

PORT OF COUPEVILLE
PO BOX 577
COUPEVILLE, WA 98239

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF COMMISSIONERS

March 31, 2016

1. CALL TO ORDER, PLEDGE OF ALLEGIANCE: The Special Meeting was called to order at 12:30 p.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
Kristi O'Donnell, Event Coordinator selectee

Public Attending: See attached Sign in sheet

3. CHANGES TO AGENDA: None

4. PUBLIC COMMENT:

Mark Saia stated for the record that SV "SUVA" is affiliated with the Coupeville Maritime Heritage Foundation (CMHF) and a separate entity from his business Penn Cove Sailing (PCS). He noted that he is a volunteer with the CMHF and operates PCS as a part-time seasonal business.

5. CONSENT AGENDA

5.1 Approval of Monthly Financial Statements -- Not available at this time

5.2 Approval of Vouchers

Vouchers Summary 1 -- \$ 13,721.04

Vouchers Summary 2 -- 1,704.27

Vouchers Summary 3 -- 8,126.90

5.3 Approval corrected meeting minutes of February 10, 2016

Motion made seconded and passed unanimously to approve vouchers and corrected minutes.

6. PRESENTATIONS --- Introduction of Kathy Jones, owner of Jones Accounting Associates for past 30 years. This is the Port's proposed accounting services firm effective 1 April 2016. (Contract approval covered under Section 9 under New Business in this meeting agenda.)

7. EXECUTIVE DIRECTOR'S REPORT – Forrest Rambo

• **Port Administrative and General Operations**

- Announce New Administrative Assistant, La Keisha Williams, hiring consistent with existing job description.
- Event Coordinator Job Description – Commissioner discussion ensued.

ACTION: Motion made, seconded and passed unanimously to accept the job description as presented.

- **Coupeville Wharf/Marina Operations**
 - Piling Assessment/replacement project -- Damon Stadler, Facilities Maintenance Manager, provided an update resulting from his meeting with engineering consultant Kelly LaFave. They discussed techniques, timing and mobilization issues. A member of the public asked if there were plans to raise the structure as a long-term solution to rising sea levels. Stadler reported that doing so would cost millions of dollars and that current repair/replacement plans are a practicable long-term solution to existing problems. Stadler noted that approximately \$50,000 might be saved if multiple phases of the work could be mobilized at the same time. Commissioner Bell questioned if the current \$500,000 rough estimate from the engineer included that possibility. Stadler responded that we need estimates from contractors in order to have more accurate figures. Discussion ensued about the phasing's effect on funding cycles for possible reimbursements and it was noted that the entire project could take multiple seasons or years to complete. It was also noted that any contractor estimates should take into account possible inflationary costs over the construction period of the project.
- **Underground tanks update** – Stadler reported receiving confirmation from the Department Ecology that we do not need to retrofit a vapor recovery system to our newly installed fuel tanks.
- **Greenbank Farm**
 - Whidbey Camano Land Trust lease for 2016 – Rambo reminded Commissioners that he was proposing the lease be extended to 31 December 2016 and include the addition of Space # 202 at the existing square footage rate of \$.68 per square foot including LET. Pat Powell, the land trust Executive Director, addressed the Port commission. She noted that they have been tenants for more than 10 years and have invested more than \$28,000 for improvements in Barn C, creating second floor offices in formerly open space originally intended for artist's studios.

ACTION – Motion made, seconded and passed unanimously to revise the lease as proposed.

- **Events/marketing issues** – Kristi O'Donnell, Events Coordinator, reported as follows
 - the grant proposal was submitted to the Whidbey Island Garden Tour which also links interest with the Master Gardeners and Whibey farm tour;
 - she is responding to prior requests from event contacts for information and availability and is creating a calendar of bookings;
 - noted that the current Port budget has no funding for marketing and advertising but based on the farm's prior advertising is attempting to develop a short term working budget based on 1% of gross revenues, approximately \$6,430;
 - signage at the wharf and farm needs renovation and repair and plans are in work for low-cost/no-cost solutions;
 - using publicity and promotion opportunities including a Facebook page, Drew's list and Chamber of Commerce e newsletters;
- **Other:** Rambo noted Gloria Mickunas, of Whidbey Party Girls, has donated a used desk-top computer system, a very welcome piece of equipment, for use at the Port's farm office.

8. UNFINISHED BUSINESS

- Proposal from Coupeville Maritime Heritage Foundation – SUVA operations
Dr. Wylie Grayson spoke to the foundation’s proposed Memorandum of Understanding (MOU) of January 20, 2016. The MOU proposes a discounted moorage rate for the schooner “SUVA” in acknowledgement of the educational foundation’s non-profit tax status and the contribution it makes to the Port’s operations and the Coupeville economy. The rate proposed is a further reduction from the rate paid in 2015. A lengthy discussion between commissioners and the public ensued. Several rate proposals were made, revised and revisited from various perspectives. These revolved around a variety of rates based on the day of the week, operating needs of SUVA, income projections, and costs of the Port’s support to this non-profit. The sentiment of the Commissioners was that the Port provided a discounted rate to SUVA in 2015 to assist in it’s start-up. Based on that consideration it was suggested that this might also apply to 2016 as continued assistance in their start-up efforts. After a 25 minute discussion, the following action was taken.

ACTION: Motion made, seconded and passed unanimously that there be no rate change from 2015 for the 2016 operating period of May 1 to September 30, 2016.

- Proposal from Penn Cove Sailing regarding keeping tender on the dock \$50 per month. This enables the primary vessel to be moored off the dock.

ACTION: Motion made, seconded and passed unanimously that the 2016 rate to Penn Cove Sailing for tender at our dock shall be \$50 per month, same as 2015.

(\$ 24 per month for signage???)

SUVA signs

- Approve Resolution #210 amending resolution #129 Regarding Port Credit Card.
Rambo noted this resolution was being revisited because there was a question about whether #129 should be re-drafted or just amended.

ACTION: Commissioners agreed that only an amendment was needed therefore Resolution #210, which had been approved at the March 9 meeting, stands as approved.

9. NEW BUSINESS/COMMISSIONER DISCUSSION

9.1 Approve contract with Jones Accounting Associates.

Mishasek noted that the engagement letter/contract needs to address timely notice in the event the contract is to be terminated by either party. Rambo agreed to add such wording to the contract.

ACTION: Motion made, seconded and unanimously approved to accept the contract with Jones Accounting Associates effective April 1, 2016 with the inclusion of a timely notice provision.

9.2 Approve Resolution #213 appointing an Auditing Officer and Alternate Auditing Officer. Rambo noted this Resolution appoints Kathy Jones and Katie Munoz as Auditing Officer and Alternate Auditing Officer respectively.

ACTION: Motion made, seconded and unanimously approved accepting Resolution #213.

9.3 Consider Event Coordinator Job Description

Rambo presented this for Commissioner consideration and approval as presented.

ACTION: Motion made, seconded and unanimously approved to accept the job description as presented.

9.4 Approve Whidbey Camano Land Trust Lease for 2016

Rambo noted Commissioners had discussed this at length during his Executive Director’s report.

ACTION: Motion made, seconded and passed unanimously to extend the existing lease to December 31, 2016 at the current rate and to add space 202 to the lease at the current rate for the same period.

9.5. Approve Resolution #214 appointing a Records Agent

Rambo noted this was discussed by the Commissioners during his ED report.

ACTION: Motion, made seconded and passed unanimously to accept Resolution #214 appointing the Port Executive Director as Port Public Records Agent.

10. PRESIDING OFFICER’S REPORT -- None

11. COMMISSIONER COMMENTS/COMMITTEE REPORTS -- None

12. EXECUTIVE SESSION (if required) -- None

13. PUBLIC COMMENT

14. ADJOURN – Meeting was adjourned 2:45 p.m.

**Next Meeting
Regular Meeting
April 13, 2016
at the
Masonic Lodge
804 North Main, Coupeville WA**

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

William Bell

John Mishasek

Michael Diamanti