PORT OF CENTRALIA
Established 1986

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Minutes
Regular Meeting of the
PORT OF CENTRALIA
December 8, 2022
Port of Centralia Administrative Office & Via Teleconference
3:00 PM

Attendees: Commissioners: Kyle Markstrom and Julie Shaffley
Executive Director: Kyle Heaton
Public: Paul Crowner; Jan Banevich; and Brian Dow
Press: Owen Sexton, The Chronicle
Teleconference: Seven unknown callers
Absent Commissioner Peter Lahmann (Excused)

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 December 8, 2022, agenda as submitted. Commissioner Markstom seconded the motion. The motion carried.

3) **Good of the Order/Public Comment:** Commissioner Markstrom stated that this time during the Port Commission's meetings is for the public to provide their comments. The Port Commission welcomes and encourages their comments and participation. He said that the public is welcome to comment on items on the agenda or items not on the agenda; however, this is not time for the Commission to answer questions. He said that if the public asks a question and would like a follow-up, to please provide contact information and the Port will do its best to follow up at a later date. He said that those attending remotely via teleconference or others who are unable to attend can submit written comments to agraber@portofcentralia.com before 2:00 p.m. the day of the meetings. Those written comments will be attached to the meeting minutes. He added that everyone is lucky to live in a great community where they are all passionate about making the community a great place to live. While everyone might not always agree on how to achieve that, it is important that everyone recognizes that they can all be passionate about their ideas while also respecting each other. He reminded everyone that they have three minutes for their comments and if the time limit is reached, he will ask them to wrap up their comments.

   Paul Crowner, Centralia stated he has two comments. Back in November, there was a classified notice of improvements that the City of Centralia and Lewis County are working together on for Reynolds Road and Harrison Avenue corridor improvements, and it all looks good on paper. He spoke to the managers of that project, and they've been a little bit surprised that the Port has not been actively involved and he would suggest that this might be the time for the Port to step up and get their name in and work with these project managers. Second is, he has been on the Citizens Budget Committee for the county and this past Monday they adopted their budget. Mr. Crowner held up their budget and said he knows we're comparing apples and oranges but it's a very detailed budget and is 34 pages. He said it goes into an awful lot of detail and includes the tax living. He said you can just kind of see what the lines are looking at for individual departments and payroll and projects and just down to paying for the pits and the quarters and the airport and faculty and everything and

he knows people have asked for a more detailed budget from the Port. The Port was three pages. So, he was just maybe thinking the Port could add a few more pages and line items to the budget next time. Commissioner Markstrom thanked him for his comment.

Jan Banevich, of Centralia, wondered why any of the Commissioners would acquire a current Port's Executive Director and enter into a contract with him that states in part, "Termination for good cause is defined and limited in scope. 1) If the employee is convicted of a felony involving moral turpitude or, 2) embezzlement for good cause. Shall no circumstances include an instance of negligence or failure to act, whether due to an error in judgment or otherwise." She said that, in other words, Kyle Heaton can only be fired if he is convicted of rape. Commissioner Markstrom interjected that he was going to stop Jan Banevich's comments. He said that he was not going to let her disparage somebody in the room like that. Jan Banevich said that she was not disparaging anyone. Commissioner Markstrom said that he asks people to be respectful and that it says nothing in Kyle Heaton's contract about rape. He said that for Jan Banevich to say that and say that about somebody while they are sitting in room is completely disrespectful. He said that he was going to stop Jan Banevich and is not going to allow her to comment like that. Jan Banevich asked Commissioner Markstrom if he knew what moral turpitude was. Commissioner Markstrom informed her that she was done.

Brian Dow, Centralia, stated that he was at the Centralia City Council meeting on Tuesday night along with another two commissioners, and the difference in the way they operate and do their public comment and have the time also from three minutes here, five minutes there, which is not too big a deal, because they usually don't go up that far anyway, but they allow time to comment. A couple people didn't turn in, didn't sign in and they allowed him to speak towards the end of the meeting which wasn't a big deal. The mayor said go ahead and they also went through some of what they were going to be doing that day and then they had the public comment, which is what we're trying to ask to get back to here to not be at the very front of the meeting. He stated it just seems like if you watch one of the council meetings, they don't go to it. It just seems like such a more open, inclusive, you know, folks have a chance to speak much more frequently at the meetings than what we have here and those are his thoughts. Commissioner Shaffley stated that was a special meeting of the City of Centralia to receive public comment and they were going to possibly make a decision. Brian Dow responded true but they also conduct regular meetings almost identically as he watches them on TV. Commissioner Shaffley thanked him for his comment.

4) **Approval of Minutes:** Commissioner Shaffley made a motion to approve the November 16, 2022, regular meeting minutes and public hearing minutes. Commissioner Markstrom seconded the motion. The motion carried.

5) **Approval of Warrants:** Commissioner Shaffley made a motion to approve warrants 22791 through 22824 with an aggregate amount of $220,076.13. Commissioner Markstrom seconded the motion. The motion carried.

6) **New Business:**

   a) **Executive Director Report:** Kyle Heaton reported that part of what they will be looking at a little later in the meeting is an easement for Ferguson Schmit off of Northpark Drive. This was believed to have already been achieved through the purchase and sale agreement but to clear it up even further the Port is recording this easement. This easement is for ingress egress, as well as utilities. There was some discussion with City Utilities that Ferguson Schmidt was good enough

to just place the meters out on Northpark Drive so they don't have to enter in to read them and that alleviated a lot of the easement issues, but we'll get to that in a bit. The other issue that we have with Ferguson Schmidt is they have done the full submission for their detailed site plan approval. It was reviewed by the Port's planner and land use council. Both of them have reviewed the submittal that has come in and they have complied with every one of the Port's requests and require no deviations from Port Master Plan.

Commissioner Shaffley made a motion to approve the Ferguson Schmit detailed site plan. Commissioner Markstrom seconded the motion. The motion carried.

Heaton stated the Port continues work on the Yew Street Extension and have encountered a few problems with old wells, septic systems, things that were previously abandoned, supposedly 30 years ago, that are still showing up. Midway is doing a great job and are on track, even with this weather. The Port should have a pay estimate number one at the next Port commission meeting.

He stated Port crews have been winterizing all the irrigation lines and well houses. He congratulated Noel Vasquez as new head coach of Centralia College men's soccer team. He stated Noel will continue to work at the Port and we will work with his schedule.

b) **Resolution No. 2022-07 – Appointing Commissioner Officers for 2023:** Commissioner Shaffley made a motion to appoint Kyle Markstrom as President, Peter Lahmann as Vice President, and Julie Shaffley as Secretary/Treasurer. Commissioner Markstrom seconded the motion. The motion carried.

c) **Resolution No. 2022-08 – Authorizing the Expenditure of Funds:** Kyle Heaton stated that this an annual housekeeping resolution that the Port is required to do. Commissioner Shaffley made a motion to approve Resolution No. 2022-08 Authorizing the Expenditure of Funds. Commissioner Markstrom seconded the motion. The motion carried.

d) **Resolution No. 2022-09 – Modifying Rules Governing the Transaction of Port Commission Business as they Concern Voting on Motions and Resolutions:** Kyle Heaton stated Resolution 2022-09, a resolution of the commission of the Port of Centralia amends Resolution 2015-04 modifying rules governing the transaction and port commission business as a concern voting on motions and resolutions. The crux of the resolution is to clear up something out of Robert's Rules of Order. Typically, if you are to recuse yourself from a vote the rules are that you state why you are recusing, what the nature of your conflict is, and why you're recusing. This Resolution will now include abstentions as well. In the future, you will need to state what is the nature of your conflict and why you won't be voting. Heaton stated that the taxpayers elect you to make votes and make decisions, so in the event you're not making a vote, an explanation to the taxpayers is essentially what this resolution contemplates. Commissioner Markstrom stated that after the last meeting there was some confusion on this and asked staff and counsel to look into it. He appreciates them for getting this taking care of. Commissioner Shaffley commented that she does have questions concerning this. What point in a motion or resolution whatever? Do you declare your abstention? Is it before you make a motion? Can you second the motion? Is it before the vote and at what time should this be done? Ray Liaw, Port Counsel, responded that it depends on the situation. That if it is a conflict-of-interest situation, then that should addressed up front because that might not be appropriate for the Commissioner to be engaging in the discussion itself. She continued that on the other hand when there is no conflict of interest and

someone is choosing to abstain from voting for other reasons, and was being engaged with discussion earlier, then that abstention may not come until there's a call for votes on the table. And if, at that point in time, if somebody is abstaining and it is not because of conflict of interest then it would be appropriate for the President to turn to that Commissioner and ask for the basis for this abstention at that time. Commissioner Shaffley asked if there was list of acceptable reasons for abstention. Ray Liaw replied not as presented in this amendment or it's not as it exists in the Port rules. Currently, the Port rules very narrowly addresses this and there are only two bases for votes, you need to vote either yay or nay, with one exception, listed in the event of a conflict of interest. She further stated that this doesn't specify any other bases for abstention, but the resolution could be updated later to include those. Commissioner Markstrom stated he did look into this a little bit with different cities and ports. They all have different rules and some go as far as saying, if you abstain. then they have to state why, such as a conflict of interest. He continued that if their reason for abstaining is not a conflict of interest it is counted as a nay vote on the motion.

Commissioner Shaffley made a motion to approve Resolution No. 2022-09 - Modifying Rules Governing the Transaction of Port Commission Business as they Concern Voting on Motions and Resolutions. Commissioner Markstrom seconded the motion. The motion carried.

e) **Easement – 3713 Northpark Drive:** Kyle Heaton stated that is an Access and Utility Easement between the Port of Centralia and Senior Management LLC of Ferguson Schmit. This easement is for ingress and egress through the parking lot of 3713 Northpark Drive to serve the lot they are on. He stated that their site plan contemplated this easement and that plan was approved by the Port and the City Engineer. This is just a matter of getting a recorded easement to reflect the way the City Engineer would like it to be.

Commissioner Shaffley made a motion to approve the Easement between the Port of Centralia and Senior Management Group LLC. Commissioner Markstrom seconded the motion. The motion carried.

f) **Committee Reports:** Commissioner Shaffley introduced Cynthia Mudge from the Chamber to speak on any Chamber updated. Cynthia Mudge was happy to report that their Rob Fuller Scholarship is now its own 501c3. She stated that there are other events going on right now such as the tractor parade, elf on the shelf, and Santa appearances. Commissioner Shaffley thanked her for all she does at the Chamber.

Commissioner Markstrom did not have anything new to report

7) **Adjourn:** Commissioner Shaffley made a motion to adjourn the meeting at 3:22 p.m. Commissioner Markstrom seconded the motion. The motion carried.

COMMISSIONER **COMMISSIONER**