Commissioner Allen Basso recently passed away and he was a tremendous individual, and it is a great loss for our Port family.

Commissioner Barnes would like to request an Agenda Item for the next Regular Commission Business Meeting, per Mr. Frost's earlier request during Public Comment. Commissioner Barnes would like staff to respond to Mr. Frost's request regarding the complaint and report being placed on the Port website.

No further comments were made.

PUBLIC COMMENTS

No comments were made.

COMMISSION COMMENTS

No comments were made.

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 4:08 p.m.

APPROVED:	PORT of KENNEWICK BOARD of COMMISSIONERS
	Don Barnes, President
	Skip Novakovich, Vice President
	Thomas Moak. Secretary



DRAFT

DECEMBER 11, 2020 MINUTES

Commission Meeting recordings, with agenda items linked to corresponding audio, can be found on the Port's website at: https://www.portofkennewick.org/commission-meetings-audio/

Commission President Commissioner Don Barnes called the Special Commission Meeting to order at 1:00 p.m. via GoToMeeting Teleconference.

ANNOUNCEMENTS AND ROLL CALL

The following were present:

Board Members: Commissioner Don Barnes, President (via telephone)

Skip Novakovich, Vice-President (via telephone)

Thomas Moak, Secretary (via telephone)

Staff Members: Tim Arntzen, Chief Executive Officer (via telephone)

Tana Bader Inglima, Deputy Chief Executive Officer (via telephone) Amber Hanchette, Director of Real Estate and Operations (via telephone)

Nick Kooiker, Chief Finance Officer (via telephone)

Larry Peterson, Director of Planning and Development (via telephone)

Lisa Schumacher, Special Projects Coordinator Bridgette Scott, Executive Assistant (via telephone)

Lucinda Luke, Port Counsel (via telephone)

PLEDGE OF ALLEGIANCE

Commissioner Moak led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

<u>MOTION:</u> Commissioner Novakovich moved to approve the Agenda as presented; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENT

No comments were made.

PRESENTATION

A. Vista Field Presentation – Land Use, Design & Market Policy Questions The full audio presentation can be found at:

https://media.avcaptureall.com/session.html?sessionid=30c9d5ba-7549-4e46-ba1f-5291e1a711a8&prefilter=868,6042

Mr. Peterson gave a brief history of Vista Field and introduced Elizabeth Plater-Zyberk, Matt Lambert, Michael Mehaffy and Laurence Qamar of DPZ Partners, Miami and Portland.

DECEMBER 11, 2020 MINUTES

DRAFT

Ms. Plater-Zyberk presented land use, design and market policy questions for Vista Field (EXHIBIT A).

Commissioner Barnes recessed the Regular Commission Meeting at 2:24 pm and reconvened the meeting at 2:30 p.m.

PUBLIC COMMENTS

No comments were made.

COMMISSION COMMENTS

No comments were made.

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 4:11 p.m.

APPROVED:	PORT of KENNEWICK
	BOARD of COMMISSIONERS
	Don Barnes, President
	Skip Novakovich, Vice President
	Thomas Moak, Secretary