



Minutes of Workshop Meeting of the Ventura Port District Board of Port Commissioners Held April 13, 2016

The Workshop Meeting of the Ventura Board of Port Commissioners was called to order by Chairman Jim Friedman at 12:10PM at the Ventura Port District Office located 1603 Anchors Way Drive, Ventura, CA 93001.

Commissioners Present:

Jim Friedman, Chair
Everard Ashworth, Vice Chair
Gregory L. Carson
Bruce E. Smith
Nikos Valance

Commissioners Absent:

None

Port District Staff:

Oscar Peña, General Manager
Brian Pendleton, Business Operations Manager
Jennifer Talt-Lundin, Marketing Manager
Robin Baer, Property Manager
Joe Gonzalez, Facilities Manager
Frank Locklear, Marina Manager
Richard Parsons, Consultant
Jessica Rauch, Clerk of the Board

Legal Counsel:

Timothy Gosney

AGENDA

CALL TO ORDER: By Chairman Friedman at 12:02PM.

PLEDGE OF ALLEGIANCE: By Vice-Chairman Ashworth.

ROLL CALL: All Commissioners were present.

ADOPTION OF AGENDA

ACTION: Commissioner Carson moved, seconded by Commissioner Smith and carried by a vote of 5-0 to adopt the April 13, 2016 agenda, with a change as it relates to Closed Session. Item 2 states one case; there is a second matter and it was not discussed in the initial Closed Session. Staff and legal counsel requested the addition of a second item to the Closed Session Attachment and suggested that the Board reconvene after completion of public session, but prior to the adjournment, to discuss that additional litigation matter.

APPROVAL OF MINUTES

The Minutes of March 23, 2016 regular meeting were considered as follows:

ACTION: Commissioner Ashworth moved, seconded by Commissioner Smith and carried by a vote of 5-0 to approve the minutes of the March 23, 2016 regular meeting.

PUBLIC COMMUNICATIONS: Sam Sadove asked what was going on with Pirate Days.

CLOSED SESSION REPORT: Mr. Gosney stated that the Board met in closed session; discussed and reviewed all items on the closed session attachment except one, which was Item 1c, a real property matter. There were three other items under Real Property Negotiations that were heard and staff was given instructions on how to proceed as appropriate and there was no action taken on any such item that is reportable under The Brown Act. There was one item under Potential Litigation that was heard and there was no action taken that is reportable under The Brown Act. The other litigation item relating to the Hessiani case was discussed and by the unanimous vote of the Board, two settlement agreements (one with Mr. Hessiani and one with Mr. Herrera) were approved and the General Manager was authorized to sign each settlement agreement, which should conclude this litigation.

BOARD COMMUNICATIONS: Commissioner Ashworth updated the Board on the Ventura Shellfish Initiative. Commissioner Smith reported that he attended the last tenant meeting.

STAFF COMMUNICATIONS: Mr. Pena reported on the grounding of a commercial fishing vessel called The Washington. Mr. Parsons reported that dredging is complete. Mr. Pendleton gave the Board an update on the Sondermann Ring Project and reported on the City's Community Development Director, Jeffery Lambert's condition. Mr. Gosney reminded the Commission that there will be a new entity created between Mr. Sondermann's corporation and the new equity participant in the development, which will involve an assignment of the option.

A) Approval of New Office Lease Agreement for Farmers Insurance

Recommended Action: Motion.

That the Board of Port Commissioners approve a new office lease agreement for the premises located at 1583 Spinnaker Drive #211 consisting of 492 square feet between the Ventura Port District dba Ventura Harbor Village and Farmers Insurance for a two-year term.

ACTION: Commissioner Ashworth moved, seconded by Commissioner Smith and carried by a vote of 5-0 to approve a new office lease agreement for the premises located at 1583 Spinnaker Drive #211 consisting of 492 square feet between the Ventura Port District dba Ventura Harbor Village and Farmers Insurance for a two-year term.

B) Approval of New Office Lease Agreement for John Francis

Recommended Action: Motion.

That the Board of Port Commissioners approve a new office lease agreement for the premises located at 1583 Spinnaker Drive #203A consisting of 123 square feet between the Ventura Port District dba Ventura Harbor Village and John Francis for a two-year term.

ACTION: Commissioner Ashworth moved, seconded by Commissioner Smith and carried by a vote of 5-0 to approve a new office lease agreement for the premises located at 1583 Spinnaker Drive #203A consisting of 123 square

feet between the Ventura Port District dba Ventura Harbor Village and John Francis for a two-year term.

ACTION ITEM:

1) Notice of Completion for the Emergency Conditions at 1691 Spinnaker Drive

Recommended Action: Resolution No. 3304.

That the Board of Port Commissioners adopt Resolution No. 3304 to:

- a) Determining that there is no longer a need to continue the emergency action adopted by the Board on January 13, 2016 since the emergency has been abated and the project completed;
- b) Accepting the work of Letner Roofing Company for the emergency installation of a tile roof system at 1691 Spinnaker Drive; and
- c) Authorizing staff to prepare and record a Notice of Completion with the Ventura County Recorder.

ACTION: Commissioner Ashworth moved, seconded by Commissioner Carson and carried by a vote of 5-0 to adopt Resolution No. 3304:

- a) Determining that there is no longer a need to continue the emergency action adopted by the Board on January 13, 2016 since the emergency has been abated and the project completed;
- b) Accepting the work of Letner Roofing Company for the emergency installation of a tile roof system at 1691 Spinnaker Drive; and
- c) Authorizing staff to prepare and record a Notice of Completion with the Ventura County Recorder.

WORKSHOP ITEM:

1) Ventura Isle Marina (VIM) Assignment of Lease

Recommended Action: Motion.

That the Board of Port Commissioners approve the Assignment of Lease for Ventura Isle Marina from CLP Ventura Marina, LLC, ("CLP") CLP to SHM Ventura Isle, LLC ("SHM Ventura Isle").

ACTION: Commissioner Carson moved, seconded by Commissioner Smith and carried by a vote of 5-0 to conditionally approve and authorize the General Manager to sign the Consent to Assignment of Lease and Leasehold Deed of Trust for Ventura Isle Marina from CLP Ventura Marina, LLC, ("CLP") CLP to SHM Ventura Isle, LLC ("SHM Ventura Isle"); as well as, the Guaranty of Lease by Safe Harbor Marinas, LLP, and other financial documents connected with the assignment, including the Credit Agreement, Security Agreement and Pledge Agreement, even though the District is not a party to those financing documents and, in addition, approve and authorize the General Manager to sign Amendment No. 3 to 2003 Master Lease being assigned to SHM Ventura Isle. All the foregoing approvals are conditioned on the General Manager and Legal Counsel resolving issues connected with the calculation of appreciation rent due the District connected with the lease assignment and the reimbursement of the District for its attorney's fees through the closing of the transaction.

ADJOURNED TO CLOSED SESSION AT 12:50PM.

RECONVENED OPEN SESSION AT 1:20PM.

CLOSED SESSION REPORT: Mr. Gosney stated that the Board did meet and consider one additional potential litigation item under Government Code Section 54956.9(d)(2); staff and counsel were given instructions as appropriate and no reportable action was taken under The Brown Act.

REQUEST FOR FUTURE AGENDA ITEMS: None.

ADJOURNMENT: The meeting was adjourned at 1:21PM.



Secretary