

PORT OF COUPEVILLE

Mailing address: PO Box 577, Coupeville, WA 98239

New Office at Greenbank Farm

765 Wonn Road, Greenbank

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MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS

NOTE LOCATION CHANGE

**Due to remodeling construction being done at the Coupeville
Masonic Lodge the meeting place is changed to Barn A at
Greenbank Farm
765 Wonn Road, Greenbank**

Wednesday September 14, 2016 at 10 a.m.

1. CALL TO ORDER, PLEDGE OF ALLEGIANCE:

- The regular meeting was called to order at 10:00 a.m. by Commissioner Diamanti at the Coupeville Masonic Lodge, 804 North Main, Coupeville, Washington 98239 followed by the Pledge of Allegiance.

2. ROLE CALL: Commissioners Mike Diamanti, John Mishasek, William Bell present

Staff Present: Forrest Rambo, Executive Director

Damon Stadler, Facilities Maintenance

Orion Gudgell, Administrative Assistant

Public Attending: See attached Sign in Sheet.

3. CHANGES TO AGENDA

William Bell said he would be postponing discussion of the Employee Handbook for today's meeting. Bell also said he would like to postpone discussion of the "Lease Rates Study" under "8. Unfinished Business" section of the agenda.

4. PUBLIC COMMENT

Citizens spoke to the Port Commissioners during the public comment period expressing their concern at the potential lack of public comment in the future (as referenced in resolution #220). Another citizen complimented the Port in demonstrating their efforts to streamline the meetings exemplified by the content of Resolution #220.

5. CONSENT AGENDA

Commissioners Mishasek and Bell expressed continued frustration with regards to the Port's current utility billing process with respects to the Port's Wharf tenants.

Bell expressed concern over being in possible violation of RCWs' for the Port's advertising of one of its own tenants in the Loganberry Festival print ad, Drewslist posting and Festival website page on the grounds that was not being a valid municipal Port purpose and questionable use of public money for one private business. William wanted the Drewslist voucher pulled and felt the Executive Director should be the one to resolve the matter.

Active discussion was had with regards to potential litigation, law, legal advice, cost of council and communication among the Port Commissioners and Executive Director.

Good discussion was had among Commissioners and the Public with regards to August's vouchers.

No Action was taken with regards to the Meeting minutes of May 11, 2016

No Action was taken with regards to the July Financials' of the Port.

A Motion was made by Commissioner Diamanti to approve the current vouchers as revised and then presented as described by the voucher numbers and totals previously as reflected in the minutes. Commissioner Mishasek seconded the motion and the Vouchers were approved unanimously—see below

Voucher numbers:

1. #08-01 through #08-11 in the amount of \$7,144.11
 2. #08-12 through #08-27 in the amount of \$14,268.53
 3. #08-28 through #08-34 in the amount of \$8,497.56
- For a sum total of: \$29,910.20

A Motion was made by Commissioner Diamanti to approve the current vouchers as revised and then presented as described by the voucher numbers and totals previously as reflected in the minutes. Commissioner Michasek seconded the motion and the Vouchers were approved unanimously

6. PRESENTATIONS

6.1 Eleven as servicer providers for Port Credit card processing at Coupeville Wharf and Greenbank Farm.

Alex Kotovic from Elavon and Nicole from Whidbey Island Bank presented how Elavon could help the Port in handling debit and credit purchases. Particular attention was given to how in updating our system, the Port would now be able to read chip cards along with the magnetic strip variety. Alex explained how much more secure the transactions would be in allowing chip card services as well, benefitting the customer. One benefit from the updated system would be that if one of the card readers were to go down, all of the transactions are backed up on the cloud, making them still present if refunds or mistakes were to occur. Along with the terminal

cost of \$299, two options to accompany the terminal were presented, one with a card reader and pin pad and without the pin pad. Nicole was introduced as a representative of Whidbey Island Bank and she explained that because of their proximity to us would help for quick fixes of the system were it to down rather than purchase it off island and then trying to find a repairman for it otherwise. Alex said he would put together some proposals for the Commissioners to review and get those back to the Port by the following Monday.

7. EXECUTIVE DIRECTOR'S REPORT

7.1 Update on SUVA billings

7.2 Update on Wharf Electrical billing

7.3 Sound Water Stewards—Contract language revisions

7.4 Albert Forster inquiry into leasing land at Greenbank Farm.

8. UNFINISHED BUSINESS

8.1 Rescind or amend motion of August 25 regarding monthly payroll

After some intense discussion, it was decided that the Port would roll back to a bimonthly payroll schedule from the motion made at the last Port meeting to go to a monthly payroll

A Motion was made by Commissioner Diamanti to rescind the motion made in the prior meeting to return to monthly payroll (from biweekly) and return back to biweekly payroll passes 2 (Diamanti, Mishasek approved)-1 (Bell voted against). Motion passes by two.

Also, following up on a topic from recent meetings, a public discussion was had about the importance of keeping reimbursement slips and mileage reimbursement separate from one another and from the payroll, with regards to transparency for the Public and for Commissioners when reviewing vouchers.

A Motion was made to keep all the other reimbursements be kept from the twice a month payroll being reviewed by the Commission.

A comment was made that the Port needed to have an effective date on this so that it the motion was certain with regards to time. Diamanti agreed that was wise and asked if Mishasek would restate his motion for the record.

A Motion was made that all non-payroll expenses be done monthly after Commission review, effective immediately. Diamanti seconded the motion. Motion passes unanimously.

8.3 2017 Preliminary Budget Documents

In discussing the Preliminary Budget, the issues of revenue from events, salaries and sections that were either duplicates in the budget paperwork or unnecessary.

A Motion was made, seconded and passed unanimously to approve the Preliminary Budget, with revisions.

9. NEW BUSINESS/COMMISSIONER DISCUSSION

Diamanti said he had brought a draft document to hand out among the Commissioners created by Robin Bernardi who had attended a few Port meetings and serves a volunteer feedback person. Robin's background includes serving on school boards, government entities and Robert's Rules of Order. Diamanti introduced the draft as a "first touch" for consideration for the Commissioners to have a "Revised order of business" for the future. There would be no action taken on it then. It was only information.

Diamanti next touched on the Resolution regarding Island Regional Transportation Planning Organization (IRTPO). Mishasek provided the resolution that the Port of Coupeville be a participant in the IRTPO that requires a resolution regarding that. Mishasek believed there was a timeline to get it back to the County by the end of September.

Motion -Mishasek- was made and passed unanimously to approve the resolution to join the IRTPO verbatim, with document, signatures and appropriate resolution number to come.

A discussion was had regarding the Port's contract with Kathy Lull/Design Dance to work on the Port's website at the price of \$720. A conclusion was reached that a motion wasn't needed for this as Lull's work only amounted to another invoice.

Motion was made and seconded and passed unanimously to approve Design Dance's scope of work on the Port of Coupeville website.

Joe Gunn (of Whidbey Pies) made a request to put in a heat pump in their kitchen for better temperature control which they would do at their entire expense including permits and purchasing the equipment. Discussion was had with regards to how it would be written into their contract, along with ownership, care of and responsibility for.

Mishacek wanted to touch back on the matter of Design Dance again. There was discussion as to whether the Port was a Non-profit or could be considered as such versus a "for" profit entity, as a Non-profit rate came cheaper. Rambo said he would call Kathy to clarify what rate the Port is eligible for bring it up again at the next regular Port meeting.

A Motion was made and seconded to rescind the motion to approve Design Dance to perform work as our website supplier until rates are clarified.

A Motion was made and seconded to approve Design Dance to perform work as our website supplier provided the Port is charged the nonprofit rate of \$60/hr.

A Motion was made and seconded to only pay Design Dance \$480 under the non-profit rate, rescinding their earlier approved amount of \$720 as a result of still clarifying the Port's designation as a business per this arrangement.

The new owners of the Kim's Café space, Jerry Ritzer and Michelle Lynn introduced themselves to the Port next. Active discussion was held over the logistics of when they would begin, rates, insurance, alcohol, the square footage, use of the space and how they plan to

operate their new café over the next five years of their lease. It was determined that more discussion would be necessary on the subject in the next Port meeting on October 12, 2016.

Ten minute break given at 2:15pm by Diamanti

Policies and Procedures

Bell wanted to discuss the difference between policy and procedure. Policy is the standard that can be changed but is simple, to the point where it's clear and understandable that is rarely amended until something significant happens. Procedure is at the opposite end of the spectrum which can change at any point in time based on how we achieve the policy. Much of the procedure at the Port is based on fundamental operational elements at any point in time, but the policy remains consistent throughout. -Monthly lease statements (balances and history of payments, utility, events (when applicable), leaseholder fees (I.E. pump house or fuel usage of customer). This would be a violation if not done, and the process had been interrupted at the beginning of this year due to the transition of the Farm. The matter is the responsibility of the Executive Director who should adhere to the policy of doing it every month.

--Monthly billing statement

--Annual Executive Director Evaluation

--Benefits and Compensation policy

A Motion was made, seconded and passed unanimously to adopt 3 policies: A monthly billing statement, an annual Executive Directory Evaluation and a Benefit and Compensation policy.

Joe Gunn of Whidbey Pies came back to announces that they want to move ahead on the lease. -addition to—ownership and maintenance—WP would maintain and own. If WP were to leave, they would pay for the removal of the unit and repair to the building. If the Port were to find the unit of value to the facility, a change in ownership could be negotiated in a new lease (with a new lessee). Mike Diamanti said he will work with Joe on clarifying the specifics about this.

Presiding Officer's report—none

Commissioner Comments-Committee Reports

COG meeting-Island Commissioners voted yesterday on a proposal for the \$25,000 for Fire Suppression system. The paperwork on this proposal will be sent to the County offices with potential reimbursement in full to the Port for the work.

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Commissioner comments—JM made requests of Forrest for what was discussed w/attorney, but never heard back from F as to what it was about. MD said those emails are confidential (on a personnel matter) and WB and JM are welcome to view those emails if they come to the office to see them.

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13. Public Comment

14. MEETING ADJOURNED at 2:14 pm.

**Next regular meeting
Wednesday, October 12, 2016 at 10 a.m. at the
Masonic Lodge 804 North Main, Coupeville WA**

The Board of Commissioners approved the foregoing Minutes on December 14, 2016.

William Bell

John Mishasek

Michael Diamanti