

**PORT OF BENTON
SPECIAL COMMISSION MEETING MINUTES
December 17, 2019**

- A. CALL TO ORDER:** The Special Commission Meeting was called to order at 9:30 a.m. at the Port of Benton Commission Meeting Room, 3250 Port of Benton Boulevard, Richland, Washington. Present were Commissioners Jane F. Hagarty, Roy D. Keck and Robert D. Larson. Staff members present included Port Counsel, David Billetdeaux, Executive Director, Diahann Howard, PPM®; Director of Finance, Stuart Dezember, CPA, PPM®; Director of Real Estate, Teresa Hancock; Director of Marketing, Wally Williams and Administrative Assistant, Kelly Thompson.
- B. PLEDGE OF ALLEGIANCE:** Roy Keck led those present in reciting the Pledge of Allegiance.
- C. DISCUSSION ITEMS:** Port Counsel opened the meeting by welcoming everyone and again providing a statement regarding the draft Port Commission Rules of Policy and Procedure. He cited RCW 53.12.245 which states the Port must adopt rules governing the Commission. He then reviewed the entire document, section by section, with Commissioners and staff.

The Commissioners all agreed they approve of the policy up to Section 18. They asked for further explanation regarding indemnification/hold harmless, insurance payments and coverage for Commissioners. Commissioner Jane Hagarty asked Port Counsel if he would delete the last six pages and replace as an appendix to include the RCW's and some examples. She also requested the Port's Personnel Policy have a similar addendum added. Counsel stated he will be revising the personnel Policy in 2020. Commissioner Robert Larson commented that the policy, past Section 18 is very confusing. Commissioner Roy Keck asked about the basis for putting this policy together. Counsel stated it is recommended by the Municipal Research and Services Center (MRSC) and Washington Public Ports Association (WPPA). Commissioner Roy Keck then stated the document presented did not clarify anything for him and that he was still left wondering when the Commissioners are covered by Port Insurance and Counsel.

Port Counsel advised several changes were noted, and revisions will be made available for the Commission to review and/or adopt at the January 8, 2020 Commission Meeting.

Port Counsel stated the regular Commission meeting would be recessed and the Commission and Counsel would convene an Executive Session to discuss potential litigation and personnel issues.

- D. EXECUTIVE SESSION:** The regular Commission Meeting was recessed at 1:17 p.m. and an Executive Session convened pursuant to RCW 42.30.110 (1)(g) and RCW 42.30.110 (1)(i) to discuss personnel issues and potential litigation. The Commission announced the Executive Session would last no longer than forty-five (45) minutes. At 2:02 p.m. the Commission announced the Executive Session would last an additional five (5) minutes. The Executive Session was adjourned at 2:07 p.m. and the regular Commission Meeting was reconvened.
- E. A motion was made by Commissioner Jane Hagarty, seconded by Commissioner Robert Larson and unanimously passed by the Commission approving the employment contract for the Executive Director, with changes approved.**
- F. ADJOURNMENT:** With no further business, the Special Commission Meeting was adjourned at 2:08 p.m.

Roy D. Keck,
Commission Secretary