

PORT OF COUPEVILLE
PO BOX 577
COUPEVILLE, WA 98239

MINUTES OF THE CONTINUED MEETING
OF THE BOARD OF COMMISSIONERS

March 31, 2016

1. Call to Order, Pledge of Allegiance: The continued meeting was called to order at 10:12 a.m. by Commissioner Diamanti at the Coupeville Masonic Lodge, 804 North Main, Coupeville, Washington 98239, followed by the Pledge of Allegiance.

2. Roll Call: Commissioners Mike Diamanti, John Mishasek, William Bell all present.

Staff present: Forrest Rambo, Executive Director,
Damon Stadler, Facilities Maintenance Manager

Public Attending: See attached Sign in sheet

Meeting continued at following agenda point

9. NEW BUSINESS/COMMISSIONER DISCUSSION, continued

9.4 – Commissioner Mishasek’s items, continued from previous meeting;

- Need for Public Records Officer

ACTION: Commissioner Diamanti moved to appoint Executive Director Forrest Rambo as the Port’s Public Records Officer. Motion was seconded and passed unanimously.

- Need for Commissioner Activity Report

ACTION: Motion was made to initiate the use of a standardized “Commissioner Activity Report Form” for reimbursement to Commissioners for activities on behalf of the Port and expenses related thereto. And that the form include a certification that the information presented is a true and correct statement of those items. Motion was seconded and passed unanimously.

- Need for Mileage Record form to include “Purpose of Trip”

ACTION: Rambo agreed to add this information as a column on the form and to include a certification statement at the bottom of the form. No formal Commission action taken.

- Need for Policy and Procedure Manual to address any and all issues

ACTION: Commissioners agreed that this needs to be developed as a priority beginning this summer. No formal Commission action taken.

- Need to have reimbursement from contractor for overpayment of “greenbankfarm.com” domain name and website work.

ACTION: Rambo noted that the reimbursement for \$150 has been made to the Port. No formal Commission action taken.

- Need for written communications from event organizers confirming preferences for 2016 dates.

ACTION: Rambo noted that Kristi O'Donnell, POC Event Coordinator, has been developing a calendar of these events and this information will be reported to Commissioners regularly. No formal Commission action taken.

- Need to review, update and correct, if necessary, 2016 Port of Coupeville notice of meeting dates, times and location as submitted to Washington State Register.

ACTION: Rambo noted that per RCW we are required to make such notice in late December of every year for the upcoming year. Mishasek agreed to follow-up on this and determine what, if anything was submitted. No formal Commission action taken.

- Status of "Event Agreement and Rates" for use with event organizers and set a deadline for getting this established

Discussion: Rambo responded that we are using a Contract form. Also rates are based on what the Greenbank Farm Management Group used so as to provide some continuity to prospective customers. Rambo also noted that there is actually need for two agreements, one for private individual events and one for organization or community events.

ACTION: No formal Commission action taken.

- Review time frame for removing wood burning stove at Kim's Café.

Discussion; Rambo noted that this issue was addressed in the March 9 meeting and is on hold until later this year. Mishasek noted that Community Energy Consultants (CEC) had attempted an assessment on the wharf but was unable to access the café.

ACTION: Mishasek agreed to follow up with CEC and also to provide a copy of the analysis CEC conducted at Greenbank Farm about four years ago. No formal Commission action taken.

- Update Construction Repair and Maintenance (CRM) plan for 2016 consistent with POC resolution and/or RCW requirements.

Discussion: Mishasek noted that having this available in January was an impossibility. Diamanti noted that this will be part of the budget development process later this year. Rambo noted that he and Damon Stadler are in the process of developing a priority list of CRM related items.

ACTION: No formal Commission action taken.

- Review grant application status for Rural Economic Development submission.

Discussion: Diamanti noted the deadline is April for this ".09 funding" and reminded that these funds have to be fronted by the POC for later reimbursement. Mishasek asked if the wharf assessment project might be a candidate for this funding. Diamanti noted that this is something that needs to be addressed via project planning and coordination with Kelly LaFave, the project contractor, for presentation to the POC Commission.

ACTION: No formal Commission action taken.

- Review established POC process for recording meetings and drafting Minutes

Discussion: Mishasek noted that while it is not a State requirement to record meetings it is recommended by WPPA and we are doing so now. He also noted that taking minutes should be included in the job description for the Administrative Assistant. Rambo noted that the current job description includes these tasks.

ACTION: No formal Commission action taken.

- Review delays in posting minutes and correcting errors on POC website

Discussion: Rambo noted the current website contractor has been informed that we need to have the errors corrected and more timely postings. He also noted a number of items on the site have not been updated since 2014. In addition, this webmaster's contract expired in December 2015 and we will be looking for someone else to handle the site for us.

ACTION: No formal Commission action taken.

- Clarify that the "Changes to the Agenda" section of the POC Meeting Agenda is to allow changes in the order of the items and not the addition of items

Discussion: Mishasek noted that this is a question of sequencing and providing advance public notice of items coming before the Commission. Rambo noted that it is intended to be able to change the sequence and to delete items, such as a presentation being delayed or cancelled.

ACTION: No formal Commission action taken.

- Review POC committee assignments and establish representation only for approved outside entities

Discussion: Mishasek noted that the assignments need clarification relative to which organizations should or should not be included in the reporting section. Also, he noted that all standing committees must be created by resolution and that this was not the case in creating a Marketing Committee and suggested it be a Marketing Task Force or Advisory Group. Diamanti noted the Port has used advisory groups or task forces for a variety of issues and that Commissioners in the past have also reported on their attendance at meetings of other entities when those meetings are relevant to Port interests

ACTION: Diamanti moved that the Port create a "Marketing Advisory Group", to be facilitated by Commissioner Bell, which would be comprised of volunteer individuals and groups to formulate information, make recommendations and report their activities to the Port in a timely manner. Motion was seconded and passed unanimously.

- Review process for Executive Director to contact Port attorney at direction of Port President

Discussion: Rambo asked for clarification of the procedure if no Commissioners were available to provide approval. A lively discussion ensued. Bell suggested that a cap could be placed on the amount of money/attorney time that could be expended in such an event, e.g. not to exceed one hour. Diamanti suggested that Rambo contact him first to determine if the legal matter can be addressed via Municipal Research Services Company (MRSC) or elsewhere or get another Commissioner's advance approval. Also, that in the future, the Executive Director's report note any expenditures for legal fees and what necessitated the legal consultation. Commissioners agreed that this protocol should be included in the Port's future Policy and Procedure Manual.

ACTION: No formal Commission action taken.

- Review need for Port Credit Card that required Resolution No. 129 to be amended

Discussion: Mishasek inquired if the credit card policy and procedure was in the works. Rambo noted that it is and will be covered in the Special Meeting convening later this day.

ACTION: No formal Commission action taken.

- Review need for new accounting firm agreement including rates, cancellation terms, start date, and changes

Discussion: Rambo noted that these are covered in the letter of engagement from Jones Accounting Associates except for cancellation, which with a professional accounting firm is typically 30 days.

ACTION: No formal Commission action taken.

- Review Bylaws VI a) requiring that standing committees be established by resolution not consensus or motion.

Discussion: Mishasek noted this was covered earlier in the meeting when creation of “Marketing Advisory Group” was approved.

ACTION: No formal Commission action taken.

- Per Bylaws need to have Board delegate duties of board Secretary to ED

Discussion: Mishasek referenced Bylaws Article IV, Section 2. Duties of Officers, specifically the Duties of the Secretary and the ability for those duties to be delegated to the ED. Discussion ensued regarding whether this had already been adequately covered by the addendum of delegated duties in the ED’s employment contract.

ACTION: Mishasek moved that all of the duties of the Port Secretary shall be delegated to the Executive Director. Motion was seconded and passed unanimously.

- Review #13 of ED’s Delegated Administrative Powers and Duties re processes to review/revise website

Discussion: Mishasek inquired how the site is being dealt with now. Rambo advised that the procedures and site are under review and that Commissioner Bell is the liaison with Ken Kortlever to address these items.

ACTION: No formal Commission action taken.

- Set up Special Meeting schedule to develop Port’s Business Plan with target goals and measurable results

Discussion: Mishasek noted that with the addition of Greenbank Farm, a single meeting each month is inadequate to handle Port business on a timely basis. Diamanti agreed and suggested that the Commission needs to prioritize activities by communicating with the ED. Bell agreed that the Commission needs to have multiple meetings each month to address business planning and other issues. Commissioners agreed to have additional meetings as-needed with the ED suggesting the agenda subject to Commission approval.

ACTION: No formal Commission action taken.

- Review Port office procedures for maintaining files re written/verbal contact w persons/organizations

Discussion: Mishasek noted that the files need attention. Rambo agreed and noted the staff does not want to log incoming and outgoing phone calls and that messages are being taken using a phone call pad that provides a carbon record of the message information.

ACTION: No formal Commission action taken.

- Status of Whidbey Camano Land Trust lease and inclusion of space 202.

Discussion: Rambo noted that this item will be addressed in the Special Meeting later this day.

ACTION: No formal Commission action taken.

- Need verification of title transfer of Barn C to Port 10 years following certificate of occupancy

Discussion: Mishasek noted that the GBFMG should have done this. Rambo will check for any notes to the property title at the county assessor’s office and notify the commission of his findings.

10. PRESIDING OFFICER’S REPORT -- None

11. COMMISSIONER COMMENTS/COMMITTEE REPORTS

Mishasek reported on attending the annual meeting of the Whidbey Island Economic Development Council. Featured presenter was the owner of Whidbey Coffee Company which is being highly successful, expanding into the Seattle market and looking to expand even farther.

12. EXECUTIVE SESSION—None

13. PUBLIC COMMENT –

1. There was a question regarding the status of the caretaker cottage at Greenbank Farm. Rambo noted that a condition assessment was done several years ago and the recommendation at that time was to remove it rather than try to repair it. Currently it is occupied by the caretaker in exchange for his presence as on-site night time security staff. Rambo said he considers the housing sub-standard and no renovations are planned at this time due to cost considerations.
2. Comment was made that Washington State’s Heritage Capital Projects Fund provides matching funds for in-kind services. Further, that the Port’s wharf repairs expenditures might qualify and would be eligible retroactively to 2011. It was suggested that the Port look into to this for upcoming projects as well. Rambo said he will look into this.
3. There was a question regarding the status of the Coupeville Wharf fire suppression system. Rambo noted that this is being researched and funding options considered.
4. Vickie Chambers stated that the Coupeville Maritime Heritage Foundation is collecting donations through it’s “Pennies for Preservation” program for repairs to the Coupeville Wharf and will be presenting a check to the Port soon.

14. ADJOURN – 11:46

Next meeting: Special Meeting at 12:30 p.m. today here, Masonic Hall

**Next regular meeting
Wednesday April 13, 2016 10 a.m.
Coupeville Masonic Lodge 804 North Main
Coupeville, Washington 98239**

The Board of Commissioners approved the foregoing Minutes on *May 11, 2016*.

William Bell

John Mishasek

Michael Diamanti

