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APPROVED MINUTES

COMMISSION REGULAR MEETING JANUARY 24, 2023

The Port of Seattle Commission met in a regular meeting Tuesday, January 24, 2023. The meeting was held at the Seattle-Tacoma International Airport Conference Center, located at 17801 International Blvd, Seattle WA, Mezzanine Level, Seattle, Washington, and virtually on Microsoft Teams. Commissioners Calkins, Cho, Felleman, Hasegawa, and Mohamed were present.

1.

CALL to ORDER

The meeting was convened at 10:30 a.m. by Commission President Sam Cho.

2.

EXECUTIVE SESSION pursuant to RCW 42.30.110

The public meeting recessed into executive session to discuss one matter regarding litigation/or potential litigation/or legal risk, per RCW 42.30.110(1)(i) for approximately 30 minutes, with the intention of reconvening the public session at 12:00 p.m. Commissioner Mohamed was recused from participating in the session. Following the executive session, the public meeting reconvened at 12:00 p.m. Commission President Cho led the flag salute. Commissioner Mohamed entered the meeting at 12:44 p.m.

3.

APPROVAL of the AGENDA

The agenda was approved as amended without objection. (Item 4a was reordered on the Agenda to be the first item discussed under New Business.)

In favor: Calkins, Cho, Felleman, and Hasegawa (4)

Opposed: (0)

4.

SPECIAL ORDERS OF THE DAY

4a. 1 Order No. 2023-02: An Order Directing the Port of Seattle Executive Director, or Designee, to Utilize the International Holocaust Remembrance Alliance Working Definition of "Antisemitism" When Developing Policies and Training Programs to Help Identify and Combat Antisemitism.

5.

1

EXECUTIVE DIRECTOR'S REPORT

Item 4a was re-ordered to the New Business section of the agenda.

Digital recordings of the meeting proceedings and meeting materials are available online – [www.portseattle.org](http://www.portseattle.org).

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

6. COMMITTEE REPORTS

Commission Strategic Advisor Erica Chung provided a report regarding discussions held at the

Aviation Committee; Sustainability, Environment, and Climate Committee; and the Waterfront and Industrial Lands Committee meetings held on January 17, 2023.

#### Aviation Committee

The Aviation Committee was convened by Commissioners Mohamed and Calkins. The Committee reviewed the scope of work for the committee and discussed the 2023 workplan topics related to:

- Ground transportation and access to the airport;
- noise mitigation and the long-term needs of the airport; and
- airport capital improvement projects (CIP) and airport dining and retail.

#### Sustainability, Environment, and Climate Committee

The Sustainability, Environment, and Climate Committee was convened by Commissioners Hasegawa and Felleman. The Committee reviewed the scope of work and discussed the 2023 workplan items.

- Commissioners were also briefed on Terminal 91 phase I capital improvement project under the sustainable evaluation framework which included:

- o project scope;
- o sustainability and alternatives summary, and
- o recommendations.

#### Waterfront and Industrial Lands Committee

During the Waterfront and Industrial Lands Committee meeting, Commissioners Felleman and Calkins received a briefing on the City of Seattle's Industrial Lands re-zoning process and discussed the Committee's 2023 workplan with staff. Highlights of the workplan include real estate development, industrial lands zoning changes, and the coexistence of bicycles with industrial lands. Aaron Pritchard, Commission Chief of Staff, advised that all 2023 Committee workplans would be brought forward in public session for review on February 14, 2023.

7.

#### PUBLIC COMMENT

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

- 
- 
- 

The following people spoke in support of Agenda Item 4a, and against antisemitism: Richard Green, Holocaust Center for Humanity, Seattle; Bill Mowat, Anti-Defamation League, Seattle Board Member; and Linda Clifton, resident.

The following person spoke regarding the harms of cruise, her environmental concerns, and not meeting climate goals by the needed timeframe: Iris Antman, Seattle Cruise Control.

The following person spoke regarding protection for Tub Lake at North SeaTac Park:

Charle Sikes, Defenders of North SeaTac Park.

[Clerk's Note: No written comments were submitted for this meeting.]

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#### CONSENT AGENDA

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

8a.

Approval of Minutes of the Regular Meeting of January 10, 2023, and Special Meeting of January 12, 2023.

8b.

Authorization for the Executive Director to Execute an Other Transaction Agreement (OTA) with the Transportation Security Administration for a 24-Month Time Extension

for the Period of Performance on the Baggage Optimization Program, to Execute Future Change Orders on the Baggage Optimization Project Phase 2 and Phase 3 Construction Contracts Up to the Commission Authorization Amount that Exceed \$300,000 and/or Exceed 60 Calendar Days' Time Extensions, and to Include a Project Labor Agreement for Phase 3. (CIP C800612).

Request document(s) included an agenda memorandum.  
8c.

Authorization for the Executive Director to Amend a Professional Services Agreement to Increase the Contract Value by \$1,200,000 in Support of the S. 188th Street Tunnel Improvement Project at Seattle-Tacoma International Airport. (CIP C801157)

Request document(s) included an agenda memorandum.  
8d.

Authorization for the Executive Director to Proceed with the Purchase and Installation of Software and Hardware Upgrades for A Concourse, D Concourse, and North Satellite Legacy Baggage System (C60 and C88) Upper-Level Controls at Seattle-Tacoma International Airport, in the Authorization Amount of \$1,139,360.00.  
(CIP C#801351).

Request document(s) included an agenda memorandum and presentation.  
8e.

Authorization for the Executive Director to Execute a New Memorandum of Understanding Between the Seattle Building and Construction Trades Council and its Affiliated Union, Representing Painters Employed at Aviation and Marine Maintenance Covering the Period from January 29, 2023, through December 31, 2023.

Request document(s) included an agenda memorandum and agreement.  
8f.

Authorization for the Executive Director to Execute a Contract to Procure One Bucket Truck with an Estimated Contract Value of \$800,000. (CIP C#801228)

Request document(s) included an agenda memorandum.  
8g.

Authorization for the Executive Director to Increase the Project Budget for Airfield Snow Equipment Replacement by \$3,000,000, for an Increase in the Project Budget

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From \$8,620,000 to \$11,620,000 and to Execute Contracts to Purchase Four Additional Pieces of Snow Removal Equipment. (CIP C#801227)

Request document(s) included an agenda memorandum and presentation.  
8h.

Commission Approval of the 2023 Tourism Marketing Grant Program and Authorization for the Executive Director to Approve Execution for All Related Contract Agreements for the 2023 Selected Tourism Marketing Support Program Recipients in an Amount Not-to-Exceed \$200,000.

Request document(s) included an agenda memorandum and presentation.  
8i.

Commission Adoption of the 2023 Federal Legislative Agenda..

Request document(s) included an agenda memorandum, 2022 aviation agenda, 2022 maritime agenda, and presentation.

8j.

Authorization for the Executive Director to Advertise and Award a Major Public Works Contract for Phase 2 of the Project, and to Authorize an Additional \$7,155,000, for a total of \$13,200,000 Authorized To-Date in Support of the North Employee Parking Lot Improvements Project at Seattle-Tacoma International Airport. (CIP C#800957).

Request document(s) included an agenda memorandum and presentation.

The motion for approval of consent agenda items 8a, 8b, 8c, 8d, 8e, 8f, 8g, 8h, 8i, and 8j carried by the following vote:

In favor: Calkins, Cho, Felleman, and Hasegawa (4)

Opposed: (0)

#### 10. NEW BUSINESS

4a. Order No. 2023-02: An Order Directing the Port of Seattle Executive Director, or Designee, to Utilize the International Holocaust Remembrance Alliance Working Definition of "Antisemitism" When Developing Policies and Training Programs to Help Identify and Combat Antisemitism.

Requested documents included an Order.

Presenter(s):

David Yeaworth, Strategic Advisor, Commission Office

Clerk Hart read Item 4a into the record.

Executive Director Metruck introduced the item and presenters.

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David Yeaworth, Commission Strategic Advisor, read the introduction and text of the Order into the record.

Commissioner Felleman, sponsor of the Order, spoke regarding:

- his appreciation for the public testimony provided today, giving context to the Order;
- International Holocaust Day on January 27, 2023, commemorating the liberation of the largest concentration camp in Auschwitz;
- clarity, in that the Order does not seek the endorsement of the state of Israel's government or policies, nor was he asked by anyone to bring the Order forward, but rather he was inspired by his colleagues on the Commission who have done significant work to celebrate the diversity of people who make our nation great, and also to recognize that crimes have been committed against ethnic minorities;
- previous actions of the Commission to speak up for equity, justice, and inclusion of all ethnicities, including the April 2022 Proclamation in recognition of Holocaust Remembrance Day;
- the importance for all of us to call out antisemitism;
- his intent for bringing the Order forward; and
- the Commission joining several hundred municipalities in adopting an Order in this regard and acknowledging that antisemitism, like all other racially-motivated hate, will not be tolerated by the Port of Seattle.

Commissioner Calkins spoke regarding the rise in antisemitic violence in our county -- that it is incumbent upon us to speak out and give our staff a tool that provides a clear definition to know what crosses the line. He stated that we are attempting to provide a tool that could certainly be misused by someone outside of our organization, but that doesn't mean we shouldn't have that tool at our disposal to use it for good.

Commission Hasegawa noted her support for the Order; thanked Commissioner Felleman for his sponsorship of it; and stated that we can't begin to address hate if we can't name.

Commissioner Cho stated he has always stood by the diversity of the Commission as being one of its greatest strengths and wants to emphasize that as an organization we do not tolerate any forms of hate. He noted his support for the Order and reminded that we should learn from history so that we do not repeat it.

The motion, made by Commissioner Felleman, carried by the following vote:

In favor: Calkins, Cho, Felleman, and Hasegawa (4)  
Opposed: (0)  
10a.

Adoption of Resolution No. 3810: A Resolution Repealing Resolution Nos. 3605, 3628, 3704, and All Preceding Resolutions Pertaining to the Commission's 'Delegation of Responsibility and Authority to the Executive Director Policy Directive, and Adopting a New Policy Directive as Set Forth in Exhibit A of the Resolution.

Request document(s) included an agenda memorandum, categories document, 2020 Audit Report, redline, package of amendments, draft resolution, Exhibit A, November 29 presentation, and presentation.

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Presenter(s):

Aaron Pritchard, Chief of Staff, Commission Office

Dave Soike, Chief Operating Officer

Michelle Hart, Commission Clerk, Commission Office

Ryan Stamper, Senior Port Counsel, Attorney Services

Clerk Hart read Item 10a into the record.

Executive Director Metruck introduced the item and presenters.

Dave Soike, Deputy Executive Director, provided a presentation to the Members of the Commission.

The presentation address:

- history of the project, beginning with the 2020 Internal Audit Report of the delegation process;
- comparator agency delegation amounts;
- Commission actions data compiled over a three-year period and business intelligence due diligence undertaken;
- the efficiency opportunity identified through review of that three-year data;
- the effect of inflation on the 2009 delegation amount and the increase in demand and budget for Port services and projects;
- current buying power of the Executive Director;
- benefits to everyone involved in the processing of regular Port work; and
- summary of the package of amendments proposed.

Aaron Pritchard, Commission Chief of Staff, overviewed the amendments package.

A motion was made to adopt Resolution No. 3810.

Commissioner Mohamed spoke regarding:

- her appreciation for the time that has gone into this review and project;
- her support for strong efficiencies and strong measures of transparency; and
- the importance to testing out the policy directive.

The primary amendment, made by Commissioner Mohamed, to "Amend Resolution No. 3180, Exhibit A, to the dollar limit set for Capital Projects, Contracts, and Other Agreements and Project Changes; Utilization of Port Crews, Airport Tenant Reimbursement; Street Vacation; and Budget Transfers – to strike the amount of \$10,000,000 and to insert \$2,000,000 in its place, until the Executive Director provides a review of processes and procedures at one year after the implementation of the new directive that includes sufficient transparency measures, at such time the dollar limit shall automatically increase to \$5 million, unless the Commission

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directs otherwise. Whether sufficient transparency measures are achieved shall be determined by Commission in public session," was seconded.

Commissioner Mohamed, in speaking to the amendment:

- stated her intention for a review of the transparency measures for their strength one year

- after implementation and to review what has been done;
- advised the amendment provides the opportunity for the Commission to cast a negative vote for the additional increase if they like after that review;
  - spoke to providing an open data public-facing webpage with delegation data so the public can see our operational data; and
  - noted the Commission's role in assuring strong fiscal management.

Members of the Commission spoke in support of the amendment.

Carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

The primary amendment, made by Commissioner Felleman, to amend:  
Resolution No. 3810, Exhibit A, the Preamble, to insert a new last paragraph in that section to read as follows:

"The Executive Director shall be empowered to execute projects, contracts and all other funding mechanisms as listed in the following sections, at the funding thresholds listed below, except in the subject matter areas where the Commission has spoken in the form of Policy Directives and Orders. In the subject matter areas where Commissioners have spoken, the Executive Director shall refer to the Policy Directive and/or Order to determine whether the Commission has expressed the clear intent to have that subject matter brought before the Commission in public session or other manner determined to be appropriate in consultation with the Commission President."

Resolution No. 3810 to insert a new Section 3. and to renumber and reorder the Effective Date Section as needed, to read as follows:

SECTION 3. Review and Audit of Policy Directive. The Executive Director shall provide to the Commission a review of the processes and procedures for implementing the Delegation of Responsibility and Authority Policy Directive at one year after the implementation of the new directive. The Internal Audit Department shall review the effectiveness and adherence to the Delegation of Responsibility and Authority Policy Directive and as part of that review, shall interview Commissioners about their understanding and

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functioning of the Delegation of Authority, and shall provide this Audit report to the Commission within four years of the passage of this resolution.

Resolution No. 3810 to insert a new Section 4. and to renumber and reorder the Effective Date Section as needed, to read as follows:

SECTION 4. Periodic Review of Policy Directive. The Commission Chief of Staff, on behalf of the Commission, shall cause a periodic review of the policy directive adopted through this resolution. That review shall be conducted not less than every three years and no later than every fifth year from passage of the last review. This periodic review is intended to ensure the policy is still meeting the needs of the Commission and the Port.

Commission discussion ensued regarding:

- visibility and transparency around subject matters the Commission has given verbal notice of their priorities on;
- the logistical processing of delegated items and the resiliency of that process;
- accountability if process is not followed and checks and balances built into the process;
- using pre-agenda meetings and discussions to determine items of import to the Commission and the community; and
- process and procurement are not done in isolation, from the budget request through implementation, discussion are continuous.

Carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

The main motion, as amended, carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)  
10b.

Adoption of Resolution No. 3811: A Resolution Increasing the Rate of Per Diem Allowance to Port of Seattle Commissioners, as Provided for by Washington State Statute RCW 53.12.060(3).

Request document(s) included an agenda memorandum, resolution, and previously adopted resolution.

Presenter(s):

David Yeaworth, Commission Strategic Advisor

Clerk Hart read Item 10b into the record.

Executive Director Metruck introduced the item and presenters.

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David Yeaworth provided a report. The report addressed introduction of the item in December 2022, and consideration of adoption at this meeting; the current rate and duration of Commission's per diem; aligning per diem with the State Legislature and cycle of increase applicability.

Members of the Commission spoke to future interest of candidates for elective office, promoting access to that office, and pay equity.

The motion, made by Commissioner Felleman, carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

11. PRESENTATIONS AND STAFF REPORTS

11a.

2022 Internal Audit Annual Report.

Presentation document(s) included an agenda memorandum and presentation.

Presenter(s):

Glenn Fernandes, Director, Internal Audit

Commission Clerk Michelle Hart read Item 11a into the record.

Executive Director Metruck introduced the item.

Audit Committee Public Member, Sarah Holmstrom, joined the meeting virtually.

Glenn Fernandes, Internal Audit Director, provided a presentation.

The presentation addressed:

- the purpose and structure of the Internal Audit Department;
- 17 audits completed in 2022;
- 2022 Audit Plan Update;
- six Information Technology audit completed in 2022;
- ongoing efforts to perform Center for Internet Security audits to help assure the Port has a solid foundation of information technology controls, with 5 audits completed in 2022 and over four years - 9 of eighteen audit completed;
- limited contract compliance audits performed in 2022;
- highlighted performance audits to include: ACH Payment Fraud and separately, South King County Community Impact Fund;
- recovery of funds in the ACH Payment Fraud matter and an overview of the fraud that occurred;
- recommendations and management's response to audit of the South King County Community Impact Fund; and
- 2023 Audit strategy.

Members of the Audit Committee recognized Public Member Sarah Holmstrom. Ms. Holmstrom spoke regarding her participation on the Audit Committee in 2022 and audits the committee received and provided feedback on.

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Executive Director Metruck provided management's response regarding findings of the South King County Community Impact Fund audit and spoke to continued changes to improve process for the community and the internal team.

Members of the Commission:

- expressed appreciation to the Audit Committee Members and to Internal Audit staff for their work in 2022;
  - expressed appreciation for decisive action and recovery of funds in addressing the ACH fraud matter; and
  - inquired regarding the status of the fire station.
- 12.

#### QUESTIONS on REFERRAL to COMMITTEE and CLOSING COMMENTS

Commissioner Hasegawa spoke regarding the Lunar New Year holiday and the year of the rabbit. She spoke regarding the deep impact of the mass shooting that took place on Lunar New Year, as well as the shooting that took place the following day. She acknowledged that it is a time to be gentle with ourselves and with the people around us. In light of additional shootings, Commission Hasegawa offered an amendment to previously adopted Agenda Item 8o, the State Legislative Agenda, previously adopted on November 8, 2022, as follows.

To amend the 2023 State Legislative Agenda, under the Priority Agenda Items, page 1 of the document, in the section titled 'Equity and Community Focus' to add a new bullet titled 'Public Safety for travelling public, port employees, and users of port facilities: Support legislation that increases gun control measures and increases public safety at port facilities.'

Commissioner Hasegawa spoke regarding addressing the broader issue of where guns are coming from; stated that the Port confiscated more guns at its gateway last year than ever before; and opined that more stringent measures are needed to address the proliferation of firearms. She spoke to three significant pieces of legislation requested by Governor Inslee that should be tracked by the Port, including: HB 1240, HB 1143, and SB 5078, all of which have companion bills.

No objection to the amendment was noted.

The motion, made by Commissioner Hasegawa, carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

Commissioner Mohamed also moved an amendment to the 2023 State Legislative Agenda, previously adopted at the November 8, 2022, Commission meeting, as follows:

Under the Priority Agenda Items, page 1 of the document, in the section titled 'Equity and Community Focus' to add a new bullet titled: "Support of Quality Jobs: To support quality jobs for Port employees the Port shall support efforts to increase childcare facilities across the state and adjacent to Port facilities."

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Commissioner Mohamed stated the amendment is consistent with proposed HB 1199 - to address the critical need for childcare options throughout Washington State; and is consistent with Commission Hasegawa's requested childcare feasibility study.

No objection to the amendment was noted.

The motion, made by Commissioner Mohamed, carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

The main motion, as amended, carried by the following vote:

In favor: Calkins, Cho, Felleman, Hasegawa, and Mohamed (5)

Opposed: (0)

Commission President Cho recognized former employee, Dawn Hunter, Acting Aviation Chief Operating Officer, for her contributions during her tenure at the Port. Members of the Commission and Executive Director Metruck also thanked Dawn for her work in aviation and the organization. Commission Mohamed, noting her late arrival to the meeting, appreciated Commissioner Felleman's



sponsorship and leadership of the antisemitism Order; spoke regarding the rise in antisemitism in the region and importance of speaking against it; and stated that injustice anywhere is a threat to justice everywhere.

Executive Director Metruck spoke regarding earlier testimony received related to Tub Lake, advising that the Port and the city of SeaTac are aware of the ecological value of Tub Lake and the need to protect it as a valuable resource. He noted there are various studies underway that will inform the discussion and decisions for elected officials, which will be presented by the end of 2023.

13.

#### ADJOURNMENT

There was no further business and the meeting adjourned at 2:02 p.m.

Prepared:

Attest:

Michelle M. Hart, Commission Clerk

Fred Felleman, Commission Secretary

Minutes approved: February 14, 2023

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