



VENTURA PORT DISTRICT BOARD OF PORT COMMISSIONERS

Chris Stephens, Chairman
Brian Brennan, Vice Chairman
Jackie Gardina, Secretary
Everard Ashworth, Commissioner
Michael Blumenberg, Commissioner

Brian Pendleton, General Manager
Todd Mitchell, Business Operations Manager
Timothy Gosney, Legal Counsel
Andy Turner, Legal Counsel
Jessica Rauch, Clerk of the Board

PORT COMMISSION AGENDA REGULAR MEETING OCTOBER 2, 2019 VENTURA PORT DISTRICT OFFICE 1603 ANCHORS WAY DRIVE VENTURA, CA 93001

CALL TO ORDER: *By Chairman Chris Stephens.*

ROLL CALL: *By the Clerk of the Board.*

PUBLIC COMMUNICATIONS (3 minutes)

The Public Communications period is set aside to allow public testimony on items on the Closed Session Agenda. Each person may address the Commission for up to three minutes or at the discretion of the Chair.

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|--------------------------------|
| CLOSED SESSION – 5:35PM |
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CLOSED SESSION AGENDA (1 hour 25 minutes)

See Attachment to Agenda-Closed Session Conference with Legal Counsel.

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|---|
| RECONVENE IN OPEN SESSION – 7:00PM |
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CALL TO ORDER: *By Chairman Chris Stephens.*

PLEDGE OF ALLEGIANCE: *By Chairman Chris Stephens.*

ROLL CALL: *By the Clerk of the Board.*

ADOPTION OF AGENDA (3 minutes)

Consider and approve, by majority vote, minor revisions to agenda items and/or attachments and any item added to or removed/continued from the Port Commission's agenda. Administrative Reports relating to this agenda and materials related to an item on this agenda submitted after distribution of the agenda packet

are available for public review at the Port District's office located at 1603 Anchors Way Drive, Ventura, CA during business hours as well as on the District's website - www.venturaharbor.com. Each item on the agenda shall be deemed to include action by an appropriate motion, resolution or ordinance to take action on any item.

APPROVAL OF MINUTES (3 minutes)

The Minutes of the September 4, 2019 Regular Meeting will be considered for approval.

PUBLIC COMMUNICATIONS (3 minutes)

The Public Communications period is set aside to allow public testimony on items not on today's agenda. Each person may address the Commission for up to three minutes or at the discretion of the Chair.

CLOSED SESSION REPORT (3 minutes)

Closed Sessions are not open to the public pursuant to the Brown Act. Any reportable actions taken by the Commission during Closed Session will be announced at this time.

BOARD COMMUNICATIONS (5 minutes)

Port Commissioners may present brief reports on port issues, such as seminars, meetings and literature that would be of interest to the public and/or Commission, as a whole. Port Commissioner may provide a brief summary and disclose any discussions with any Port District Tenants related to Port District business.

STAFF COMMUNICATIONS (5 minutes)

Ventura Port District Staff will update the Commission on important topics if needed.

LEGAL COUNSEL REPORT (5 minutes)

Legal Counsel will report on progress of District assignments and any legislative or judicial matters.

CONSENT AGENDA: (5 minutes)

Matters appearing on the Consent Calendar are expected to be non-controversial and will be acted upon by the Board at one time, without discussion, unless a member of the Board or the public requests an opportunity to address any given item. Approval by the Board of Consent Items means that the recommendation is approved along with the terms set forth in the applicable staff reports.

A) Approval of Out of Town Travel Requests

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve the out of town travel requests for the following employees:

- A) Business Operations Manager, Todd Mitchell to attend the CMANC Fall Meeting in San Rafael, CA; and,
- B) Dredging Consultant, Richard Parsons to attend the CMANC Fall Meeting in San Rafael, CA.

STANDARD AGENDA:

1) Adoption of Resolution No. 3379 Eliminating a Slip Rate Increase Policy for Ventura Harbor Marinas

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3379 rescinding Resolution No. 3038 eliminating a slip rate increase policy, thereby allowing the marina master leases to govern the process for slip rate adjustments.

REQUEST FOR FUTURE AGENDA ITEMS

ADJOURNMENT

*This agenda was posted on Friday, September 27, 2019 by 5:00 p.m. at the Port District Office
and online at www.venturaharbor.com - Port District Business - Meetings and Agendas.*

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*In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact
the Ventura Port District at (805) 642-8538. Notification 48 hours before the meeting will enable the District to make reasonable
arrangements to ensure accessibility. (28 CFR 35.102.35.104 ADA Title II)*

**ATTACHMENT TO PORT COMMISSION AGENDA
CLOSED SESSION CONFERENCE WITH LEGAL COUNSEL**

WEDNESDAY, OCTOBER 2, 2019

1. Conference with Real Property Negotiators - Per Government Code Section 54956.8:

- a) Property: **Federal Authorized Sea Bottom**
Negotiating Parties: Brian Pendleton, Todd Mitchell, Andy Turner, Timothy Gosney
Army Corps of Engineers
Under Negotiation: **Sea Bottom Aquaculture Master Permit** (Verbal Report)
- b) Property: **1575 Spinnaker Drive #105B**
Negotiating Parties: Brian Pendleton, Todd Mitchell, Andy Turner, Timothy Gosney
Just 4 Dreamers, Inc.
Under Negotiation: **New Retail Lease Agreement**
- c) Property: **1575 Spinnaker Drive #105A/B**
Negotiating Parties: Brian Pendleton, Todd Mitchell, Andy Turner, Timothy Gosney
Daniela Keyes
Michael Kessler and Yehuda Kessler dba Conscious Café
Sean and Felicia Mason dba LO>E Social Café
Under Negotiation: **New Restaurant Lease Agreement**

2. Conference with Legal Counsel - Potential Litigation per Government Code Section 54956.9(d)(2) and (4): Two (2) Cases. (Verbal Report)



VENTURA
PORT DISTRICT
Established 1952

BOARD OF PORT COMMISSIONERS

OCTOBER 2, 2019

APPROVAL OF MINUTES

SEPTEMBER 4, 2019

VENTURA PORT DISTRICT

BOARD OF PORT COMMISSIONERS MINUTES OF SEPTEMBER 4, 2019



CLOSED SESSION

CALL TO ORDER:

The Ventura Board of Port Commissioners Regular Closed Session Meeting was called to order by Chairman Chris Stephens at 5:31PM at the Ventura Port District Administration Office, 1603 Anchors Way Drive, Ventura, CA 93001.

ROLL CALL:

Commissioners Present:

Chris Stephens, Chairman
Brian Brennan, Vice Chairman (5:35PM)
Jackie Gardina, Secretary
Everard Ashworth
Michael Blumenberg

Commissioners Absent:

None

Port District Staff:

Brian Pendleton, General Manager
Jessica Rauch, Clerk of the Board

Legal Counsel:

Andy Turner

PUBLIC COMMUNICATIONS: None.

CONVENED TO CLOSED SESSION AT 5:32PM.

ADJOURNMENT: Closed Session was adjourned at 7:14pm.

OPEN SESSION

ADMINISTRATIVE AGENDA:

CALL TO ORDER:

The Ventura Board of Port Commissioners Regular Open Session Meeting was called to order by Chairman Chris Stephens at 7:22PM at the Ventura Port District Administration Office, 1603 Anchors Way Drive, Ventura, CA 93001.

PLEDGE OF ALLEGIANCE: By Mr. Pendleton.

ROLL CALL:

Commissioners Present:

Chris Stephens, Chairman
Brian Brennan, Vice Chairman
Jackie Gardina, Secretary
Everard Ashworth
Michael Blumenberg

Commissioners Absent:

None

Port District Staff:

Brian Pendleton, General Manager
Gloria Adkins, Accounting Manager
Joe Gonzalez, Facilities Manager
Dave Werneburg, Marina Manager
Jennifer Talt-Lundin, Marketing Manager
Jessica Rauch, Clerk of the Board

Legal Counsel:

Andy Turner

A moment of silence for the victims and their families of the Conception dive boat accident.

ADOPTION OF AGENDA

ACTION: Commissioner Brennan moved, seconded by Commissioner Ashworth and carried by a vote of 5-0 to adopt the September 4, 2019 agenda with Consent Items B and D removed.

APPROVAL OF MINUTES

The Minutes of the July 17, 2019 Regular Meeting were considered as follows:

ACTION: Commissioner Brennan moved, seconded by Commissioner Gardina and carried by a vote of 5-0 to approve the July 17, 2019 Regular Meeting Minutes.

PUBLIC COMMUNICATIONS: Sam Sadove, owner of the Ventura Harbor Marina and Yacht Yard, reported on the involvement of Vessel Assist owner Paul Amaral in the Conception dive boat accident and how it has affected him. Mr. Sadove recommended the District consider recognizing him for his efforts. Vikki Brock spoke on four topics: 1) She handed out a voluntary pledge for the Commission and General Manager to sign stating that they will not get involved in the shellfish business. 2) She has not seen an updated occupancy report for the village in some time. 3) She asked what the General Manager will do if the Governor signs California Assembly Bill 5. 4) She is still concerned about multiple people attending the same conference and believes needs to be fiscally responsible when it comes to out of town travel requests.

CLOSED SESSION REPORT: Mr. Turner stated that the Board met in closed session; discussed and reviewed all items on the agenda. Staff was given instructions on how to proceed as appropriate and there was no action taken that is reportable under The Brown Act.

BOARD COMMUNICATIONS: Commissioner Ashworth reported that he spoke with some investors about funding opportunities for fisherman. Commissioner Brennan reported that he spent some time at the Village over the weekend, which was busy and had good turn over in the parking lots.

STAFF COMMUNICATIONS: Mr. Pendleton gave an update on the Port's involvement with the dive boat incident. He also gave an update on dry storage and the goal setting workshop. Mr. Pendleton also introduced new Business Operations Manager, Todd Mitchell.

LEGAL COUNSEL REPORT: Mr. Turner reported that the Ventura Harbor Boatyard Assignment of Lease is still in the works and they are looking to close in early October.

CONSENT AGENDA:

Public Comment: Rochelle Cooper, Just 4 Dreamers, Inc., introduced herself and her husband and announced that the business had a great Labor Day weekend.

A) Approval of Out of Town Travel Requests

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve the out of town travel requests for the following employees:

- A) Harbormaster, John Higgins to attend the Harbormasters Association Conference in Sacramento, CA;
- B) Electrician, John Collins to attend the annual California Building Officials Education Week in Ontario, CA; and,
- C) Marketing Manager, Jennifer Talt-Lundin to attend the Cal Travel Tourism Summit in Los Angeles, CA.

ACTION: Commissioner Brennan moved, seconded by Commissioner Ashworth and carried by a vote of 5-0 to approve the out of town travel requests for Harbormaster, John Higgins to attend the Harbormasters Association Conference in Sacramento, CA; Electrician, John Collins to attend the annual California Building Officials Education Week in Ontario, CA; and Marketing Manager, Jennifer Talt-Lundin to attend the Cal Travel Tourism Summit in Los Angeles, CA.

B) Approval of a New Lease Agreement for Just 4 Dreamers, Inc.

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve a new Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Just 4 Dreamers, Inc. for a three-year lease with three-year option.

ACTION: This item was removed from the agenda.

C) Approval of First Assignment to Michael and Janette Quinn and Second Assignment to American Pacific Mortgage

Recommended Action: Voice Vote.

That the Board of Port Commissioners:

- a) Approve the First Assignment and Assumption of Lease and Consent of Landlord Agreement between Sierra Pacific Mortgage, Michael and Janette Quinn, and the Ventura Port District for the lease of the premises located at 1583 Spinnaker Drive #213/#214, effective August 31, 2019; and

- b) Approve the Second Assignment and Assumption of Lease and Consent of Landlord Agreement between American Pacific Mortgage, Michael and Janette Quinn, and the Ventura Port District for the lease of the premises located at 1583 Spinnaker Drive #213/#214, effective September 1, 2019.

ACTION: Commissioner Brennan moved, seconded by Commissioner Ashworth and carried by a vote of 5-0 to approve the First Assignment and Assumption of Lease and Consent of Landlord Agreement between Sierra Pacific Mortgage, Michael and Janette Quinn, and the Ventura Port District for the lease of the premises located at 1583 Spinnaker Drive #213/#214, effective August 31, 2019; and approve the Second Assignment and Assumption of Lease and Consent of Landlord Agreement between American Pacific Mortgage, Michael and Janette Quinn, and the Ventura Port District for the lease of the premises located at 1583 Spinnaker Drive #213/#214, effective September 1, 2019.

D) Consideration of Claim by Ventura Harbor Marine Associates, LLC. And Samuel Sadove

Recommended Action: Voice Vote.

That the Board of Port Commissioners reject a claim filed against the Ventura Port District on July 24, 2019 by Ventura Harbor Marine Associates, LLC. and Samuel Sadove and authorize the General Manager to execute and mail a Notice of Rejection.

ACTION: This item was removed from the agenda.

STANDARD AGENDA:

1) Approval of Financial Statements and Checks for January through March 2019

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3377 to:

- a) Accept the following financial statements for the Quarter ended March 31, 2019; and
- b) Review the payroll and regular checks for January through March 2019.

Public Comment: Vikki Brock commented that the District is currently in the third month of the third quarter of 2019 and why aren't the second quarter financials not being presented at this meeting.

ACTION: Commissioner Brennan moved, seconded by Commissioner Gardina and carried by a vote of 5-0 to adopt Resolution No. 3377 accepting the financial statements for the Quarter ended March 31, 2019 and review the payroll and regular checks for January through March 2019.

2) Appointment of New Audit Liaison

Recommended Action: Voice Vote.

That the Board of Port Commissioners appoint an audit liaison to work with staff and White Nelson Diehl Evans LLP throughout the fiscal year 2018-2019 financial audit process.

ACTION: Commissioner Ashworth moved, seconded by Commissioner Gardina and carried by a vote of 5-0 to appoint Commissioner Blumenberg as the audit liaison for the fiscal year 2018-2019 financial audit process.

3) Ventura Harbor Village Painting Project Contract Award

Recommended Action: Voice Vote.

That the Board of Ports commissioners:

- a) Approve a Budget increase of \$450,000; and
- b) Award the Ventura Harbor Village Painting Project Contract to Garland/DBS, Inc. in the amount of \$1,197,977.

Public Comment: Vikki Brock asked District Counsel to confirm that the guarantee specified in the staff report is covered by a performance bond and if not, how will the District protect itself in the event of default.

ACTION: Commissioner Brennan moved, seconded by Commissioner Gardina and carried by a vote of 5-0 to approve a Budget increase of \$450,000; and award the Ventura Harbor Village Painting Project Contract to Garland/DBS, Inc. in the amount of \$1,197,977.

4) Approval of Notice of Completion for the Ventura Harbor Village ADA Compliant Restroom Remodel/Trash Enclosure Improvements

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3378:

- a) Accepting the work of Pueblo Construction Inc. for the Ventura Harbor Village ADA Compliant Restroom Remodel/Trash Enclosure Improvements Project; and
- b) Authorize staff to prepare and record a Notice of Completion with the Ventura County Recorder.

ACTION: Commissioner Blumenberg moved, seconded by Commissioner Brennan and carried by a vote of 5-0 to adopt Resolution No. 3378 accepting the work of Pueblo Construction Inc. for the Ventura Harbor Village ADA Compliant Restroom Remodel/Trash Enclosure Improvements Project and authorize staff to prepare and record a Notice of Completion with the Ventura County Recorder.

5) Slip Rate Increase Review

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3379 establishing a permanent policy for reviewing proposed slip rate increases for all marinas within Ventura Harbor Village.

Public Comment: Vikki Brock who is a liveaboard at Ventura West Marina, commented that tenants receive rent increase notices in a timely manner via several modes, including email and newsletter. She requests that the General Manager and Commission focus on business of leasing unleased spaces, developing the harbor, and remedying tenant litigation instead of micromanaging the Marinas and how they run their businesses. Sam Sadove, owner of the Ventura Harbor Marina and Yacht Yard, recommended staff look at all Master Leases because the language stated in the Master Lease conflicts with the language in the proposed resolution. Chuck Ormson, Manager for the two Ventura West Marinas, gives the District a courtesy notice whenever slip fees will be increased. He does not understand why the Marina's are being singled out and couldn't reconcile this policy with the Master Leases.

ACTION: Commissioner Gardina moved, seconded by Commissioner Ashworth and carried by a vote of 5-0 to suspend Resolution No. 3038 until October 16th, where staff will return with a new recommendation.

REQUEST FOR FUTURE AGENDA ITEMS: Chairman Stephens reminded the public of the Goal Setting Workshop set for Saturday, September 14th from 1-5PM at the Marriott. He also cancelled the meeting of September 18, 2019.

ADJOURNMENT: The meeting was adjourned at 8:50PM in memory of the Conception dive boat victims.

Jackie Gardina, Secretary



BOARD OF PORT COMMISSIONERS

OCTOBER 2, 2019

CONSENT AGENDA ITEM A

APPROVAL OF OUT OF
TOWN TRAVEL REQUESTS

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

CONSENT AGENDA ITEM A
Meeting Date: October 2, 2019

TO: Board of Port Commissioners
FROM: Brian Pendleton, General Manager
SUBJECT: Approval of Out of Town Travel Request

RECOMMENDATION:

That the Board of Port Commissioners approve the following out of town travel requests for:

- A) Business Operations Manager, Todd Mitchell to travel to San Rafael, California to participate in the CMANC Fall meeting on October 9 - 11, 2019. The benefit to the District for this travel is to meet with representatives of other California Ports and Harbors and participate in discussions with the U.S. Army Corps of Engineers about the refining of navigation goals for California and develop the implementation strategy for those goals. Estimated cost for the travel is as follows:

| | |
|---------------|-------------------|
| Registration | \$445.00 |
| Airfare | \$350.00 |
| Lodging | \$514.24 |
| Meals | \$285.00 |
| Mileage | \$100.00 |
| Miscellaneous | \$200.00 |
| TOTAL | \$1,894.24 |

- B) Consultant, Richard Parsons to travel to San Rafael, California to participate in the CMANC Fall meeting on October 9 - 11, 2019. The benefit to the District for this travel is to meet with representatives of other California Ports and Harbors and participate in discussions with the U.S. Army Corps of Engineers about the refining of navigation goals for California and develop the implementation strategy for those goals. Estimated cost for the travel is as follows:

| | |
|---------------|-------------------|
| Registration | \$445.00 |
| Airfare | \$350.00 |
| Lodging | \$514.24 |
| Meals | \$285.00 |
| Mileage | \$100.00 |
| Miscellaneous | \$200.00 |
| TOTAL | \$1,894.24 |



BOARD OF PORT COMMISSIONERS

OCTOBER 2, 2019

STANDARD AGENDA ITEM 1

ADOPTION OF RESOLUTION NO.
3379 ELIMINATING A SLIP RATE
INCREASE POLICY FOR VENTURA
HARBOR MARINAS

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

STANDARD AGENDA ITEM 1
Meeting Date: October 2, 2019

TO: Board of Port Commissioners
FROM: Andrew D. Turner, Legal Counsel
SUBJECT: Adoption of Resolution No. 3379 Eliminating a Slip Rate Increase Policy for Ventura Harbor Marinas

RECOMMENDATION:

That the Board of Port Commissioners adopt Resolution No. 3379 rescinding Resolution No. 3038 eliminating a slip rate increase policy, thereby allowing the marina master leases to govern the process for slip rate adjustments.

SUMMARY:

At the September 4th meeting, the Board suspended Resolution No. 3038 and asked staff to return with a recommendation eliminating the need for the District to review slip rate increases for Ventura Harbor Marinas.

BACKGROUND:

The District has long had a policy regarding how slip rents are set. The chronology is as follows:

Resolution No. 2194, adopted January 16, 1985, established a procedure by which slip rate increases are reviewed by the District.

Resolution No. 2194 was amended and restated as the "Ventura Port District Slip Rate Review Policy" by Resolution No. 3038, adopted July 27, 2005. The Policy required that a public hearing be held when a slip operator intends to raise rates. Notification and posting was required, and the General Manager would present findings as to the fairness and reasonableness of the proposed rate increases for the Board's consideration.

This process proved burdensome, and the public hearing process involved public comments that went beyond the scope of the proposed rate increase presented to the Board. A concern arose as to whether this procedure had the effect of keeping rates below market. A survey found that Ventura Harbor was the only port in California that had such a policy. Channel Islands Harbor and Marina del Rey had recently abandoned similar requirements because they felt the cumbersome nature of the process did in fact keep slip fees below market.

On February 27, 2008, the Board considered Resolution No. 3097, which would suspend Resolution No. 3038 for two years and adopt an interim policy to take its place. After consideration of the issues, the Board adopted Resolution No. 3097, suspending Resolution No. 3038 until December 31, 2009, and providing as follows:

All marina operators shall have authority to increase slip rate fees in accordance with the following criteria:

1. The slip operator shall provide 45 days advance notice of the increase;
2. The proposed rates are within the range of the regional market;
3. The occupancy rate is not more than 10% below the Ventura County median; and
4. There have been no increases in the 12 months prior to the new rates taking effect.

Finally, Resolution No. 3097 provided that if the above criteria are not met, then the Resolution No. 3038 procedures would apply.

Since the adoption of Resolution No. 3097, and despite the fact that it expired on December 31, 2009, District management has continued to use the process set forth in Resolution No. 3097 for reviewing proposed slip rate increases. The simpler procedure worked well, and management never had to resort to the hearing procedure provided for in Resolution No. 3038. Looking back, it is apparent that prior management misunderstood the effect of the “sunset” provision in Resolution No. 3097, instead believing that the Board would have to take action to reinstate Resolution No. 3038.

It was brought to the Board’s attention at the last meeting that the marina master leases included provisions governing the procedure for implementing slip rate adjustments, which were often in conflict with Resolution No. 3038. It was also pointed out that the procedures set forth in the master leases worked equally well. Staff was directed to review the matter and return to the Board with a recommendation.

Upon further review, it appears that the best course of action is to allow the master leases to govern the process.

FISCAL IMPACT:

None.

ATTACHMENT:

Attachment 1 – Resolution No. 3379

Attachment 2 – Resolution No. 2194

Attachment 3 – Resolution No. 3038

Attachment 4 – Resolution No. 3097



RESOLUTION NO. 3379

**RESOLUTION OF THE BOARD OF PORT COMMISSIONERS OF THE
VENTURA PORT DISTRICT ELIMINATING A SLIP RATE INCREASE POLICY
FOR VENTURA HARBOR MARINAS**

WHEREAS, marina master leases include provisions establishing a procedure for review of proposed slip rate increases by the Ventura port District ("District"); and

WHEREAS, the District has adopted in the past resolutions establishing a procedure by which slip rate increases are reviewed by the District, which policy is in some instances inconsistent with the marina master leases; and

WHEREAS, Resolution No. 3038, adopted on July 27, 2005, and which established a procedure for review of slip rate increases by the District, was suspended by the District on September 4, 2019, pending further review of the policy; and

WHEREAS, the Board of Port Commissioners has determined that Resolution No. 3038 should be rescinded such that the applicable marina master lease shall govern the slip rate increase procedure.

NOW, THEREFORE, BE IT RESOLVED that Resolution No. 3038 is hereby rescinded;

BE IT FURTHER RESOLVED that all slip rate adjustments shall be governed by the applicable marina master lease.

FURTHER RESOLVED that the General Manager and staff are hereby authorized and directed to take such steps and actions as may be necessary to fully implement this resolution.

ATTACHMENT 1

PASSED, APPROVED, AND ADOPTED at a Regular Meeting of the Board of Port Commissioners of the Ventura Port District held on October 2, 2019, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

Attest:

Chris Stephens, Chairman

Jackie Gardina, Secretary

(Seal)

ATTACHMENT 2



RESOLUTION NO. 2194

A RESOLUTION OF THE BOARD OF PORT COMMISSIONERS
OF THE VENTURA PORT DISTRICT ESTABLISHING THE PROCEDURE
FOR REVIEWING THE PRICES, RATES AND CHARGES
PROPOSED TO BE IMPOSED BY ANY LESSEE IN VENTURA HARBOR.

WHEREAS, all harbor leases contain language reserving to the District, acting by and through the general manager, the right to review and initially determine whether prices charged for goods and services are fair and reasonable; and

WHEREAS, questions have arisen concerning the propriety of the delegation of such authority to the general manager.

NOW, THEREFORE, BE IT RESOLVED that the general manager shall adhere to the following procedure prior to his final approval or disapproval of the prices, rates and charges proposed to be imposed by any lessee in Ventura Harbor:

1. Upon receipt by the Port District of proposed prices, rates and charges to be imposed by a lessee, the general manager shall give notice of said proposal by providing for placement of a legal advertisement in a local newspaper of general circulation, and by providing for the posting of the leasehold facilities effected by the proposal;
2. After completion of his investigation of the prices, rates and charges proposed to be imposed by any lessee in Ventura Harbor, and prior to his final approval or disapproval pursuant to the terms and provisions of the particular lease involved, the general manager shall report to the Board of Port Commissioners concerning his preliminary determination as to the fairness and reasonableness of said prices, rates and charges. Said report shall be presented at a meeting of the Board of Port Commissioners scheduled to occur a minimum of twenty (20) days after the giving of the notice specified in paragraph "1" above.

PASSED and ADOPTED this 16th day of January, 1985

A handwritten signature in blue ink, appearing to read 'R. J. Smith', is written over a horizontal line.

CHAIRMAN

ATTEST:

A handwritten signature in blue ink, appearing to read 'L. L. Latta', is written over a horizontal line.

SECRETARY

(SEAL)

ATTACHMENT 2

STATE OF CALIFORNIA)
COUNTY OF VENTURA(ss.
CITY OF SAN BUENAVENTURA)

I, LAWRENCE L. MATHENEY, Secretary of the Ventura Port District, a public corporation, do hereby certify that the above and foregoing Resolution was duly passed and adopted by the Board of Port Commissioners of said District at a regular meeting thereof held on the 16th day of January, 1985, by the following vote, to wit:

AYES: Commissioners Matheney, Crew, and Chairman Smith

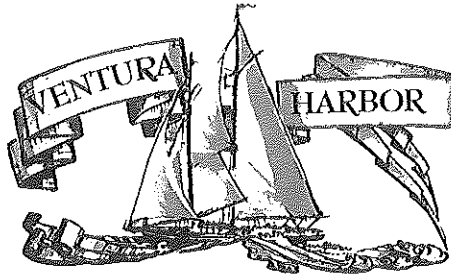
NOES: None

ABSENT: Commissioners Hammer and Osborn

IN WITNESS WHEREOF I have hereunto set my hand and affixed the official seal of said District this 16th day of January, 1985.



SECRETARY



RESOLUTION NO. 3038

**RESOLUTION OF THE BOARD OF PORT COMMISSIONERS
OF THE VENTURA PORT DISTRICT ESTABLISHING
PROCEDURES FOR REVIEWING THE SLIP RATES AND CHARGES PROPOSED BY
VENTURA HARBOR SLIP OPERATORS**

WHEREAS, certain harbor leases contain language reserving to the District, acting by and through the General Manager, the right to review and determine whether prices charged for goods and services are fair and reasonable; and

WHEREAS, the Board of Port Commissioners has determined that Resolution No. 2194 which previously established procedures for approving or disapproving proposed prices, rates or changes should be rescinded and a new policy implemented.

NOW, THEREFORE, BE IT RESOLVED, Resolution No. 2194 is hereby rescinded; and


FURTHER RESOLVED that the General Manager shall adhere to the following procedures prior to final approval or disapproval of proposed slip rates and charges proposed to be imposed by Ventura Harbor Slip Operators that pay percentage rent to the District:

1. Upon receipt by the Ventura Port District of any changes regarding the slip rates and charges proposed by a Slip Operator, the General Manager shall post a Notice of a Public Hearing regarding said rate increase a minimum of 20-days prior to the hearing, at the affected leasehold facilities. The Public Notice will include the new proposed rates and charges, and reflect the date, time and location of the Public Hearing.
2. After completion of an investigation of the proposed slip rates and charges proposed to be imposed by a Slip Operator, the General Manager shall be present a report of his findings as to the fairness and reasonableness of said slip rates and charges, prior to final approval or disapproval by the Board of Port Commissioners.

Passed and Adopted this 27th day of July, 2005


Chairman

Attest:


Secretary
(Seal)

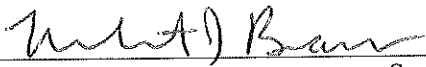


STATE OF CALIFORNIA)
COUNTY OF VENTURA (ss.
CITY OF SAN BUENAVENTURA)

I, Robert Bravo, Secretary of the Ventura Port District, a public corporation, do hereby certify that the above and foregoing Resolution was duly passed and adopted by the Board of Port Commissioners of said District at a regular meeting thereof held on the 27th day of July 2005, by the following vote:

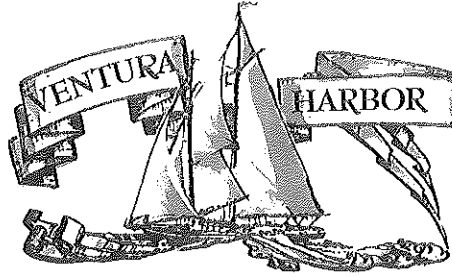
AYES: Commissioners Clark, Bravo, Turner, Deitch and Chairman McCombs
ABSENT: None
NOES: None

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of said District this 27th day of July 2005.



Secretary

(Seal)



RESOLUTION NO. 3097

**RESOLUTION OF THE BOARD OF PORT COMMISSIONERS
OF THE VENTURA PORT DISTRICT SUSPENDING THE SLIP RATE
REVIEW POLICY UNDER RESOLUTION NO. 3038 FOR A PERIOD OF TWO
YEARS AND TEMPORARILY ADOPTING NEW CRITERIA TO GOVERN
SLIP RATE INCREASES**

WHEREAS, harbor leases contain language reserving to the District, acting by and through the General Manager, the right to review and determine whether prices charged for goods and services in the harbor are fair and reasonable;

WHEREAS, Ventura Port District adopted Resolution No. 2194 on January 16, 1985 to establish a procedure by which slip rate increases are reviewed by the District;

WHEREAS, Resolution No. 2194 was amended and restated as Resolution No. 3038 on July 27, 2005;

WHEREAS, the policy for reviewing slip rate increases under Resolution No. 3038 has proved to be burdensome on both District staff and marina operators; and

WHEREAS, the Board of Port Commissioners has determined that Resolution No. 3038 should be suspended for an evaluation period of two years and a new interim policy implemented which would allow marina operators to increase slip rates provided they meet certain specified criteria;

NOW, THEREFORE, BE IT RESOLVED that, except as herein below specified, Resolution No. 3038 is suspended through December 31, 2009;

BE IT FURTHER RESOLVED that until December 31, 2009, or until further action by the Board of Port Commissioners, whichever is first to occur, all marina operators shall have authority to increase slip rate fees in their marina provided the new fees adhere to the following criteria:

1. The slip operator shall advise the District in writing of its intention to increase slip rates at least 45 days in advance of the actual implementation of the slip rate increase;
2. The proposed slip rates shall be within the range of "the Southern California marina market" as determined by the General Manager or designee;
3. The occupancy level of the marina shall be not more than 10% below the median occupancy level of all recreational boat marinas in Ventura County; and



ATTACHMENT 4

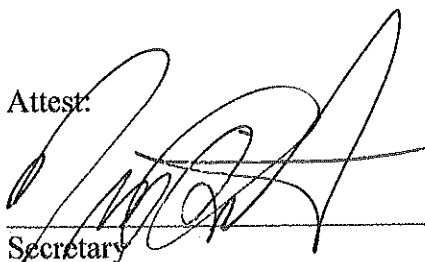
4. The slip operators shall not have raised the slip and/or liveaboard fees within twelve months immediately preceding the effective date of the proposed increase.

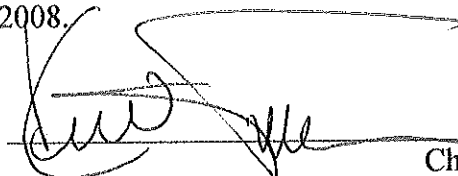
FURTHER RESOLVED that any proposed slip rate increase that does not meet the above criteria will be processed pursuant to the requirements of Resolution No. 3038;

FURTHER RESOLVED that the General Manager and staff are hereby authorized and directed to take such steps and actions as may be necessary to fully implement this resolution and to periodically report back to the Board of Port Commissioners as to its implementation.

Passed and Adopted this 27th day of February, 2008.

Attest:


Secretary


Chairman

(Seal)

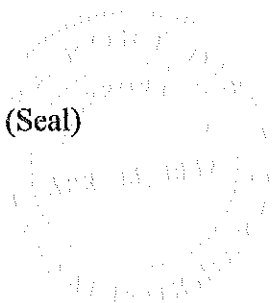
STATE OF CALIFORNIA)
COUNTY OF VENTURA) ss.
CITY OF SAN BUENAVENTURA)

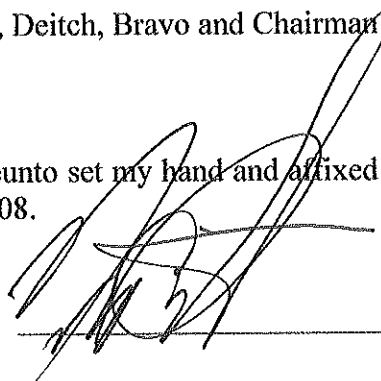
I, Nicholas Deitch, Secretary of the Ventura Port District, a public corporation, do hereby certify that the above Resolution No. 3097 was duly passed and adopted by the Board of Port Commissioners of said District at a regular meeting thereof held on the 27th day of February, 2008, by the following vote:

AYES: Commissioners Clark, McCombs, Deitch, Bravo and Chairman Turner
ABSENT: None
NOES: None

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of said District this 27th day of February, 2008.

(Seal)




Secretary