

# VENTURA PORT DISTRICT

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## BOARD OF PORT COMMISSIONERS MINUTES OF OCTOBER 16, 2019

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### 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 (arrived at 5:34PM)  
Jackie Gardina, Secretary  
Everard Ashworth

#### **Commissioners Absent:**

Michael Blumenberg

#### **Port District Staff:**

Brian Pendleton, General Manager  
Todd Mitchell, Business Operations Manager  
Jessica Rauch, Clerk of the Board

#### **Legal Counsel:**

Timothy Gosney  
Elsa Sham  
DeeAnne Gillick, Senior Legal Counsel, Sloan Sakai Yeung & Wong LLP

**PUBLIC COMMUNICATIONS:** Vikki Brock commented on item 4a, reminding the Commission that there is only 15 days left to complete the General Managers 360 Assessment Review. Ms. Brock also commented on item 4b, with the hopes that the District has developed a transition plan for work that as of January 1, 2020 must be done by employees and not independent contractors according to AB 5. She also spoke on item 1d suggesting that the District should be spending the budgeted money on working with the existing tenant instead of trying to change the space.

**CONVENED TO CLOSED SESSION AT 5:36PM.**

**ADJOURNMENT:** Closed Session was adjourned at 7:06PM.

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## **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 7:11PM at the Ventura Port District Administration Office, 1603 Anchors Way Drive, Ventura, CA 93001.

**PLEDGE OF ALLEGIANCE:** By Todd Mitchell.

#### **ROLL CALL:**

##### **Commissioners Present:**

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

##### **Commissioners Absent:**

Michael Blumenberg

##### **Port District Staff:**

Brian Pendleton, General Manager  
Todd Mitchell, Business Operations Manager  
Gloria Adkins, Accounting Manager  
Dave Werneburg, Marina Manager  
John Higgins, Harbormaster  
Joe Gonzalez, Facilities Manager  
Robin Baer, Property Manager  
Jennifer Talt-Lundin, Marketing Manager  
Richard Parsons, Consultant  
Jessica Rauch, Clerk of the Board

##### **Legal Counsel:**

Timothy Gosney  
Elsa Sham

### **ADOPTION OF AGENDA**

**ACTON:** Commissioner Ashworth moved, seconded by Commissioner Gardina and carried by a vote of 4-0 (Blumenberg absent) to adopt the October 16, 2019 agenda.

### **APPROVAL OF MINUTES**

The Minutes of the October 2, 2019 Regular Meeting were considered as follows:

**ACTION:** Commissioner Brennan moved, seconded by Commissioner Gardina and carried by a vote of 4-0 (Blumenberg absent) to approve the October 2, 2019 Regular Meeting Minutes.



**PUBLIC COMMUNICATIONS:** Vikki Brock commented on the Shellfish pledge and business plan, the Ventura Harbor Village occupancy levels report, the amount of and need for a reduction in District litigation, and Parcel 5 & 8 (see attachment 1). Sam Sadove announced that the Waters Edge Restaurant will be hosting a Studio 54 night on October 26<sup>th</sup>.

**CLOSED SESSION REPORT:** Mr. Gosney stated that the Board met in closed session; discussed and reviewed Real Property Items 1a – 1e on the closed session agenda. In addition, the Board was briefed on the three litigation matters under Items 2 and 3 and the personnel matter under Item 4a on the agenda. As to those matters, staff was given instructions on how to proceed as appropriate and there was no action taken that is reportable under The Brown Act. Mr. Gosney reported the Commission will reconvene in closed session after the open session to discuss Item 4b.

**BOARD COMMUNICATIONS:** Commissioner Gardina reported that she met with Mr. Sadove and got a tour of the Ventura Harbor Marina and Yacht Yard and also met Paul Armalar of Channel Watch Marine. Commissioner Ashworth reported that he met with Doug and Rochelle Cooper of Just 4 Dreamers and discussed some new ideas for the business.

**DEPARTMENTAL AND GENERAL MANAGERS REPORTS:** Mr. Parsons reported on the CMANC Fall Meeting himself and Mr. Mitchell attended. Mr. Mitchell gave an update on the Ventura Harbor Village Painting Project. Ms. Baer gave an update on new tenant grand openings and construction. Mr. Pendleton announced that Anchors Way Drive is now open and the District is currently in the process of repopulating the dry storage lot.

**LEGAL COUNSEL REPORT:** None.

**CONSENT AGENDA:**

**A) Approval of New Office Lease Agreement for Del Mar Seafoods, Inc.**

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve a new Office Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Del Mar Seafoods, Inc. for the premises located at 1583 Spinnaker Drive #203B/#206, consisting of a total of 1,015 square feet for a two-year term with a two-year option.

**ACTION:** Commissioner Ashworth moved, seconded by Commissioner Brennan and carried by a vote of 4-0 (Blumenberg absent) to approve a new Office Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Del Mar Seafoods, Inc. for the premises located at 1583 Spinnaker Drive #203B/#206, consisting of a total of 1,015 square feet for a two-year term with a two-year option.

**B) Approval of New Office Lease Agreement for Center for Contract Compliance**

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve a new Office Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Center for Contract Compliance for the premises located at 1559 Spinnaker Drive #202A, consisting of a total of 437 square feet for a two-year term.

**ACTION:** Commissioner Ashworth moved, seconded by Commissioner Brennan and carried by a vote of 4-0 (Blumenberg absent) to approve a new Office Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Center for Contract Compliance for the premises located at 1559 Spinnaker Drive #202A, consisting of a total of 437 square feet for a two-year term.



## **STANDARD AGENDA:**

### **1) Approval of Financial Statements and Checks for April through June 2019**

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopts Resolution No. 3380 to:

- a) Accept the following draft financial statements for the Quarter ended June 30, 2019, pending audit adjustments, and accounting for year-end GASB 68 and 75 journal entries; and
- b) Review the payroll and regular checks for April through June 2019.

**ACTION:** Commissioner Brennan moved, seconded by Commissioner Gardina and carried by a vote of 4-0 (Blumenberg absent) to adopt Resolution No. 3380 to accept the draft financial statements for the Quarter ended June 30, 2019, pending audit adjustments, and accounting for year-end GASB 68 and 75 journal entries and review the payroll and regular checks for April through June 2019.

### **2) New Concept Design for 1567 Spinnaker Drive #100 for Visitor Serving Uses**

Recommended Action: Voice Vote.

The Board of Port Commissioners authorize:

- 1) Submission of the architectural plans to the City of Ventura for all necessary approvals including the Planning and Building Divisions and;
- 2) Preparation of a Request for Proposals (RFP) for Board consideration.

Public Comment: Vikki Brock suggested that the budgeted money and time being used hiring architects and creating new space ideas would be better used working with the existing tenant to innovate and create concepts that would serve Ventura families and children.

**ACTION:** Commissioner Brennan moved, seconded by Commissioner Ashworth and carried by a vote of 4-0 (Blumenberg absent) to authorize the submission of the architectural plans to the City of Ventura for all necessary approvals including the Planning and Building Divisions and preparation of a Request for Proposals (RFP) for Board consideration.

### **3) Approval of Slip Fee Increases for Ventura Harbor Village Marina**

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve new slip fees for the Ventura Harbor Village Marina.

Public Comment: Sam Sadove appreciated the 5% increase and asked if the slip fees vary by size of the vessel. He would also like the fishermen to have enough notice for this increase. Michael Wagner is concerned about the fee increase for the small boat fishermen and would like a sufficient timeframe to notice the fishermen.

**ACTION:** Commissioner Brennan moved, seconded by Commissioner Ashworth and carried by a vote of 4-0 to approve new slip fees for the Ventura Harbor Village Marina.

Commissioner Brennan would like an informational report to be brought back in 6 months to discuss an automatic annual CPI increase for slip fees.

**RECONVENED TO CLOSED SESSION AT 8:13PM.**

**RECONVENED TO OPEN SESSION AT 8:51PM.**

**CLOSED SESSION REPORT:** Mr. Gosney stated that the Board met in closed session to discuss and review Item 4b on the agenda. Instructions were given to staff and legal counsel as appropriate and there was no action taken that is reportable under The Brown Act.

**ADJOURNMENT:** The meeting was adjourned at 8:52PM.

  
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Jackie Gardina, Secretary



## ATTACHMENT 1

### PORT COMMISSION AGENDA - REGULAR MEETING - OCTOBER 16, 2019

*Request these be included in meeting minutes for closed and regular sessions*

#### CLOSED SESSION AGENDA - PUBLIC COMMUNICATIONS

**Item 4.a) 360 Assessment Review for GM** – There are only 15 days left to complete this and be in compliance with the contingency for hiring the current GM. According to the minutes of the April 18, 2019 meeting the offer to Brian Pendleton for the General Manager position was contingent on “a 360 leadership evaluation be completed by an outside consultant in the first 6 months of the General Manager’s employment.” When will the 360 assessment take place and what stakeholders will participate? Because of all the problems the Lessees have had in the last five months, it would help if individuals from the tenant community participate in the process, including Master Tenants, harbor businesses, and some residents. There are a number of us who are willing to participate if requested. It’s important for the perceived legitimacy of the 360 as a meaningful exercise that it be a transparent and inclusive process. The goal here is to improve the working relationship with the new GM.

**Item 4.b) Independent Contractor Review Richard Parsons** - With the Governor’s signature of AB 5, which becomes effective January 1, 2020, I hope the District has developed a transition plan for work that now must be done by employees. The District must be aware that anyone not meeting the new statutory requirements of an independent contractor, could not be compensated for work after 2019 unless hired as an employee. The 2009-2010 Grand Jury Report (handout) suggested that Parsons did not qualify as an independent contractor. See F-39 through F-42, C-17, and R-05 regarding Parsons. The District filed no response with the Grand Jury to justify or explain Parsons’ status as an independent contractor. Parsons ended his tenure as GM the Port District in 1996. With the hiring of Todd Mitchell, the dredging work can be handled by an employee. And according to AB 5, Parsons does not have the professional credentials or licensing to qualify as an independent contractor for capital projects management. I know the Commissioners want to ensure they comply with existing laws and not invite additional litigation.

#### **Item 1.**

d) Property:	<b>1567 Spinnaker Drive #100</b>
Negotiating Parties:	Brian Pendleton, Todd Mitchell, Timothy Gosney
Under Negotiation:	Tristian and Sharon Thames dba Ventura Village Carousel, Inc.
	<b>Month to Month Lease (Verbal Report)</b>

Ventura Village Carousel is a top family attraction in Ventura – and the Port District still wants to remove it after it has been here since 1970. Suggest money and time would be better spent working with the existing tenant to innovate and create concepts that would serve Ventura families and children. Where else in the harbor can children do something alone.



## ATTACHMENT 1

### PUBLIC COMMUNICATIONS

Shellfish Pledge and Business Plan for district - the workshop consensus was that shellfish could no longer be the top priority. Will there be a work plan for the transition and / or deferral of timelines; along with an accounting of all staff and resource expenses to date? I'm hopeful that it will be scheduled before staff returns with a proposed budget for fiscal 2020. District has been warned about gift of public funds and without a business plan that justifies the investment it is not an investment it is just an appropriation of funds. There is evidence that – this is why a business plan is indispensable as it protects the district and that commissioners sign the pledge. Without signing the Shellfish Pledge (presented Sept 4<sup>th</sup> and Sept 14<sup>th</sup>) the case for a gift of public funds is strengthened. Last meeting Commissioner Mike requested having an agenda item this meeting regarding a business plan for the Shellfish, and it is not on the agenda. There is no license approved or offered by VSE, so why are you continuing to use the name (VSE-Flyer-Info-1).

Occupancy Levels – appreciate the info for June – September 2019, however it is still not detailed enough – please include space leased and not open for business in the figures as this will accurately represent the occupancy of the Harbor Village.

Future approach by Commission and staff to reduce potential of unnecessary litigation – see that there are more cases for the closed session. What is the approach and how will it be implemented?

Parcel 5 – grassy lawn area represents only area designated for people who can't afford or have a lot of money to spend. It is a day use property – families, dogs, people sitting on blankets/benches – that are a high priority for the Coastal Commission.

Parcel 8 – given projection on sea level rise and storm surge, this parcel may be subject to damage and until the District has determined the cost of capital maintenance and whether the district has determined funding to handle this, there should be no development on that property until the district can determine what the risks of sea level rise and storm surge will be on that property.

### STANDARD AGENDA:

#### **2) New Concept Design for 1567 Spinnaker Drive #100 for Visitor Serving Uses (20 minutes)**

Ventura Village Carousel has been here since 1970 and is an iconic family attraction in Ventura – and the Port District still wants to remove it. Suggest money and time would be better spent working with the existing tenant to innovate and create concepts that would serve Ventura families and children.