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May 5, 2021

Board of Port Commissioners
Ventura Port District
1603 Anchors Way Drive
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SUBJECT: SUGGESTED REVISIONS TO BOARD OF PORT COMMISSIONERS
PROTOCOLS AND POLICIES MANUAL

Chairman Stephens and Commissioners:

I appreciate this opportunity to comment on the suggested revisions to the *Board of Port Commissioners Protocols and Policies Manual (Manual)* that will be reviewed and discussed this evening. My comments focus on the District's compliance with The Brown Act and the role that the Chair and Vice-Chair exercise in ensuring that the public is fully informed and able to participate in the discussion of District governance.

First, Sections 2.5 and 2.6 are proposed to be deleted. These Sections currently describe the roles of the Chair and Vice-Chair in the preparation of meeting agendas. If these Sections are deleted, who will be responsible to ensure that the agendas include important and timely items of importance to the District and the people who rely on it? I earnestly urge that you retain the current text of these Sections that provides oversight by the Commission and to also specify the role of District Counsel before an agenda is distributed to the public.

Second, Section 3.8 does not accurately or adequately describe what is required by Sections 54956.8, 54954.5 (b) and other sections of The Brown Act regarding "*Conference with Real Property Negotiators*". The Commissioners, the General Manager and District Counsel should be aware that the following law governs what may be discussed in Closed Session with District negotiators regarding real property negotiations:

Section 54956.8 specifies:

Notwithstanding any other provision of this chapter, a legislative body of a local agency

may hold a closed session with its negotiator prior to the purchase, sale, exchange, or lease of real property by or for the local agency to grant authority to its negotiator regarding the price and terms of payment for the purchase, sale, exchange, or lease.

However, prior to the closed session, the legislative body of the local agency shall hold an open and public session in which it identifies its negotiators, the real property or real properties which the negotiations may concern, and the person or persons with whom its negotiators may negotiate.

For purposes of this section, negotiators may be members of the legislative body of the local agency.

For purposes of this section, "lease" includes renewal or renegotiation of a lease.

Nothing in this section shall preclude a local agency from holding a closed session for discussions regarding eminent domain proceedings pursuant to Section 54956.9.

(Amended by Stats. 1998, Ch. 260, Sec. 3. Effective January 1, 1999.)

Section 54954.5 specifies:

For purposes of describing closed session items pursuant to Section 54954.2, the agenda may describe closed sessions as provided below. No legislative body or elected official shall be in violation of Section 54954.2 or 54956 if the closed session items were described in substantial compliance with this section. Substantial compliance is satisfied by including the information provided below, irrespective of its format.

54954.5 (b) *With respect to every item of business to be discussed in closed session pursuant to Section 54956.8:*

CONFERENCE WITH REAL PROPERTY NEGOTIATORS

Property: (Specify street address, or if no street address, the parcel number or other unique reference, of the real property under negotiation)

Agency negotiator: (Specify names of negotiators attending the closed session) (If circumstances necessitate the absence of a specified negotiator, an agent or designee may participate in place of the absent negotiator so long as the name of the agent or designee is announced at an open session held prior to the closed session.)

Negotiating parties: (Specify name of party (not agent))

Under negotiation: (Specify whether instruction to negotiator will concern price, terms of payment, or both)

Closed Session meetings to allow a local agency to grant authority to its negotiators regarding the price and terms of payment for the purchase, sale, exchange or lease of real property must also be disclosed in advance in accord with Sections 54954.2 and 54957.7.

As this statutory language specifies, the suggested text of "discussion of real estate transactions" is overly broad and the *Manual* should be updated to specify the limited purpose for which your Commissioners may meet in Closed Session to give direction to your negotiators regarding price, terms of payment, or both concerning the purchase, sale, exchange or lease of real property.

Please add this letter to the Meeting Minutes of the May 5, 2021 Commission meeting.

Yours truly,

A handwritten signature in black ink, appearing to read "J. A. G.", with a long horizontal flourish extending to the right.

cc: Steven C. Glickman, Esq.
David Yoshida, Esq.
Andrew Turner, Esq.
Jessica Rauch, Clerk of the Board
Brian Pendleton, General Manager