



P.O. Box 1209
Seattle, Washington 98111
www.portseattle.org
206.787.3000

APPROVED MINUTES COMMISSION REGULAR MEETING OCTOBER 27, 2020

The Port of Seattle Commission met in a regular meeting Tuesday, October 27, 2020. The meeting was held remotely in accordance with the Governor's 'Safe Start' order and Proclamation 20-28. Commissioners Bowman, Calkins, Cho, Felleman, and Steinbrueck were present.

1. CALL to ORDER

Pursuant to Article IV, Section 8, of the commission bylaws, the meeting convened at 11:00 a.m. to conduct an executive session.

2. EXECUTIVE SESSION pursuant to RCW 42.30.110

The public meeting was immediately recessed to an executive session to discuss three matters relating to collective bargaining (RCW 42.30.140(4)(b)), litigation/potential litigation/legal risk (RCW 42.30.110(1)(i)), and performance of a public employee (RCW 42.30.110(1)(g) and (i)), respectively, with the intention of reconvening the public session at 12:00 p.m. Following the executive session, which lasted approximately 60 minutes, the public meeting reconvened at 12:01 p.m. Commission President Steinbrueck led the flag salute.

3. APPROVAL of the AGENDA

Without objection, the preliminary agenda was approved without revisions.

4. EXECUTIVE DIRECTOR'S REPORT

Executive Director Steve Metruck previewed items on the day's agenda and made announcements.

At this time, Aaron Pritchard, Commission Policy Manager, provided a committee report to the Members of the Commission addressing items discussed during the October 22, 2020, Waterfront and Industrial Lands Committee and the Arts and Culture Board.

5. PUBLIC COMMENT

Public comment was received from the following individual(s):

- JC Harris, City of Des Moines Council, regarding making raw noise data from Port noise monitoring devices available at public request and regarding the Port's budget. He encouraged the Port to consider a few updates whether or not to new or existing projects.
- David Goebel, Vashon Island Fair Skies, regarding noise monitor no. 12 and the inclusion of all noise registering on the monitor and not just larger noise events. Written materials received are attached as minutes [Exhibit A](#).

- Bernedine Lund, Volunteer Member of 350 Seattle's Aviation Team, regarding the Port's 5-year Capital Improvement Program, a proposed 3 percent increase in the Port's tax levy, and updating the Port's budget to account for health and traveler safety.
- Randy Fiertz, Director of Airport Affairs for Alaska Airlines, regarding Alaska Airline's request for a reduction in next year's landing fee.
- Laura Gibbons, Volunteer Member of 350 Seattle's Aviation Team, regarding eliminating environmental inequities. Written materials submitted are attached as minutes [Exhibit B](#).
- Jordon Van Voast, Seattle Cruise Control, regarding opposition to cruise ship expansion at the Port; supporting the Port's renaming of Duwamish River parks; and the effects of the cruise industry on climate change. Written materials received are attached as minutes [Exhibit C](#).
- Bizu Haile, SEIU 6, regarding CARES Act funding not passed down to preserve employment by Prospect International Airport Services.
- Evan Curtiss, SEIU 6, regarding CARES Act funding not passed down to preserve employment by Prospect International Airport Services and asks the Port to step in and speak to the company.
- Roasrio-Maria Medina, Naming Review Committee Member, regarding the Duwamish Parks renaming and the community excitement for the unveiling of the new names.
- In lieu of spoken comment, Tyrell Hedlund, Resident, submitted written materials regarding agenda Item 9a and the impact of aviation on carbon emissions and climate change, which are attached as minutes [Exhibit D](#).
- In lieu of spoken comment, David Keyes, Resident, submitted written materials regarding agenda Item 9a, supporting a gas tax increase and urging an increase on tax for aviation and jet fuel, which are attached as minutes [Exhibit E](#).
- In lieu of spoken comment, Kim Secunda, Resident, submitted written materials regarding climate contamination, which are attached as minutes [Exhibit F](#).
- In lieu of spoken comment, Sarah Shifley, Volunteer Member of 350 Seattle's Aviation Team, submitted written materials regarding reduction in aviation carbon emissions, which are attached as minutes [Exhibit G](#).

6. UNANIMOUS CONSENT CALENDAR

[Clerk's Note: Items on the Unanimous Consent Calendar are not individually discussed. Commissioners may remove items for separate discussion and vote when approving the agenda.]

- 6a. Approval of the minutes of the Regular and Special meeting of October 13, 2020.**
- 6b. Authorization for the Executive Director to execute a contract to renew the Microsoft Enterprise Software License Agreement in an amount not-to-exceed \$4,000,000 for a term of three years.**

Request document(s) included an [abbreviated agenda memorandum](#).

- 6c. Authorization for the Executive Director to execute a settlement agreement to resolve litigation.**

Request document(s) included an [agenda memorandum](#).

- 6d. **Authorization to execute a 10-year lease agreement with the Washington State Department of Natural Resources (DNR) for aquatic lands north of Terminal 5. Rent is \$500 per year with an annual adjustment for producer price index, payable annually upon execution of the agreement. The total cost of the lease over 10 years is approximately \$6,000, assuming a 2.5%-3% inflation rate.**

Request document(s) included an [agenda memorandum](#), [presentation slides](#), [DNR lease](#), lease [exhibit 2](#), area [parcel A](#), area [parcel B](#), area [parcel C](#), and area [parcel D](#).

- 6e. **Authorization for the Executive Director to (1) advertise and execute a major works construction contract for the Emergency Generator Controls Upgrade project at Seattle-Tacoma International Airport; (2) use Port of Seattle crews and small works contracts for preconstruction activities. The amount of this request is \$1,500,000 for a total estimated project cost of \$2,500,000. (CIP #C800784)**

Request document(s) included an [agenda memorandum](#).

- 6f. **Authorization for the Executive Director to execute a contract for Airline Technical Representative services for an amount not to exceed \$3 million for a duration up to six years (three-year base with three one-year options) at Seattle-Tacoma International Airport.**

Request document(s) included an [agenda memorandum](#).

The motion for approval of consent items 6a, 6b, 6c, 6d, 6e, and 6f carried by the following vote:

In favor: Bowman, Calkins, Cho, Felleman, Steinbrueck (5)

Opposed: (0)

7. SPECIAL ORDERS of BUSINESS

- 7a. **Authorization for the Executive Director to adopt the new names for six Port-owned public access and habitat sites along the Duwamish River as determined through the community engagement project, "Incredible Parks Want Incredible Names."**

Request document(s) included an [agenda memorandum](#), [presentation slides](#), and a draft motion. A final version of the motion is [attached](#).

Presenter(s):

Aaron Pritchard, Commission Policy Manager
Christina Billingsley, Senior Program Manager, Community Engagement

Stephanie Jones Stebbins, Managing Director, Maritime
Michelle Benetua, Seattle Parks Foundation
George Lee, Seattle Parks Foundation
Warren KingGeorge, Muckleshoot Tribe
Sharon Leishman, Duwamish Alive Coalition
Jolene Hass, Duwamish Tribal Council
Cecile Hansen, Duwamish Tribal Council

Commission Clerk Michelle Hart read Item 7a into the record.

Executive Director Metruck introduced the item and presenters.

The presentation addressed:

- the “Incredible Parks Want Incredible Names” campaign for the renaming of Duwamish River parks to – reflect the cultural and environmental importance of the land; strengthen and forge new partnerships; and empower the community to connect and share stories;
- the Review Committee Members engagement;
- process implementation of racial equity best practices;
- broad participation from the community;
- the criteria used for the naming;
- pronunciation of traditional names of the parks; and
- acknowledgements to everyone who participated in the process.

Members of the Commission thanked staff, the community, and everyone involved in the process and recognized the amazing names selected for Duwamish River parks.

The motion, made by Commissioner Steinbrueck, for approval of agenda item 7a and Motion 2020-20 carried by the following vote:

In favor: Bowman, Calkins, Cho, Felleman, Steinbrueck (5)

Opposed: (0)

7b. Briefing on the Tax Levy Draft Plan of Finance for 2021-2025

Presentation document(s) included an [agenda memorandum](#) and [presentation slides](#).

Presenter(s): Elizabeth Morrison, Director, Corporate Finance

Commission Clerk Michelle Hart read Item 7b into the record.

Executive Director Metruck introduced the item and presenters.

Elizabeth Morrison, Director of Corporate Finance, provided a report regarding:

- recommendations for changes to minimum operating fund balance targets;
- the existing minimum fund balance target;
- lessons from the pandemic;

- cash balance supporting operations and maintenance and debt service;
- policy development;
- the Draft Plan of Finance
 - provided annually to the Commission to inform the budget process and long-term capital investment decisions;
 - developed based on a sustainable financial model;
 - the 2020 approach to plan development;
 - airport and non-airport capital funded separately;
 - the CIP and funding for the airport;
 - the CIP and funding for non-airport activities;
 - maritime and economic development division CIP development based on reduced funding;
 - non-airport capital funding capacity;
 - the portwide revenue bond debt service coverage forecast;
 - 2021 finance initiatives;
 - the tax levy background and update;
 - the tax levy plan and fund sources;
 - tax levy and G.O. bond uses for capital investments; and
 - tax levy uses for non-capital investments.

Commission discussion ensued regarding:

- wanting more historical context for understanding how the Port moved from a larger operations and maintenance and less debt service- what projects are associated with debt service?;
- how staff determines the level of reserves;
- if the Port has achieved a twelve month reserve for non-airport fund balance;
- rate charges for the airlines;
- how often the Port's credit rating is reviewed;
- impacts related to COVID-19 impacts on airport activity;
- resiliency built into the plan;
- addressing uncertainty moving forward;
- differences in the plan if we did not have a tax levy;
- the tax levy being credit positive, as it is a stable funding source;
- the NWSA Capital Improvement Program and the extent to which the Port has the ability to negotiate which projects are funded;
- a policy shift in moving projects from the general fund to the tax levy for funding;
- whether or not there is a need for a longer-term Capital Improvement Program; and
- the Port's financial policies and looking to revenue bonds, as opposed to a tax levy, to fund projects.

8. AUTHORIZATIONS and FINAL ACTIONS

8a. Authorization for the Executive Director to set 2021 Marine Stormwater Utility rates with an increase of 3 percent.

Request document(s) included an [agenda memorandum](#) and [presentation slides](#).

Presenter(s):

Sandra Kilroy, Director, Maritime Environment and Sustainability
and Srinivas Pendikatla, Utility Program Manager

Commission Clerk Michelle Hart read Item 8a into the record.

Executive Director Metruck introduced the item and presenters.

Sandra Kilroy, Director of Maritime Environment and Sustainability, and Srinivas Pendikatla, Utility Program Manager, provided a report to Members of the Commission regarding:

- highlights of utility work;
- innovations;
- COVID-19 impacts;
- the stormwater utility operating budget;
- the 2021 proposed budget summary;
- rate criteria and considerations;
- Port rates continuing below City rates;
- tenant monthly impact of 3 percent increase; and
- 2021 proposed annual rates.

Commission discussion ensued regarding:

- the utility doing a great job reinvesting;
- customers' response to the rate increase; and
- future inclusion of rate payers on rate advisory committees.

The motion, made by Commissioner Felleman, for approval of agenda item 8a carried by the following vote:

In favor: Bowman, Calkins, Cho, Felleman, Steinbrueck (5)

Opposed: (0)

8b. Adoption of Resolution No. 3778: a resolution of the Port of Seattle Commission amending Resolution Nos. 3761, 3742, 3744, and 3754, regarding bylaws governing the organization and transaction of business of the Port of Seattle Commission.

Request document(s) included an [agenda memorandum](#), [presentation slides](#), draft resolution, [redline/blueline](#), [travel policy](#), and [sectional analysis](#). A copy of the final draft of Resolution No. 3778 will be made available upon adoption.

Presenter(s): Michelle M. Hart, Commission Clerk

[Clerk's Note: Previously, Resolution No. 3778 was introduced on October 13, 2020.]

Commission Clerk Michelle Hart read Item 8b into the record.

Commission President Steinbrueck introduced the item, thanked members of the Commission for their engagement in the process, and spoke to the reasons the Commission reviews their governing document every three years.

Commission Clerk Hart provided a presentation summarizing the bylaws review process and amendments proposed.

The following amendments were moved as one package of amendments.

Amendment No. 1

Amending Article III, Officers, Section 5(h) Duties of the President, Travel Coordination, as follows:

- (h) Travel Coordination. Port Policy No. AC-2 requires that all domestic travel, as defined by the policy, be authorized by the Port Commission President. All international travel is approved by the full commission in an open public meeting.

As part of the commission's adoption of its annual work plan, a travel budget that prioritizes educational opportunities specific to the port, or opportunities that advance the interests of the port, and applicable to the port's lines of business, shall be created.

For the purposes of executing administrative approval for the accounting division, domestic travel approval shall be [ADMINISTRATIVELY] authorized by official notification from the president of the approval. If changes to travel requests occur, the request shall be revised by a commissioner and re-submitted to the president for re-approval in advance of any requested domestic travel. The request for travel shall include the number of commissioners traveling (if applicable), the port-related reason for travel, and the dates and destination of travel. Commissioners shall submit requests for domestic travel to the president for review at least 14 days before the travel departure date, unless scheduling considerations require submission less than 14 days. Travel to British Columbia, Canada, is treated as domestic travel for the purposes of this policy.

For the purposes of executing administrative approval for the accounting division, approval of international travel shall be authorized by formal action of the

commission. The authorizing commission memorandum shall detail the number of commissioners traveling (if applicable), the port-related reason for travel, and the dates and destination of travel. International travel requests shall be submitted to the commission office 21 days in advance of each calendar quarter (January, April, July, October). Travel change requests for previously approved international travel shall again be put before the full commission for review and action.

Commissioners not receiving advanced travel authorization for international travel shall report to the full commission regarding the purpose of their travel, dates of travel, location of travel, benefit received by the port through the travel, and shall seek majority approval of the post-travel authorization in order to submit claims for travel expense reimbursement.

Members of the commission shall be accountable to each other and to the public regarding the use of the commission's travel budget and shall report on travel activities and benefits derived by the members and the port from time to time as needed, or as otherwise requested by a majority of the commission.

~~IFOR BOTH DOMESTIC AND INTERNATIONAL TRAVEL, APPROVING AUTHORITY SHALL REVIEW TRAVEL REQUESTS OF COMMISSIONERS TO ENSURE TRAVEL OPPORTUNITIES ARE EQUITABLE TO ALL MEMBERS AND ARE CONSISTENT WITH THE INTERESTS OF THE PORT.] An appropriate port employee may be delegated the responsibility of processing travel reimbursements associated with domestic and international travel of commissioners.~~

Amendment No. 2

Amending Article VI, Rules of Order, Section 4, amendment of questions, fourth sentence, to strike "24" and to insert in its place "48," to read as follows:

*Once a motion has been made and seconded, or a requested action filed by its inclusion on an approved agenda, it shall be modified prior to adoption only by amendment. Any commissioner, including the presiding officer, may offer an amendment to a question that is subject to amendment. Amendments shall follow the parliamentary process for amendments as established by Roberts Rules of Order Newly Revised. Amendments shall be filed with the commission clerk at least [24] **48** hours prior to the convening of a public meeting during which they will be offered for consideration in order to be considered timely filed. Amendments from the floor shall be written on forms provided at the time of the meeting in order to establish specificity of the amendment, as provided for in Article VI(2)(b).*

Amendment No. 3

Amending Article IV(4)(a), Regular Meetings, to strike the phrase, “as soon as possible thereafter,” from the second to the last sentence, and to insert in its place, “on the next business day,” to read as follows:

“When a regular meeting falls on a holiday, such regular meeting shall be rescheduled [~~AS SOON AS POSSIBLE THEREAFTER~~] **on the next business day.**”

Amendment No. 4

Amending Article II(10), Review of staff reporting to both the commission and the executive director (dual reports), by inserting the words, “the internal audit director” between “general counsel” and “external relations senior director,” and inserting a new last sentence, “For the purposes of this section, the internal audit director reports functionally to the Commission delegated through the Audit Committee and administratively to the Executive Director,” to read as follow:

“Review of staff reporting to both the commission and the executive director (dual reports). In addition to oversight of the executive director and direct reports of the office of the commission, the commission as a body provides input to the executive director in executive session regarding the performance of those employees who report directly to the executive director. In particular, the commission as a body provides review of the general counsel, **the internal audit director,** and external relations senior director, who report dually to the commission and the executive director. **For the purposes of this section, the internal audit director reports functionally to the Commission delegated through the Audit Committee and administratively to the Executive Director.**”

This motion further directs the Executive Director, through the Human Resources Department, to bring forward a corresponding amendment to the salaries and benefits resolution of the Port for the position of Internal Audit Director to reflect that the Audit Committee will provide direct input to the Executive Director into the review of the Internal Audit Director and that the Internal Audit Director will have direct accountability to both the Commission delegated through the Audit Committee and the Executive Director. Making a subsequent amendment in this regard would bring the salaries and benefits resolution description of the Internal Audit Director’s position more in line with the two other dual reports.

The motion, made by Commissioner Bowman, to amend Resolution No. 3778, by inclusion of Amendment Nos. 1 – 4 above, carried by the following vote:

In favor: Bowman, Calkins, Cho, Felleman, Steinbrueck (5)

Opposed: (0)

The motion, made by Commissioner Felleman, for adoption of Resolution No. 3778, as amended, carried by the following vote:

In favor: Bowman, Calkins, Cho, Felleman, Steinbrueck (5)

Opposed: (0)

9. PRESENTATIONS, REPORTS, and STAFF BRIEFINGS

9a. DRAFT State Legislative Agenda for 2021.

Presentation document(s) included an [agenda memorandum](#) and [presentation slides](#).

Presenter(s):

Eric ffitich, Manager State Government Relations
Trent House, Contract Lobbyist

Commission Clerk Michelle Hart read Item 9a into the record.

Executive Director Metruck introduced the item and presenters.

Eric ffitich, Manager of State Government Relations, and Trent House, Contract Lobbyist, provided a report to Members of the Commission addressing:

- priority agenda items focusing on statewide recovery and on equity;
- priority issue areas – quality jobs and small business; transportation revenue package; transportation and competitiveness; energy and the environment; tax, governance, technology and more; and
- next steps;
 - collecting feedback on the draft agenda through November 17, 2020;
 - commission adoption proposed for November 17, 2020;
 - distribution of the finalized agenda to key legislators and staff and elected level meetings with legislators during November and December;
 - January 11, 2021 – first day of the state legislative session.

Commission discussion ensued regarding:

- Port priorities;
- broadband;
- police accountability;
- continued support for the Growth Management Act;
- siting of a second regional airport and what the Port's role in that would be;
- the Port's critical infrastructure; and
- State Environmental Protection Act updates.

10. QUESTIONS on REFERRAL to COMMITTEE – None.

11. ADJOURNMENT

There was no further business, and the meeting adjourned at 4:24 p.m.

Prepared:

Attest:

Michelle M. Hart, Commission Clerk

Sam H. Cho, Commission Secretary

Minutes approved: November 10, 2020.