PORT OF CENTRALIA
Established 1986

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Minutes
Regular Meeting of the
PORT OF CENTRALIA
December 6, 2023
Port of Centralia Administrative Office & Via Teleconference
3:00 PM

Attendees: Commissioners: Kyle Markstrom, Julie Shaffley, and Peter Lahmann
Executive Director: Kyle Heaton
Staff: Amy Graber, Director of Finance & Administration
Counsel: Ray Liaw, Van Ness Feldman
Press: Owen Sexton, The Chronicle
Public: Jennifer West; Gary Odegaard; Jan Banevich; Jeremy Ashbeck; Joyce Hoerling; Diane Kytta; Brian Dow; Paul Crowner; Cynthia Mudge, Centralia-Chehalis Chamber of Commerce
Teleconference: Six unknown callers

1) **Call Meeting to Order/Introductions:** Commissioner Markstrom called the meeting to order at 3:00 p.m.

2) **Approval of Agenda:** Commissioner Shaffley made a motion to approve the amended December 6, 2023, agenda as submitted. Commissioner Lahmann seconded the motion. The motion carried.

3) **Good of the Order/Public Comment:** Commissioner Markstrom opened the meeting to public comment and stated the rules regarding public comment.

   Jan Banevich, of Centralia, outlined a list of requests from her group. Joyce Hoerling, of Centralia, voiced her support for Commissioner Lahmann's request for reimbursement. Diane Kytta, of Centralia, commented that she has not had a response to her complaint regarding the deviation from the Port Master Plan on North Park Drive. Cynthia Mudge, executive director of the Centralia-Chehalis Chamber of Commerce, announced several upcoming Chamber events.

4) **Approval of Minutes:** Commissioner Lahmann made a motion to approve the November 15, 2023, regular meeting and public hearing minutes. Commissioner Shaffley seconded the motion. The motion carried.

5) **Approval of Warrants:** Commissioner Shaffley made a motion to approve warrants 23459 through 23490 with an aggregate amount of $1,093,762.79. Commissioner Lahmann seconded the motion. The motion carried.

   Commissioner Markstrom commented that one of the warrants was the final payment on the last remaining bond.

6) **New Business:**

a) **Executive Director Report:** There was no executive director report given.

b) **I-5 Mellen Street Connector – Stage 1 – Pay Estimate No. 12:** Commissioner Lahmann made a motion to approve Pay Estimate No. 12 with Midway Underground in the amount of $431,747.90 for Stage 1 of the I-5 Mellen Street Connector project. Commissioner Shaffley seconded the motion. The motion carried.

Commissioner Markstrom opened the agenda item for public comment. There was no public comment made.

c) **Resolution No. 2023-07:** Ray Liaw, of Van Ness Feldman, provided the Commissioners with an overview of the proposed Resolution No. 2023-07 and answered the Commissioners' questions.

Commissioner Shaffley made a motion to approve Resolution No. 2023-07 Amending and Restating the Code of Ethics for Port Commissioners and Delegated Staff with the correction of a typographic error. Commissioner Markstrom seconded the motion. Commissioner Lahmann opposed the motion. The motion carried.

Commissioner Markstrom opened the agenda item for public comment. Gary Odegaard, of Centralia, said the public received a copy of Resolution No. 2023-07 at the meeting and it would be better to wait until the next meeting. Jennifer West, of Centralia, did not understand why an attorney was drafting the code of ethics instead of the Commissioners.

d) **Commissioner Lahmann – Personal Legal Reimbursement Request:** Ray Liaw, of Van Ness Feldman, stated that there is no right to reimbursement in the Port's policies, Washington State law, or general common law principles. She added that the Commissioners legally could make a motion to approve the legal reimbursement request under RCW 53.08.208, although it is typically used for proactive permission to use an attorney of the agency's choosing.

Commissioner Shaffley made a motion to not reimburse Commissioner Lahmann's personal legal reimbursement request. Commissioner Markstrom seconded the motion. Commissioner Lahmann abstained. The motion carried.

Commissioner Shaffley stated that she made the motion because Commissioner Lahmann retained an attorney on his own accord and the outcome of the investigation only highlighted the ambiguous areas of the ethics code, leading to the current updating process. Commissioner Markstrom agreed and added that all of the Commissioners and Port staff were asked the same questions, and it was never recommended that any of them retain legal counsel, so he was not going to pass the expense on to the taxpayers. Commissioner Lahmann said that it was fine for the taxpayers to pay $10,265.00 for an attorney to attack him but not to defend him. Commissioner Markstrom replied that Commissioner Lahmann was not attacked by an attorney and that there was a thorough third-party investigation with an outcome everyone is aware of.

Commissioner Markstrom opened the agenda item for public comment. Joyce Hoerling, Jennifer West, Jan Banevich, and Gary Odegaard, all of Centralia, voiced their support for Commissioner Lahmann's request for reimbursement. Paul Crowner, of Centralia, commented that legal representation for Commissioner Lahmann was probably a good idea.

Commissioner Markstrom recognized that the issue was not a lawsuit in a court of law, but merely an ethics investigation involving answering questions that were asked of everyone and if he were innocent, he would not feel the need to hire legal representation. Commissioner Shaffley agreed.

e) **Lease Termination Agreement – 3713 Northpark Drive:** Commissioner Lahmann made a motion to approve the Early Termination of a Commercial Lease Agreement with Linden Comansa for 3713 Northpark Drive. Commissioner Shaffley seconded the motion. The motion carried.

Commissioner Markstrom thanked Linden Comansa for being a good tenant for the Port of Centralia and for being active in the community. Commissioner Markstrom opened the agenda item for public comment. There was no public comment made.

f) **Lease Agreement – 3713 Northpark Drive:** Commissioner Shaffley made a motion to approve the Lease Agreement with Engel Holdings, Inc dba SafwayAtlantic for 3713 Northpark Drive. Commissioner Lahmann seconded the motion. The motion carried.

Commissioner Markstrom opened the agenda item for public comment. There was no public comment made.

g) **Commissioner Reports:** Commissioner Shaffley announced the upcoming Business Week for juniors attending high school in Centralia, Chehalis, and Morton.

Commissioner Lahmann announced the upcoming Lighted Tractor Parade.

Commissioner Markstrom did not have anything to report.

7) **Executive Session:** Commissioner Shaffley made a motion to adjourn to executive session for the performance review of a public employee pursuant to RCW 42.30.110(1)(g) at 3:51 p.m. Commissioner Lahmann seconded the motion. The motion carried. Commissioner Markstrom stated that the meeting would reconvene at 4:05 p.m. with no decisions to be made.

8) **Reconvene:** Commissioner Markstrom reconvened the meeting at 4:05 p.m.

9) **Adjourn:** Commissioner Shaffley made a motion to adjourn the meeting at 4:05 p.m. Commissioner Markstrom seconded the motion. The motion carried.

COMMISSIONER **COMMISSIONER**