



VENTURA PORT DISTRICT BOARD OF PORT COMMISSIONERS

Michael Blumenberg, Chair
Elizabeth Howell, Vice-Chair
Anthony Rainey, Secretary
Chris Stephens, Commissioner
William Anderson, Commissioner

Brian D. Pendleton, General Manager
Todd Mitchell, Deputy General Manager
Gene Wu, Legal Counsel
Jessica Rauch, Clerk of the Board

REGULAR MEETING WEDNESDAY, OCTOBER 7, 2026

VENTURA PORT DISTRICT OFFICE
1603 ANCHORS WAY DRIVE
VENTURA, CA 93001

CLOSED SESSION – 5:30PM
OPEN SESSION – 6:00PM

PUBLIC PARTICIPATION OPTIONS

**MEETINGS WILL BE CONDUCTED IN A HYBRID MODEL WITH BOTH IN-PERSON ATTENDANCE
AND VIRTUAL PARTICIPATION.**

WATCH THE MEETING LIVE

<https://us02web.zoom.us/j/83276329300>

Webinar ID: 832 7632 9300

1-669-900-6833

1-253-215-8782

PUBLIC COMMENT VIA ZOOM

To request to speak on an item, use the “raise hand” button to notify the Clerk. The Clerk will announce public speakers and unmute participants to speak. Please be mindful that the meeting will be recorded, and all rules of procedure and decorum apply for in-person attendees and those participating virtually.

SUBMIT PUBLIC COMMENT VIA EMAIL

To submit written comments on a specific agenda item, please do so via email by 4:00PM on the day of the meeting. When sending an email, please indicate in the subject line, the agenda item number (i.e. General Public Comment or Consent Item A). Written comments should be no more than 1,000 characters in length. Written comments will be distributed to the Commission and will be posted as a supplemental packet on the District’s website at <https://venturaharbor.com/board-meeting-documents/>. Please submit your comment to the Clerk of the Board at jrauch@venturaharbor.com.

CLOSED SESSION 5:30PM
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CALL TO ORDER: *By Chair Blumenberg.*

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 only on the Closed Session Agenda. Each person may address the Commission for up to three minutes or at the discretion of the Chair. Attendees can dial *9 or use the 'raise hand' function in Zoom if they would like to speak during public comment periods.*

CONVENE IN CLOSED SESSION

CLOSED SESSION AGENDA

1. CONFERENCE WITH REAL PROPERTY NEGOTIATORS - PER GOVERNMENT CODE SECTION 54956.8:

- | | |
|-----------------------|--|
| a) Property: | 1591 Spinnaker Drive #207 |
| District Negotiators: | Brian D. Pendleton, Todd Mitchell, Jessica Snipas, Gene Wu |
| Negotiating Parties: | VPSS1 INC. |
| Under Negotiation: | Price and Terms of Payment for Office Lease |

ADJOURNMENT

OPEN SESSION 6:00PM

CALL TO ORDER: *By Chair Blumenberg.*

PLEDGE OF ALLEGIANCE: *By Chair Blumenberg.*

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

ADOPTION OF AGENDA

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.

APPROVAL OF MINUTES

The Minutes of September 16, 2026 Port Commission Regular Meeting and September 26, 2026 Public Workshop Special Meeting will be considered for approval.

PUBLIC COMMUNICATIONS

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

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

Port Commissioner's 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's must provide a brief

summary and disclose any discussions he or she may have had with any Port District Tenants related to Port District business.

STAFF AND GENERAL MANAGER REPORTS

Ventura Port District Staff, Legal Counsel and General Manager will give the Commission updates on important topics or items of general interest if needed.

CONSENT AGENDA:

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:

- a) Administrative Services Manager, Sarah Clancy to attend the CJPIA Investigations Essentials Workshop, in La Palma, CA, from October 26-27, 2026.
- b) Deputy General Manager, Todd Mitchell to attend the CJPIA Investigations Essentials Workshop, in La Palma, CA, from October 26-27, 2026.

B) Approval of Supplemental Ground Lease Estoppel Certificate and Confirmation for the Benefit of Bank of America, N.A. (Portside Harbor, LLC Ground Lease)

Recommended Action: Voice Vote.

That the Board of Port Commissioners authorize the General Manager to execute and have notarized, a Supplemental Ground Lease Estoppel Certificate and Confirmation for the benefit of Bank of America, N.A., currently held by Banc of California (Lender), in connection with its larger acquisition by assignment of several loans, including the existing leasehold mortgage loan encumbering Portside Harbor, LLC, leasehold under the Ground Lease dated October 18, 2016.

C) Adoption of Resolution No. 3563 Approving the Update to the Ventura Port District Conflict of Interest and Disclosure Code Policy and Rescinding Resolution No. 3541

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3563 approving the update to the Ventura Port District Conflict of Interest and Disclosure Policy and rescind Resolution No. 3541.

STANDARD AGENDA:

1) Bait Pen Feasibility Study

Recommended Action: Informational.

That the Board of Port Commissioners receive a presentation on the outcome of a Bait Pen Feasibility Study prepared for Ventura Harbor.

2) Legal Services Request for Proposals

Recommended Action: Informational.

That the Board of Port Commissioners receive a report regarding a Request for Proposals (RFP) for outside legal services to serve as the District's general counsel.

ADJOURNMENT

This agenda was posted on Friday, October 2, 2026 by 5:30 p.m. at the Port District Office and online at <https://venturaharbor.com/board-meeting-documents/>

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 or the California Relay Service at 711 or (800) 855-7100. Notification 72 hours prior to the meeting will enable the District to make reasonable arrangements to ensure accessibility. (28 CFR 35.102.35.104 ADA Title II)



VENTURA
PORT DISTRICT
Established 1952

BOARD OF PORT COMMISSIONERS OCTOBER 7, 2026

APPROVAL OF MINUTES

SEPTEMBER 16, 2026

REGULAR MEETING

SEPTEMBER 26, 2026

PUBLIC WORKSHOP

VENTURA PORT DISTRICT

BOARD OF PORT COMMISSIONERS REGULAR MEETING MINUTES OF SEPTEMBER 16, 2026



CLOSED SESSION

CALL TO ORDER:

The Ventura Port District Board of Port Commissioners Regular Closed Session Meeting was called to order by Chair Blumenberg at 5:32PM at the Ventura Port District Administration Office, 1603 Anchors Way Drive, Ventura, CA 93001 and via Zoom meeting.

ROLL CALL:

Commissioners Present:

Michael Blumenberg, Chair
Anthony Rainey, Secretary
Elizabeth Howell, Vice-Chair
Chris Stephens
William Anderson

Commissioners Absent:

None

Port District Staff:

Brian D. Pendleton, General Manager
Todd Mitchell, Deputy General Manager
Jessica Rauch, Clerk of the Board

Legal Counsel:

Gene Wu, Lagerlof, LLP
Oliver Yee, Liebert Cassidy Whitmore

Number of Interested Persons:

0 via zoom; 0 in-person

PUBLIC COMMUNICATIONS: None. Closed at 5:32PM.

CONVENED TO CLOSED SESSION AT 5:33PMPM.

ADJOURNED CLOSED SESSION AT 6:03PM.

OPEN SESSION

ADMINISTRATIVE AGENDA:

CALL TO ORDER:

The Ventura Port District Board of Port Commissioners' Regular Open Session Meeting was called to order by Chair Blumenberg at 6:06PM at the Ventura Port District Administration Office, 1603 Anchors Way Drive, Ventura, CA 93001 and via Zoom meeting.

PLEDGE OF ALLEGIANCE: by Marina Supervisor, Dave Werneburg.

ROLL CALL:

Commissioners Present:

Michael Blumenberg, Chair
Elizabeth Howell, Vice-Chair
Anthony Rainey, Secretary
Chris Stephens
William Anderson

Commissioners Absent:

None

Port District Staff:

Brian D. Pendleton, General Manager
Todd Mitchell, Deputy General Manager
Jessica Rauch, Clerk of the Board
Sarah Clancy, Administrative Services Manager
Brendan Donohue, Senior Harbor Patrol Officer
Justin Fleming, Capital Projects
Christian Garcia, Business Operations Analyst II
Sergio Gonzalez, Facilities Manager
John Higgins, Harbormaster
McLain Neville, Maintenance Tech via Zoom
Jacob Samberg, Courtesy Dockmaster
Jessica Snipas, Business Operations Manager via Zoom
Jennifer Talt-Lundin, Marketing Manager
Dave Werneburg, Marina Supervisor
Rob Weinerth, Courtesy Dockmaster

Legal Counsel:

Gene Wu, Lagerlof, LLP

City of Ventura Liaisons:

Councilmember Duran, City Council Liaison – absent

Number of interested persons:

0 via zoom; 0 in person

ADOPTION OF AGENDA

ACTION: Commissioner Stephens moved to adopt the September 16, 2026 agenda, pulling Consent Item D from the agenda.

Vice-Chair Howell seconded. The vote was unanimous.

APPROVAL OF MINUTES

ACTION: Vice-Chair Howell moved to approve the September 2, 2026 regular meeting minutes.

Commissioner Rainey seconded. The vote carried 4-0-1 (Stephens abstained).

PUBLIC COMMUNICATIONS: None. Closed at 6:09PM.

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

BOARD COMMUNICATIONS: Vice-Chair Howell enjoyed the Art Walk over the weekend as well as Chair Blumenberg. Chair Blumenberg also gave a shout out to the Ventura County Star on the articles written for the Art Walk, Ocean Rainforest and Fish Modernization Project. Closed at 6:10PM.

STAFF AND GENERAL MANAGER REPORTS: Mr. Pendleton reported on upcoming events and promotions at Harbor Village. He also reported on the Public Workshop being held Saturday, September 26th. Closed at 6:33PM.

CONSENT AGENDA:

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:

- a) Marketing Manager, Jennifer Talt Lundin to attend the Visit California Outlook Forum, in Monterey, CA, from March 1-4, 2027.
- b) Sr. Marketing and Events Coordinator, Ruby Hedrick to attend the Visit California Outlook Forum, in Monterey, CA, from March 1-4, 2027.
- c) Harbor Patrol Officer III, Garret Winter to attend the Heroic Acts Awards in Santa Cruz, CA from October 7-8, 2026.
- d) Harbor Patrol Officer I, Christian Bennett to attend the Heroic Acts Awards in Santa Cruz, CA from October 7-8, 2026.
- e) Marine Safety Officer, Nick Givens to attend the Heroic Acts Awards in Santa Cruz, CA from October 7-8, 2026.

Public Comment: None. Closed at 6:33PM.

ACTION: Commissioner Anderson moved to approve the out-of-town travel requests.

Commissioner Rainey seconded. The vote unanimous.

B) Approval of Payments for August 2026

Recommended Action: Voice Vote.

That the Board of Port Commissioners review and approve payments made by check, ACH, and EFT for the month of August 2026.

Public Comment: None. Closed at 6:33PM.

ACTION: Commissioner Anderson moved to approve payments made by check, ACH, and EFT for the month of August 2026.

Commissioner Rainey seconded. The vote unanimous.

C) Approval of New Office Lease Agreement for 1575 Spinnaker Drive #206A with Hodge Mental Health and Family Therapy Prof. Corp., a California professional corporation

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 Hodge Mental Health and Family Therapy Prof. Corp., a California professional corporation, for the premises located at 1575 Spinnaker Drive #206A, consisting of approximately 247 square feet.

Public Comment: None. Closed at 6:33PM.

ACTION: Commissioner Anderson moved to approve a new Office Lease Agreement between the Ventura Port District dba Ventura Harbor Village and Hodge Mental Health and Family Therapy Prof. Corp., a California professional corporation, for the premises located at 1575 Spinnaker Drive #206A, consisting of approximately 247 square feet.

Commissioner Rainey seconded. The vote unanimous.

D) Adoption of Resolution No. 3563 Approving the Update to the Ventura Port District Conflict of Interest and Disclosure Code Policy and Rescinding Resolution No. 3541

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopt Resolution No. 3563 approving the update to the Ventura Port District Conflict of Interest and Disclosure Policy and rescind Resolution No. 3541.

ACTION: This item was pulled from the agenda.

STANDARD AGENDA:

1) Parcel 5 – Cultural Arts Park Finance Options and Alternatives

Recommended Action: Voice Vote.

That the Board of Port Commissioners receive a report and provide direction to staff regarding the consideration of finance options and alternatives for the development of the Parcel 5 Cultural Arts Park.

Report by Brian D. Pendleton, General Manager and Rick Brandis and Nicki Tallman, Oppenheimer.

Public Comment: None.

ACTION: The Board of Port Commissioners received a report regarding consideration of finance options and alternatives for the development of the Parcel 5 Cultural Arts Park, and the Board gave staff the following direction:

- Activation plan for space
- Capital Campaign for Bandshell
- Stop pursuing LWCF grant
- Engage with City Parks & Recreation

2) Preparing for the Amendment of Ordinance No. 44

Recommended Action: Voice Vote.

That the Board of Port Commissioners review a draft revision of Ordinance No. 44 and provide direction to staff.

Report by Brian D. Pendleton, General Manager; Todd Mitchell, Deputy General Manager; John Higgins, Chief of Harbor Patrol.

Public Comment: None.

ACTION: The Board of Port Commissioners received a report on the draft revisions to Ordinance No. 44 and provided direction to staff. Staff will bring back an updated draft at a future meeting and will engage with City staff.

3) Adoption of Resolution No. 3564 Approving the Financial Statements for April through June 2026

Recommended Action: Roll Call Vote.

That the Board of Port Commissioners adopts Resolution No. 3564 accepting the financial statements for the Quarter ending June 2026.

Report by Sarah Clancy, Administrative Services Manager.

Public Comment: None. Closed at 9:02PM.

ACTION: Vice-Chair Howell moved to adopt Resolution No. 3564 accepting the financial statements for the Quarter ending June 2026.

Commissioner Anderson seconded. The vote was as follows:

AYES: Commissioners Blumenberg, Howell, Rainey, Stephens, Anderson

Vote carried 5-0.

4) Approval of Ventura Harbor Fee Schedules

Recommended Action: Voice Vote.

That the Board of Port Commissioners approve the Ventura Port District fee schedules effective January 1, 2027.

Report by Brian D. Pendleton, General Manager; Todd Mitchell, Deputy General Manager; Jennifer Talt-Lundin, Marketing Manager, John Higgins, Chief of Harbor Patrol, Dave Werneburg, Marina Supervisor.

Public Comment: None. Closed at 9:29PM.

ACTION: Commissioner Stephens moved to approve the Ventura Port District fee schedules effective January 1, 2027.

Commissioner Rainey seconded. The vote was unanimous.

5) Appointment of a New Audit Liaison

Recommended Action: Voice Vote.

That the Board of Port Commissioners appoint an audit liaison to work with staff and Clifton Larson Allen, LLP throughout the fiscal year audit process.

Report by Sarah Clancy, Administrative Services Manager.

Public Comment: None. Closed at 9:38PM.

ACTION: Commissioner Stephens moved to appoint Commissioner Rainey as audit liaison to work with staff and Clifton Larson Allen, LLP throughout the fiscal year audit process.

Vice-Chair Howell seconded. The vote was unanimous.

ADJOURNMENT: The meeting was adjourned at 9:39PM.

The next regular meeting is Wednesday, October 7, 2026.

Anthony Rainey, Secretary

VENTURA PORT DISTRICT

BOARD OF PORT COMMISSIONERS PUBLIC WORKSHOP SPECIAL MEETING MINUTES OF SEPTEMBER 26, 2026



ADMINISTRATIVE AGENDA:

CALL TO ORDER:

The Ventura Port District Board of Port Commissioners Public Workshop Special Meeting was called to order by Chair Blumenberg at 9:03AM at the Ventura Marina Mobile Home Park Community Room located at 1215 Anchors Way Drive, Ventura, CA 93001.

PLEDGE OF ALLEGIANCE: by Chair Blumenberg.

ROLL CALL:

Commissioners Present:

Michael Blumenberg, Chair
Anthony Rainey, Secretary
Elizabeth Howell, Vice-Chair
Chris Stephens left at 11:07AM
William Anderson

Commissioners Absent:

None

Port District Staff:

Brian D. Pendleton, General Manager
Todd Mitchell, Deputy General Manager
Jessica Rauch, Clerk of the Board
Calli Brazerol, Marketing & Events Coordinator I
Sarah Clancy, Administrative Services Manager
Brendan Donohue, Senior Harbor Patrol Officer
Justin Fleming, Capital Projects
Christian Garcia, Business Operations Analyst II
Sergio Gonzalez, Facilities Manager
John Higgins, Harbormaster
Jacob Samberg, Courtesy Dockmaster
Jessica Snipas, Business Operations Manager
Jennifer Talt-Lundin, Marketing Manager
Rob Weinerth, Courtesy Dockmaster

Legal Counsel:

Gene Wu, Lagerlof, LLP

Number of Interested Persons:

27

City of Ventura Liaisons:

Councilmember Duran, City Council Liaison – absent
Councilmember Alex Mangone – Present

ADOPTION OF AGENDA

ACTION: Commissioner Stephens moved to adopt the September 26, 2026 agenda.

Commissioner Rainey seconded. The vote was unanimous.

HARBOR UPDATES: General Manager, Brian D. Pendleton and Deputy General Manager, Todd Mitchell gave an update on current and upcoming projects and the Districts FY26-27 budget.

BREAKOUT TABLES: There were five tables with five different topics. Each round was 20 minutes with participants rotating to each table. The topics discussed were:

Table 1: Development Opportunities
Table 2: Harbor Village Visitation
Table 3: Harbor Recreation Priorities
Table 4: Parcel 5 Cultural Arts Park
Table 5: Transportation

COMMISSIONER REPORTS ON BREAKOUT TABLE TOPICS: Commissioners summarized the discussions they had at their table.

PUBLIC COMMENT: Hampus Idsater, Suntex, as the newest Master Lessee, he was impressed by the level of engagement and gave kudos to the Board and team for putting on a great event. Chris Connell, Ventura Marina Mobile Home Park has enjoyed working with the Port District team and thanked the District and attendees for their engagement.

ADJOURNMENT: The meeting was adjourned at 12:01PM.

The next regular meeting is Wednesday, October 7, 2026.

Anthony Rainey, Secretary



VENTURA
PORT DISTRICT
Established 1952

BOARD OF PORT COMMISSIONERS OCTOBER 7, 2026

CONSENT AGENDA ITEM A APPROVAL OF OUT-OF-TOWN TRAVEL REQUESTS

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

CONSENT AGENDA ITEM A
Meeting Date: October 7, 2026

TO: Board of Port Commissioners
FROM: Brian D. Pendleton, General Manager
SUBJECT: Approval of Out-of-Town Travel Requests

RECOMMENDATION:

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

- a) Administrative Services Manager, Sarah Clancy to attend the CJPIA Investigations Essentials Workshop, in La Palma, CA, from October 26-27, 2026.
- b) Deputy General Manager, Todd Mitchell to attend the CJPIA Investigations Essentials Workshop, in La Palma, CA, from October 26-27, 2026.

SUMMARY:

Employees and Commissioners are encouraged to attend conferences, meetings, seminars, and other activities that provide an opportunity to be informed concerning matters of interest to the District and their position. The General Manager is recommending commissioners and/or staff participate in the events listed herein.

GUIDING PRINCIPLES:

- 5) Building respectful, productive relationships with employees, tenants, residents, visitors, stakeholders, public officials, and elected representatives while promoting diversity, equity, and inclusion.
- 6) Provide exceptional public service and organizational transparency.
- 7) Provide high-quality Harbor and coastal visitor-serving amenities, services, facilities and infrastructure.

5-YEAR OBJECTIVE:

- E) Encourage public and civic engagement; maintain high levels of organizational transparency; and promote Harbor-wide diversity, equity and inclusion through District policies, procedures and programs.
- 2) Collaborate with City, regional, state, and federal agency officials in pursuit of mutually beneficial projects and programs.

BACKGROUND:

CJPIA INVESTIGATIONS ESSENTIALS WORKSHOP

The California Joint Powers Insurance Authority (CJPIA) is the District's primary insurance provider. CJPIA provides a variety of academies throughout the year to provide professional development particularly focused on risk management, leadership, and other skill development that mitigates insurance claims.

Investigations Essentials Workshop is an interactive training program that equips learners with the core knowledge and skills necessary to conduct effective and impartial workplace investigations. It is designed for those who are new to investigations or those who want to enhance their skills and was recommended by JPIA trainers as a subsequent training opportunity during the HR Academy this summer. This workshop provides participants with valuable insights, best practices, and practical strategies to navigate the intricacies of workplace investigations.

The Deputy General Manager and Administrative Services Manager applied to attend the Investigations Essentials Workshop and both have been accepted to be able to attend with CJPIA covering the costs for Registration and Lodging.

FISCAL IMPACTS:

Travel costs related to these activities are included in the FY26-27 budget.

<u>JPIA</u>	<u>CLANCY</u>	<u>MITCHELL</u>
Registration	\$0.00	\$0.00
Lodging	\$0.00	\$0.00
Meals	\$95.00	\$95.00
Mileage	\$150.00	\$121.45
Parking	\$100.00	\$100.00
TOTAL	\$345.00	\$316.45

ATTACHMENTS:

None.



BOARD OF PORT COMMISSIONERS
OCTOBER 7, 2026

CONSENT AGENDA ITEM B

APPROVAL OF SUPPLEMENTAL GROUND
LEASE ESTOPPEL CERTIFICATE AND
CONFIRMATION FOR THE BENEFIT OF
BANK OF AMERICA, N.A. (PORTSIDE
HARBOR, LLC GROUND LEASE)

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

CONSENT AGENDA ITEM B
Meeting Date: October 7, 2026

TO: Board of Port Commissioners
FROM: Brian D. Pendleton, General Manager
Gene Wu, Legal Counsel, Lagerlof
SUBJECT: Approval of Supplemental Ground Lease Estoppel Certificate and Confirmation
for the Benefit of Bank of America, N.A. (Portside Harbor, LLC Ground Lease)

RECOMMENDATION:

That the Board of Port Commissioners authorize the General Manager to execute and have notarized, a Supplemental Ground Lease Estoppel Certificate and Confirmation for the benefit of Bank of America, N.A., currently held by Banc of California (Lender), in connection with its larger acquisition by assignment of several loans, including the existing leasehold mortgage loan encumbering Portside Harbor, LLC, leasehold under the Ground Lease dated October 18, 2016.

SUMMARY:

Bank of America, N.A. (New Lender) has agreed to acquire by assignment the existing leasehold mortgage loan secured by Portside Harbor, LLC's (Lessee) interest under the District's Ground Lease dated October 18, 2016. In connection with that secondary-market transaction, New Lender has asked the District, as Lessor, to execute a Supplemental Ground Lease Estoppel Certificate and Confirmation. The Supplemental Estoppel would confirm that the Ground Lease and the prior Ground Lease Estoppel Certificate dated April 14, 2022, remain in full force and effect and would recognize New Lender as the successor lender and encumbrance holder.

The original Supplemental Estoppel provided to the Port from Lender made certain statements about Lessee's and its interests on the premises. The Port, however, determined that some of those statements were untrue. As such, the Port asked Port Counsel to speak with Lender and ask for an updated Supplemental Estoppel. Lender asked if Port Counsel could provide an acceptable redline. Port Counsel provided an updated Supplement Estoppel to Lender on September 28, 2026.

GUIDING PRINCIPLES:

- 5) Build respectful, productive relationships with employees, tenants, residents, visitors, stakeholders, public officials, and elected representatives while promoting diversity, equity, and inclusion.
- 6) Provide exceptional public service and organizational transparency.

5-YEAR OBJECTIVES:

- M) Collaborate with Master Tenants and National Park Service to plan, improve, and develop the Harbor in a financially and environmentally sustainable way.

BACKGROUND:

The Ground Lease and Prior Estoppel. The District, as Lessor, and Portside Harbor, LLC, as Lessee, are parties to a Ground Lease dated October 18, 2016, a memorandum of which was recorded in the Official Records of the County. The term commenced October 18, 2016, and currently expires October 17, 2066, subject to the extension process in the Ground Lease. In 2022, in connection with a mortgage loan made to Lessee by Pacific Western Bank, the District, Lessee, and Pacific Western Bank entered into a Ground Lease Estoppel Certificate dated April 14, 2022 (the Prior Estoppel), which by its terms benefits Pacific Western Bank and its successors and assigns.

The Proposed Transaction. Bank of America, N.A. (New Lender) has agreed to acquire a large number of existing loans from Banc of California (Lender), including the existing leasehold mortgage loan and related loan documents by purchase and assignment of Lessee. From our understanding, not having seen the actual transaction documents, this is a secondary-market sale and assignment of the existing loan. It is not a refinancing, replacement, or modification of the loan, a new extension of credit to Lessee, or a re-grant of the leasehold mortgage. Accordingly, it does not constitute a Proposed Transfer, Financing Event, or Subsequent Financing Event under the Ground Lease and does not, by itself, trigger any Administrative Charge, Net Proceeds Share, Port Option, transfer fee, or other payment to the District.

The Supplemental Estoppel. At New Lender's request, District legal counsel has prepared an updated Supplemental Ground Lease Estoppel Certificate and Confirmation. It confirms that the Prior Estoppel and the Ground Lease remain in full force and effect and unmodified since April 14, 2022; recognizes New Lender (and its successors, assigns, and any securitization trustee or nominee) as the "Lender," "Encumbrance Holder," and "First Encumbrance Holder" under the Ground Lease and Prior Estoppel; confirms that rent is current and that neither party is in default; and updates the notice address for the lender.

The Supplemental Estoppel also discloses two pending matters. First, the District and Lessee have been named as defendants in a lawsuit filed August 18, 2026 in the Superior Court of California for the County (Perman and Macary v. Portside Harbors Venture Partners, LLC, et al.). The District intends to tender its defense to Lessee and to request that Lessee defend and indemnify the District under the applicable Ground Lease provisions; that tender has not yet been made, and the disclosure is not an admission of liability. Second, on September 2, 2026, a vehicle struck and damaged a structural column at 993 Schooner Drive and a unit at 1182 Anchors Way #105; a structural engineer is to be scheduled to inspect. Neither disclosure reflects a default under the Ground Lease.

Lastly, Port Counsel added language to confirm that Lender and New Lender would provide assurances around the fact that the proposed transaction is solely a purchase and assignment of the existing loan; it is not a refinancing, a new extension of credit, or a modification of the Ground Lease. Accordingly, the Transaction should not trigger any Port option, transfer fee, or other payment to the District. Because the Supplemental Estoppel is consistent with the District's existing obligations and accurately addresses the matters described above, staff recommends that the Board authorize the General Manager to execute the Supplement Estoppel, so long as Lender and New Lender acknowledge the claims and nature of the transaction.

FISCAL IMPACT:

None. The Supplemental Estoppel confirms the status of an existing lease and lender relationship and does not change the District's revenue or obligations under the Ground Lease. The assignment of the loan to New Lender does not trigger any Administrative Charge, Net Proceeds Share, Port Option, transfer fee, or other payment to the District. Rent under the Ground Lease is current through September 1, 2026 (current Annual Minimum Rent of \$300,000 per year), and the District continues to hold a \$100,000 cash security deposit.

ATTACHMENTS:

None.



BOARD OF PORT COMMISSIONERS
OCTOBER 7, 2026

CONSENT AGENDA ITEM C

ADOPTION OF RESOLUTION No. 3563
APPROVING THE UPDATE TO THE
VENTURA PORT DISTRICT CONFLICT OF
INTEREST AND DISCLOSURE CODE
POLICY AND RESCINDING RESOLUTION
No. 3541

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

CONSENT AGENDA ITEM C
Meeting Date: October 7, 2026

TO: Board of Port Commissioners
FROM: Brian D. Pendleton, General Manager
Jessica Rauch, Senior Clerk of the Board
SUBJECT: Adoption of Resolution No. 3563 Approving the Update to the Ventura Port District
Conflict of Interest and Disclosure Code Policy and Rescinding Resolution No.
3541

RECOMMENDATION:

That the Board of Port Commissioners adopt Resolution No. 3563 approving the update to the Ventura Port District Conflict of Interest and Disclosure Policy and rescind Resolution No. 3541.

SUMMARY:

The Political Reform Act (Government Code Sections 81000 – 91015) requires most state and local government officials and employees to publicly disclose their personal assets and income. They must also disqualify themselves from participating in decisions that may affect their personal financial interests. The Fair Political Practices Commission (FPPC) is the State agency responsible for issuing the Statement of Economic Interest (Form 700), and for interpreting the law's provisions. The FPPC does not establish monetary amounts but leaves it up to the agency to determine. Accurate disclosure is essential to monitor whether officials have conflicts of interest and to help ensure public trust in government. The biennial review examines current programs to ensure that the agency's code includes disclosure by those agency officials who make or participate in making governmental decisions.

GUIDING PRINCIPLES:

6) Provide exceptional public service and organizational transparency.

5-YEAR OBJECTIVE:

E) Encourage public and civic engagement; maintain high levels of organizational transparency; and promote Harbor-wide diversity, equity and inclusion through District policies, procedures and programs.

BACKGROUND:

At its July 16, 2025 meeting, the Board adopted Resolution No. 3535, approving the revised Conflict of Interest and Disclosure Code Policy. It was sent to the County of Ventura for County Board of Supervisor approval. Ventura County Legal Counsel reviewed the newly submitted code and suggested we discuss the disclosure categories for managers and supervisors designated only Category 2 (interests in real property) as they felt others should apply.

As a result, the General Manager recommended that managers and supervisors with a procurement threshold of a level 3 or higher should have full disclosure (Category 1). Disclosure Category 2 has been deleted from the Board, General Manager and Deputy General Manager as it is already included in Disclosure Category 1. Since the Administrative Services Manager manages public investments, staff found it appropriate to have this position file with the Ventura County Clerk. At its October 15, 2025 meeting, the Board adopted these revisions in Resolution No. 3541. It was sent to the County of Ventura for Board of Supervisor approval.

However, revisions to policies were put on hold due to recent changes in the law, that became effective January 1, 2026. The appendix for “public officials who manage public investments” is no longer required. Those public officials now file directly with the FPPC. Also, the new titles “Chief of Harbor Patrol” and “Deputy Chief of Harbor Patrol” were added.

On September 15th, revisions were received from Ventura County Legal Counsel and the item was pulled from the September 16th agenda. The Ventura County Legal Counsel’s revisions are in blue. Revisions were sent to Lagerlof and the yellow highlight redline was added to ensure Commissioners were properly covered under the policy.

When the Board approves the policy, it will be sent back to the County of Ventura, and their Legal Counsel will once again review.

FISCAL IMPACT:

None.

ATTACHMENTS:

Attachment 1 – Exhibits Redlined

Attachment 2 – Resolution No. 3563

REDLINED VERSION

**CONFLICT OF INTEREST AND DISCLOSURE CODE
OF THE VENTURA PORT DISTRICT**

The Political Reform Act, Government Code sections 81000, et seq., requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation, 2 California Code of Regulations section 18730, that contains the terms of a standard conflict of interest code, which may be incorporated by reference and may be amended by the Commission to conform to amendments in the Political Reform Act after public notice and hearings. Therefore, the terms of 2 California Code of Regulations section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission, along with the attached Exhibit A (designating the officials and employees of the Ventura Port District who are subject to this Code) and Exhibit B (disclosure categories), are hereby incorporated by reference and, together with the attached Exhibits, constitute the Conflict of Interest and Disclosure Code of the Ventura Port District (the "District").

Designated persons shall file their statements of economic interests with the filing officer designated for their position in Exhibit A. The District's Filing Officer shall make and retain a copy of each statement filed and shall forward the original statements of the members of the Board of Port Commissioners, the General Manager, the Deputy General Manager and the Administrative Services Manager to the Clerk of the County Board of Supervisors. All statements of economic interests filed under this Code are public records and shall be available for public inspection and reproduction during regular business hours. (Gov. Code § 81008.)

This Code shall be reviewed and amended when a change is necessitated by changed circumstances, in accordance with Government Code sections 87302, 87303, 87306 and 87306.5. No conflict of interest code or amendment is effective until it has been approved by the code reviewing body, which for the District is the Board of Supervisors of the County.

EXHIBIT A
DESIGNATED POSITIONS

# OF POSITIONS	POSITION TITLE	DISCLOSURE CATEGORIES (From Exhibit B)	FILING OFFICER (Designate County Clerk of Board [COB] or Local Agency's Clerk [AC])
5	Members of the Board of Port Commissioners	1, 2	COB
1	General Manager	1, 2	COB
1	Deputy General Manager	1, 2	COB
1	Administrative Services Manager	1	COB
1	District Legal Counsel	1	AC
1	Harbormaster/ Chief of Harbor Patrol	2 1	AC
1	Deputy Chief of Harbor Patrol	1	AC
1	Business Operations Manager	2 1	AC
1	Senior Business Operations Manager	2 1	AC
1	Accounting Supervisor	2 1	AC
1	Marketing Manager	2 1	AC
1	Marina Supervisor	2 1	AC
1	Facilities Manager	2 1	AC
1	Maintenance Supervisor	2 1	AC
1	Capital Projects Manager	2 1	AC
4	Administrative Services Manager	2	AC
1	Commercial Fisheries Manager	2 1	AC
Consultants ¹			

- Removed Disclosure Category 2 from Members of the Board of Port Commissioners, General Manager and Deputy General Manager because Disclosure Category 1 already includes it.
- Administrative Services Manager Disclosure Category and Filing Officer changed.
- District Legal Counsel was added.
- Disclosure Categories for all other positions changed from 2 to 1.

Notes:

- 1) The Filing Official for the Members of the Board, General Manager, ~~and~~ Deputy General Manager and Administrative Services Manager is the Clerk of the Ventura County Board of Supervisors.
- 2) The Filing Official for all other positions is the Clerk of the Ventura Port District.

¹ The disclosure, if any, required of a consultant will be determined on a case-by-case basis by the head of the agency or designee. The determination of whether a consultant has disclosure requirements should be made in writing on a Fair Political Practices Commission Form 805. The determination should include a description of the consultant's duties and based upon that description, a statement of the extent, if any, of the disclosure requirements. Each Form 805 is a public record and should be retained for public inspection either in the same manner and location as the Conflict of Interest Code, or with appropriate documentation at the location where the Conflict of Interest Code is maintained, cross-referencing to the Form 805.

EXHIBIT B – DISCLOSURE CATEGORIES

The terms *italicized* below have specific meaning under the Political Reform Act. In addition, the financial interests of a spouse, domestic partner and dependent children of the public official holding the designated position may require reporting. Consult the instructions and reference pamphlet of ~~the~~ Form 700 for explanation.

Category 1 – BROADEST DISCLOSURE

[SEE FORM 700 SCHEDULES A-1, A-2, B, C, D and E]

- (1) All sources of *income, gifts, loans and travel payments*.
- (2) All *interests in real property*.
- (3) All *investments and business positions in business entities*.

Category 2 – REAL PROPERTY

[SEE FORM 700 SCHEDULE B]

All interests in real property, including interests in real property held by business entities and trusts in which the public official holds a business position or has an investment or other financial interest.

Category 3 – LAND DEVELOPMENT, CONSTRUCTION AND TRANSACTION

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which engage in land development, construction, or real property acquisition or sale.

Category 4 – PROCUREMENT

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which provide services, supplies, materials, machinery or equipment which the designated position procures or assists in procuring on behalf of their agency or department.

Category 5 – REGULATION AND PERMITTING

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which are subject to the regulatory, permitting or licensing authority of, or have an application or license pending before, the designated position's agency or department.

Category 6 – FUNDING

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which receive grants or other funding from or through the designated position's agency or department.

APPENDIX – DESIGNATING OFFICIALS WHO MANAGE PUBLIC INVESTMENTS

~~Pursuant to Government Code section 87200 et seq., certain city and county officials, as well as all “other officials who manage public investments,” are required to disclose their economic interests in accordance with the Political Reform Act. This Appendix provides the relevant definitions for determining which public officials qualify as “other officials who manage public investments,” designates the agency’s positions which qualify as such, and states the Filing Officer for each designated position.~~

APPLICABLE DEFINITIONS

~~As set forth in 2 California Code of Regulations section 18701, the following definitions apply for the purposes of Government Code section 87200:~~

~~(1) “Other public officials who manage public investments” means:~~

~~(A) Members of boards and commissions, including pension and retirement boards or commissions, or of committees thereof, who exercise responsibility for the management of public investments.~~

~~(B) High-level officers and employees of public agencies who exercise primary responsibility for the management of public investments, such as chief or principal investment officers or chief financial managers. This category shall not include officers and employees who work under the supervision of the chief or principal investment officers or the chief financial managers.~~

~~(C) Individuals who, pursuant to a contract with a state or local government agency, perform the same or substantially all the same functions that would otherwise be performed by the public officials described in subdivision (1)(B) above.~~

~~(2) “Public investments” means the investment of public moneys in real estate, securities, or other economic interests for the production of revenue or other financial return.~~

~~(3) “Public moneys” means all moneys belonging to, received by, or held by, the state, or any city, county, town, district, or public agency therein, or by an officer thereof acting in his or her official capacity, and includes the proceeds of all bonds and other evidences of indebtedness, trust funds held by public pension and retirement systems, deferred compensation funds held for investment by public agencies, and public moneys held by a financial institution under a trust indenture to which a public agency is a party.~~

~~(4) “Management of public investments” means the following non-ministerial functions: directing the investment of public moneys; formulating or approving investment policies; approving or establishing guidelines for asset allocations; or approving investment transactions.~~

DESIGNATED POSITIONS AND FILING OFFICERS

~~Based on the foregoing, the following agency positions and/or consultants qualify as “other officials who manage public investments” and shall file Statements of Economic Interests (Form 700) pursuant to Government Code section 87200 et seq. with the below-designated Filing~~

# OF POSITIONS	POSITION TITLE	DISCLOSURE CATEGORIES (From Exhibit B)	FILING OFFICER (Designate County Clerk of Board [COB] or Local Agency's Clerk [AC])
5	Members of the Board of Port Commissioners	4	COB
1	General Manager	4	COB
1	Deputy General Manager	4	COB
1	Harbormaster	2	AC
1	Business Operations Manager	2	AC
1	Senior Business Operations Manager	2	AC
1	Accounting Supervisors	2	AC
1	Marketing Manager	2	AC
1	Marina Supervisor	2	AC
1	Facilities Manager	2	AC
1	Maintenance Supervisor	2	AC
1	Capital Projects Manager	2	AC
1	Administrative Services Manager	2	AC
1	Commercial Fisheries Manager	2	AC
Consultants²			

~~Officers:~~

- ~~No longer required.~~

² ~~The disclosure, if any, required of a consultant will be determined on a case-by-case basis by the head of the agency or designee. The determination of whether a consultant has disclosure requirements should be made in writing on a Fair Political Practices Commission Form 805. The determination should include a description of the consultant's duties and based upon that description, a statement of the extent, if any, of the disclosure requirements. Each Form 805 is a public record and should be retained for public inspection either in the same manner and location as the Conflict of Interest Code, or with appropriate documentation at the location where the Conflict of Interest Code is maintained, cross-referencing to the Form 805.~~

EXHIBIT C - ADDITIONAL CODE PROVISIONS

The following additions to the FPPC Standard Code are hereby incorporated into the Conflict of Interest and Disclosure Code of the Ventura Port District in addition to the standard conflict of interest code set forth in 2 California Code of Regulations section 18730, to summarize relevant state law:

DISQUALIFICATION

- ~~1. An investment, interest in real property, income or source of income of a designated employee shall not be a basis for disqualification under this Conflict of Interest Code where such interest will foreseeably be affected only by the decisions to fix an ad valorem property tax rate or uniform assessments for the District applicable to the public generally. (Cal. Code of Regs., Title 2, Section 18703)~~
1. A designated employee is not required to disqualify himself or herself from a governmental decision where the reasonably foreseeable material financial effect of the decision on the employee's financial interest is indistinguishable from the effect on the public generally, as provided in 2 California Code of Regulations section 18703. This includes, without limitation: (a) a decision that sets or adjusts the amount of an assessment, tax, fee or rate for water, utility or other broadly provided public services that is applied equally, proportionally, or by the same percentage to the employee's interest and to all others subject to the assessment, tax, fee or rate, provided the decisions to impose the assessment, tax, fee or rate and to determine who is subject to it have already been made (Cal. Code Regs., tit. 2, § 18703(e)(1)); and (b) a decision made by the District, as the governmental entity primarily responsible for management of the harbor, that affects, in a similar manner, permits, licenses or other use entitlements granted by the District that are broadly available to all others similarly situated and provided on substantially the same terms, where the employee's affected interest relates to such a permit, license or use entitlement from the District (Cal. Code Regs., tit. 2, § 18703(e)(8)).
2. After disqualification, a designated employee may make an appearance, submit information, or express views on the same basis as any other citizen on matters related solely to his personal interest, provided that it is done publicly and provided that the person clearly indicates he is acting in a private capacity.
3. Rule of Necessity: Item No. 1 (above) does not prevent a designated employee from making or participating in the making of a governmental decision to the extent that his participation is legally required for an action or decision to be made. The fact that a designated employee's vote is needed to break a tie does not make this participation legally required for the purposes of this section. The attorney for the District is empowered to advise any designated employee whether or not the "Rule of Necessity" is applicable in any particular instance.

OPINIONS AND ADVICE OF COUNSEL AND OF THE COMMISSION

1. Opinion and Advice Requests. Any designated employee who is unsure of any right or obligation arising under this Code may, with the prior approval of the General Manager, request seek advice from the District's legal counsel.

In addition, designated employees, through District legal counsel, may seek formal opinions and advice letters from the FPPC pursuant to Government Code section 83114. a formal opinion or letter of advice from the FPPC or a written opinion from the attorney for the District. Pursuant to Government Code section 83114(a).

Evidence of Good Faith. If an opinion is rendered by the attorney for the District stating the facts and the law upon which the opinion is based, compliance by the designated

~~employee with the conclusions of such an opinion is evidence of good faith in any civil or criminal proceeding brought pursuant to the Political Reform Act of 1974 on this Code but may not be conclusive as to whether the designated employee acted in good faith. The designated employee's good faith compliance with the opinion of the District's attorney shall also act as a complete defense to any disciplinary action that the District may bring under Section 91003.5 of said Act of this Code. A designated employee may also seek an opinion or advice letter from the FPPC pursuant to Government Code Section 83114 who acts in good faith on an opinion issued to that person by the FPPC shall not be subject to criminal or civil penalties for so acting, provided that the material facts are as stated in the opinion request. Pursuant to Government Code section 83114(b), a formal advice letter, shall be a complete defense in any enforcement proceeding initiated by the FPPC, and evidence of good faith conduct in any other civil or criminal proceeding, if the designated employee, at least 21 working days prior to the alleged violation, requested written advice from the FPPC in good faith, disclosed truthfully all the material facts, and committed the acts complained of either in reliance on the advice or because of the failure of the FPPC to provide advice within 21 days of the request or such later extended time which shall act as a complete defense in any subsequent enforcement proceeding brought by the FPPC.~~

STATUTE OF LIMITATIONS

- ~~1. No action based on a disqualification provision of this Code shall be brought pursuant to Government Code Section 91003(b) to restrain the execution of or to set aside official action of the District unless the complaint or petition is filed and served upon the District within 90 days following the official action.~~

DEFINITIONS

1. The definitions contained in the Political Reform Act of 1974 (Government Code Section 81000 et. seq.) and regulations adopted pursuant thereto are incorporated into this Conflict of Interest Code. Conflict of Interest disclosure reports shall be made on Fair Political Practices Commission Form 700, or any successor forms thereto.



RESOLUTION NO. 3563

**RESOLUTION OF THE BOARD OF PORT COMMISSIONERS
OF THE VENTURA PORT DISTRICT
APPROVING ITS CONFLICT OF INTEREST AND DISCLOSURE POLICY**

WHEREAS, the Political Reform Act, Government Code section 81000 et seq., requires local government agencies to adopt and promulgate Conflict of Interest Codes.

WHEREAS, the Fair Political Practices Commission has adopted a regulation (2 Cal. Code Regs., § 18730) which contains the terms of a standard Conflict of Interest Code, which may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act after public notice and hearings.

WHEREAS, the terms of California Code of Regulations, Title 2, Section 18730, and any amendment to it duly adopted by the Fair Political Practices Commission, are hereby incorporated by reference as the Conflict of Interest Code for the Ventura Port District, and along with the attached Exhibit A, which designates positions requiring disclosure and Exhibit B, which set forth disclosure categories for each designated position, constitute the Conflict of Interest Code of the Ventura Port District.

WHEREAS, persons holding positions designated in Exhibit A shall file Form 700 Statements of Economic Interests with the Filing Officer specified for that position in Exhibit A.

WHEREAS, in preparing the form 700, designated filers need only disclose those financial interests falling within the disclosure categories designated for that filer's position as stated in Exhibits A and B.

WHEREAS, pursuant to said Act, the Ventura Port District ("District") adopted its initial conflict of interest code ("Code") which has since been updated and amended several times, with the latest action being the adoption of Board Resolution No. 3541 on October 15, 2025.

WHEREAS, the Board has determined that it is in the best interest of the District to amend the Code in certain particulars to include new and revised positions.

WHEREAS, as a result of such an amendment, the Board finds it is desirable and in the best interests of the District to rescind the existing Code and adopt the new Code in the manner set forth herein as Exhibit A.

ATTACHMENT 2

NOW, THEREFORE, BE IT RESOLVED that the Board of Port Commissioners of the Ventura Port District hereby rescinds Resolution No. 3541, and adopts in its place Exhibit A, Exhibit B and Exhibit C of its Conflict of Interest and Disclosure Code of the Ventura Port District, which are shown on Exhibit A attached hereto.

BE IT FURTHER RESOLVED that a secretarially certified copy of this Resolution, including the attached Exhibit A, B, and C, shall be forwarded to the Ventura Board of Supervisors as an amendment to the Conflict of Interest and Disclosure Code of the Ventura Port District.

PASSED, APPROVED AND ADOPTED at a regular meeting of the Board of Port Commissioners of Ventura Port District held on the 7th day of October 2026 by the following vote:

AYES:

NOES:

ABSTAINED:

ABSENT:

Michael Blumenberg, Chair

ATTEST:

Anthony Rainey, Secretary

ATTACHMENT 2

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

I, Anthony Rainey, 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 7th day of October 2026 by the following vote:

AYES:

NOES:

ABSTAINED:

ABSENT:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of said District this 7th of October 2026.

Anthony Rainey, Secretary

ATTACHMENT 2

**CERTIFICATION OF THE SECRETARY OF
VENTURA PORT DISTRICT**

I, the undersigned, do hereby certify:

1. I am the duly elected and acting Secretary of the Ventura Port District.
2. The foregoing Resolution approving the new Conflict of Interest and Disclosure Code of the Ventura Port District was adopted at a regular meeting of the Board of Port Commissioners held on October 7, 2026.

IN WITNESS WHEREOF, I have executed this Certificate of Secretary of the District this 7th day of October 2026.

Anthony Rainey, Secretary
Ventura Port District
Board of Port Commissioners

**CONFLICT OF INTEREST AND DISCLOSURE CODE
OF THE VENTURA PORT DISTRICT**

The Political Reform Act, Government Code sections 81000, et seq., requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation, 2 California Code of Regulations section 18730, that contains the terms of a standard conflict of interest code, which may be incorporated by reference and may be amended by the Commission to conform to amendments in the Political Reform Act after public notice and hearings. Therefore, the terms of 2 California Code of Regulations section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission, along with the attached Exhibit A (designating the officials and employees of the Ventura Port District who are subject to this Code) and Exhibit B (disclosure categories), are hereby incorporated by reference and, together with the attached Exhibits, constitute the Conflict of Interest and Disclosure Code of the Ventura Port District (the "District").

Designated persons shall file their statements of economic interests with the filing officer designated for their position in Exhibit A. The District's Filing Officer shall make and retain a copy of each statement filed and shall forward the original statements of the members of the Board of Port Commissioners, the General Manager, the Deputy General Manager and the Administrative Services Manager to the Clerk of the County Board of Supervisors. All statements of economic interests filed under this Code are public records and shall be available for public inspection and reproduction during regular business hours. (Gov. Code § 81008.)

This Code shall be reviewed and amended when a change is necessitated by changed circumstances, in accordance with Government Code sections 87302, 87303, 87306 and 87306.5. No conflict of interest code or amendment is effective until it has been approved by the code reviewing body, which for the District is the Board of Supervisors of the County.

EXHIBIT A – DESIGNATED POSITIONS AND FILING OFFICERS

# OF POSITIONS	POSITION TITLE	DISCLOSURE CATEGORIES (From Exhibit B)	FILING OFFICER (Designate County Clerk of Board [COB] or Local Agency's Clerk [AC])
5	Members of the Board of Port Commissioners	1	COB
1	General Manager	1	COB
1	Deputy General Manager	1	COB
1	Administrative Services Manager	1	COB
1	District Legal Counsel	1	AC
1	Harbormaster/Chief of Harbor Patrol	1	AC
1	Deputy Chief of Harbor Patrol	1	AC
1	Business Operations Manager	1	AC
1	Senior Business Operations Manager	1	AC
1	Accounting Supervisor	1	AC
1	Marketing Manager	1	AC
1	Marina Supervisor	1	AC
1	Facilities Manager	1	AC
1	Maintenance Supervisor	1	AC
1	Capital Projects Manager	1	AC
1	Commercial Fisheries Manager	1	AC
Consultants ¹			

Notes:

- 1) The Filing Official for the Members of the Board General Manager, Deputy General Manager and Administrative Services Manager is the Clerk of the Ventura County Board of Supervisors.
- 2) The Filing Official for all other positions is the Clerk of the Ventura Port District.

¹ The disclosure, if any, required of a consultant will be determined on a case-by-case basis by the head of the agency or designee. The determination of whether a consultant has disclosure requirements should be made in writing on a Fair Political Practices Commission Form 805. The determination should include a description of the consultant's duties and based upon that description, a statement of the extent, if any, of the disclosure requirements. Each Form 805 is a public record and should be retained for public inspection either in the same manner and location as the Conflict of Interest Code, or with appropriate documentation at the location where the Conflict of Interest Code is maintained, cross-referencing to the Form 805.

EXHIBIT B – DISCLOSURE CATEGORIES

The terms *italicized* below have specific meaning under the Political Reform Act. In addition, the financial interests of a spouse, domestic partner and dependent children of the public official holding the designated position may require reporting. Consult the instructions and reference pamphlet of Form 700 for explanation.

Category 1 – BROADEST DISCLOSURE

[SEE FORM 700 SCHEDULES A-1, A-2, B, C, D and E]

- (1) All sources of *income, gifts, loans and travel payments*.
- (2) All *interests in real property*.
- (3) All *investments and business positions in business entities*.

Category 2 – REAL PROPERTY

[SEE FORM 700 SCHEDULE B]

All interests in real property, including interests in real property held by business entities and trusts in which the public official holds a business position or has an investment or other financial interest.

Category 3 – LAND DEVELOPMENT, CONSTRUCTION AND TRANSACTION

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which engage in land development, construction, or real property acquisition or sale.

Category 4 – PROCUREMENT

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which provide services, supplies, materials, machinery or equipment which the designated position procures or assists in procuring on behalf of their agency or department.

Category 5 – REGULATION AND PERMITTING

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which are subject to the regulatory, permitting or licensing authority of, or have an application or license pending before, the designated position's agency or department.

Category 6 – FUNDING

[SEE FORM 700 SCHEDULES A-1, A-2, C, D and E]

All investments, business positions and sources of income, gifts, loans and travel payments, from sources which receive grants or other funding from or through the designated position's agency or department.

ATTACHMENT 2
EXHIBIT C - ADDITIONAL CODE PROVISIONS

The following additions to the FPPC Standard Code are hereby incorporated into the Conflict of Interest and Disclosure Code of the Ventura Port District, in addition to the standard conflict of interest code set forth in 2 California Code of Regulations section 18730, to summarize relevant state law:

DISQUALIFICATION

1. A designated employee is not required to disqualify himself or herself from a governmental decision where the reasonably foreseeable material financial effect of the decision on the employee's financial interest is indistinguishable from the effect on the public generally, as provided in 2 California Code of Regulations section 18703. This includes, without limitation: (a) a decision that sets or adjusts the amount of an assessment, tax, fee or rate for water, utility or other broadly provided public services that is applied equally, proportionally, or by the same percentage to the employee's interest and to all others subject to the assessment, tax, fee or rate, provided the decisions to impose the assessment, tax, fee or rate and to determine who is subject to it have already been made (Cal. Code Regs., tit. 2, § 18703(e)(1)); and (b) a decision made by the District, as the governmental entity primarily responsible for management of the harbor, that affects, in a similar manner, permits, licenses or other use entitlements granted by the District that are broadly available to all others similarly situated and provided on substantially the same terms, where the employee's affected interest relates to such a permit, license or use entitlement from the District (Cal. Code Regs., tit. 2, § 18703(e)(8)).
2. After disqualification, a designated employee may make an appearance, submit information, or express views on the same basis as any other citizen on matters related solely to his personal interest, provided that it is done publicly and provided that the person clearly indicates he is acting in a private capacity.
3. Rule of Necessity: Item No. 1 (above) does not prevent a designated employee from making or participating in the making of a governmental decision to the extent that his participation is legally required for an action or decision to be made. The fact that a designated employee's vote is needed to break a tie does not make this participation legally required for the purposes of this section. The attorney for the District is empowered to advise any designated employee whether or not the "Rule of Necessity" is applicable in any particular instance.

OPINIONS AND ADVICE OF THE COMMISSION

1. Opinion and Advice Requests. Any designated employee who is unsure of any right or obligation arising under this Code may, with the prior approval of the General Manager, seek advice from the District's legal counsel.

In addition, designated employees, through District legal counsel, may seek formal opinions and advice letters from the FPPC pursuant to Government Code section 83114. Pursuant to Government Code section 83114(a), a designated employee who acts in good faith on an opinion issued to that person by the FPPC shall not be subject to criminal or civil penalties for so acting, provided that the material facts are as stated in the opinion request. Pursuant to Government Code section 83114(b), a formal advice letter shall be a complete defense in any enforcement proceeding initiated by the FPPC, and evidence of good faith conduct in any other civil or criminal proceeding, if the designated employee, at least 21 working days prior to the alleged violation, requested written advice from the FPPC in good faith, disclosed truthfully all the material facts, and committed the acts complained of either in reliance on the advice or because of the failure of the FPPC to provide advice within 21 days of the request or such later extended time.

ATTACHMENT 2

DEFINITIONS

1. The definitions contained in the Political Reform Act of 1974 (Government Code Section 81000 et. seq.) and regulations adopted pursuant thereto are incorporated into this Conflict of Interest Code. Conflict of Interest disclosure reports shall be made on Fair Political Practices Commission Form 700, or any successor forms thereto.



BOARD OF PORT COMMISSIONERS OCTOBER 7, 2026

STANDARD AGENDA ITEM 1 BAIT PEN FEASIBILITY STUDY

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

STANDARD AGENDA ITEM 1
Meeting Date: October 7, 2026

TO: Board of Port Commissioners
FROM: Brian D. Pendleton, General Manager
Todd Mitchell, Deputy General Manager
SUBJECT: Bait Pen Feasibility Study

RECOMMENDATION:

That the Board of Port Commissioners receive a presentation on the outcome of a Bait Pen Feasibility Study prepared for Ventura Harbor.

SUMMARY:

On November 12, 2025, the Board of Port Commissioners approved the Parcels 20 and 14 Redevelopment Project, following approvals by the City of Ventura and the California Coastal Commission. The developer at that time and the new Master Lessee of the parcel requested that the redevelopment project not be obligated to include live bait pens as a project condition. That request was discussed and public comments were received. The project was approved without the requirement for live bait pens to be a part of the redeveloped project but did allow for them.

Staff retained consulting firm Kimley-Horn to evaluate several locations within Ventura Harbor for the feasibility of live bait pens, the report for which is attached and will be presented to the Board.

GUIDING PRINCIPLES:

- 1) Maintain a safe, navigable, and resilient harbor.
- 2) Advance the harbor's vibrant, working waterfront in support of commercial and recreational fishing and boating.
- 7) Provide high-quality Harbor and coastal visitor-serving amenities, services, facilities and infrastructure.

5-YEAR OBJECTIVES:

- F) Support current and future commercial fishing and sustainable aquaculture industries. Maintain and improve working waterfront facilities and infrastructure.
 - 2) Continue improvements of District's Working Waterfront infrastructure.
- M) Collaborate with Master Tenants and National Park Service to plan, improve, and develop the Harbor in a financially and environmentally sustainable way.
 - 1) Engagement and support of Master Tenants for successful business operations at the Harbor.
 - 2) Evaluate opportunities for Parcel Development.

BACKGROUND:

The Parcels 20 and 14 Redevelopment Project received approval from the City of Ventura on April 25, 2024, followed by the California Coastal Commission on July 9, 2025.

The Coastal Commission staff expressed concern about the limited number of small boat slips, defined as slips for vessels 36 feet or shorter. However, they acknowledged that the 2023 Project included slips for recreational sport fishing boats, which enhance public access to the ocean. Additionally, the inclusion of dry boat storage was recognized as a more affordable alternative to in-water slips. To address the Commission's concerns, DMH agreed to a modest increase in the number of small boat slips.

In response to public feedback regarding navigational safety, DMH revised the configuration of the easternmost dock. The dock's length was reduced, and the distance between it and the Portside dock system was increased to 220 feet. This change resulted in a smaller marina footprint and the

removal of live bait wells in use by recreational sport fishing operations and other recreational fishers within the harbor.

During the Board's consideration of the project in the fall of 2025, the business entities and members of the public that purchase live bait shared their concerns that a lack of access to live bait will be a detriment to their operations and to recreational fishing.

In response to Board direction at the time of the project review, staff assessed the live bait operations through discussions with both Derecktor Marine Holdings (the previous master tenant) and Argo-Suntex (the current master tenant), the sport fishing subtenant, and the subtenant's bait supplier. The latter two both expressed interest in continuing and expanding live bait services for the sport fishing industry and public.

STUDYING ALTERNATIVES FOR LIVE BAIT PENS

Although bait wells are not part of the approved Parcel 20 marina redesign project design, they are a permitted use and may be incorporated in the marina. Their inclusion would not constitute a change from existing conditions, as bait wells are already present at the site. If a floating bait barge were moored within the marina, Staff do not believe any additional permits would be required, however if bait wells were made a permanent dock structural component, additional permits will be necessary.

However, as the Master Tenant has expressed their desire not to incorporate this, Staff internally contemplated a number of alternative solutions for bait pens, including floating bait barges and standalone bait docks.

The Village Marina is currently at full capacity with a waitlist of commercial vessels and has been asked to accommodate additional vessels from the Port of Hueneme's commercial fleet when the Commercial Fish Modernization project is completed. Other potential locations south of the Village Marina would place bait operations further from the public launch ramp and sport fishing fleet, increasing vessel traffic in the inner Harbor.

Staff believe that integrating bait wells proximate to the harbor entrance remains the safest and most prudent approach, however it was clear that outside expertise would be required to properly evaluate all of the options.

Therefore, Staff retained engineering firm Kimley-Horn, as the lead engineer Jerry Holcomb assisted the harbor with studies of inner harbor navigation issues and as Mr. Holcomb has also designed live bait wells for other harbors.

FEASIBILITY STUDY & OUTCOME

Kimley-Horn has completed a study that evaluated 7 locations generally proximate to the harbor entrance:

1. Launch Ramp Basin - attached or near the launch ramp dock.
2. Launch Ramp Basin - attached or near the Portside dock system
3. Kinship Marina - attached or near the future Kinship marina dock system
4. Main Channel - south of entrance, at or near the NPS dock system
5. Main Channel - near the Harbortown Point marina
6. Turning Basin - south end near the revetment
7. Turning Basin - attached or near the District Long Dock

(See Attachment 1 for map of locations).

The study evaluated each location based on 10 criteria:

1. Navigational clearance
2. Water depth
3. Water quality & circulation
4. Environmental resources
5. Wildlife & Public Nuisance
6. Adjacent Land & Water Use
7. Vendor Access & Operations
8. Regulatory & Permitting
9. Financial & Revenue
10. Storm & Wave Exposure

Based on the evaluation criteria, only 2 of the 7 locations were deemed preferable (locations 3 and 5), one deemed conditional, and one deemed not preferable. 3 locations were deemed not feasible. A table with the findings is included in Attachment 2.

LOCATIONS 3 & 5

Locations 3 (Kinship Marina - attached or near the future Kinship marina dock system) and 5 (Main Channel - near the Harbortown Point marina) both were identified as being preferable for the evaluation criteria.

Location 3 does occupy an end-tie slip but otherwise best satisfies the other criteria. As the pens could be attached directly to the dock system and the activity is permitted, this option would be the lowest cost.

Location 5 would require additional permitting and may require minor relocation of a US Coast Guard buoy. It may also require more proactive management (particularly regarding wildlife) since it would likely not be directly attached to a staffed marina. These factors would have additional financial implications for construction and operation.

While locations 2 and 4 are also feasible, they have additional limitations and there is no advantage to either location over Locations 3 or 5.

Live bait operators seeking opportunities at Location 3 should discuss them directly with the District's master tenant who operates Kinship Marina. All subleases are subject to District approval. Live Bait operators seeking opportunities at Site 5 should discuss them directly with the District consistent with the District's leasing policy for operator(s) seeking to entitle, engineer, permit, construct, install, and operate the bait pens through a lease agreement.

FISCAL IMPACTS:

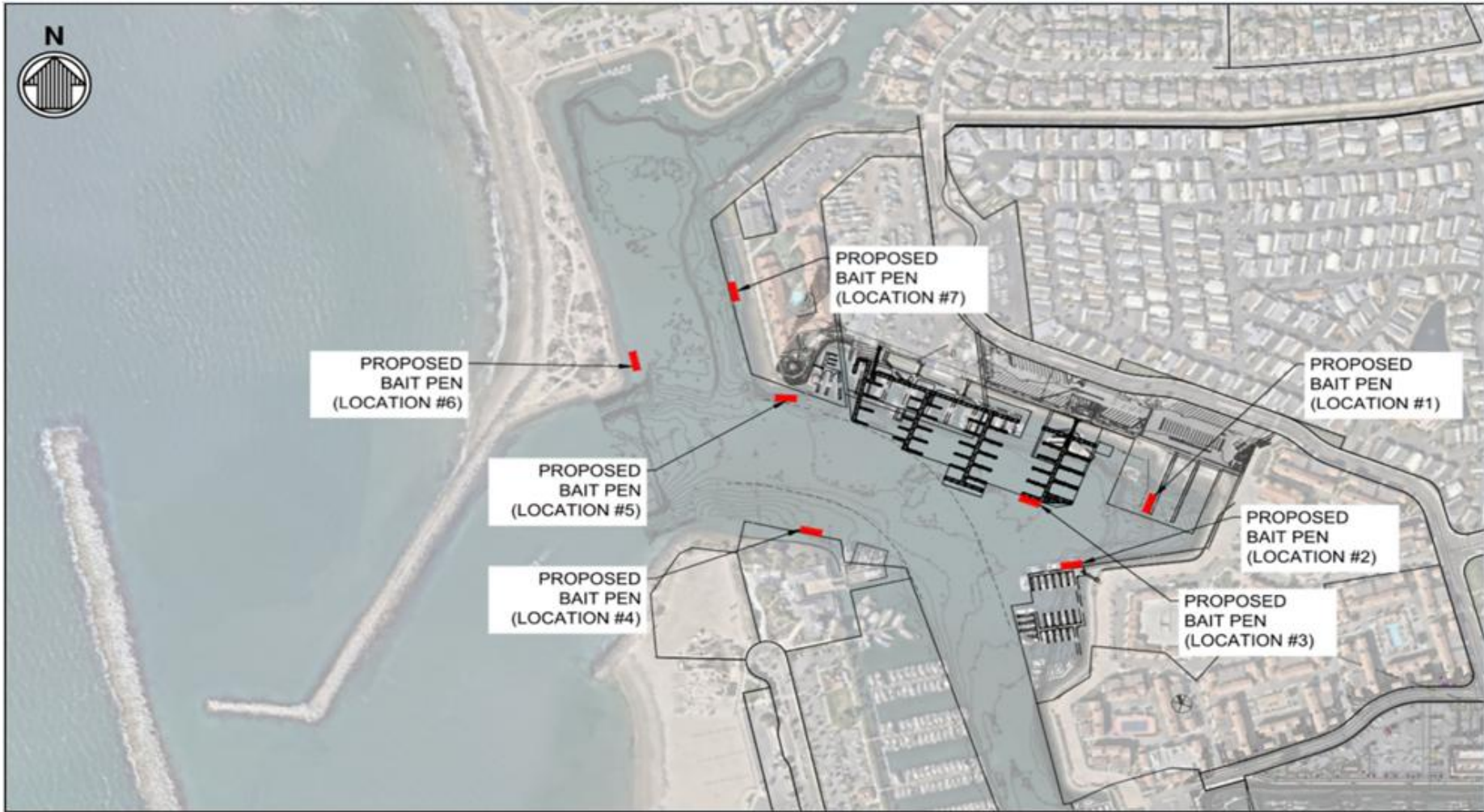
The District engaged Kimley-Horn under a professional services agreement to conduct the feasibility study for the live bait pens in the amount not to exceed \$25,000. At the time of this report, approximately 50% of the contract value has been expended.

It is the General Manager's recommendation that all further costs to entitle, engineer, permit, construct, install, and operate the bait pens for Location 5 be borne by the operator.

ATTACHMENTS:

Attachment 1 – Map of Bait Pen Candidate Locations Studied
Attachment 2 – Summary of Evaluation
Attachment 3 – Why Locations #3 and #5 are Recommended

Attachment 1 – Map of Bait Pen Candidate Locations Studied



Attachment 2 – Summary of Evaluation

Summary Evaluation

All seven locations

Loc.	Location	Clear Width	Depth	Required	Result	Recommendation
#1	Launch Ramp Basin – attached or near the launch ramp dock	199.7 ft	< –10 ft	204 ft	FAIL	Not feasible
#2	Launch Ramp Basin – attached or near the Portside dock system	182.9 ft	–10 to –12 ft	183 ft	MARGINAL	Not preferred
#3	Kinship Marina – attached or near the future Kinship marina dock system	205.9 ft	–12 ft	183 ft	PASS	Preferred
#4	Main Channel – south of entrance, at or near the NPS dock system	407.4 ft	–15 ft	343 ft	MARGINAL	Not preferred
#5	Main Channel – near the Harbortown Point marina	358.5 ft	–14 ft	343 ft	PASS	Preferred
#6	Turning Basin – south end near the revetment	320.8 ft	–13 ft	343 ft	FAIL	Not feasible
#7	Turning Basin – attached or near the District Long Dock	343.5 ft	< –10 ft	343 ft	MARGINAL	Not feasible

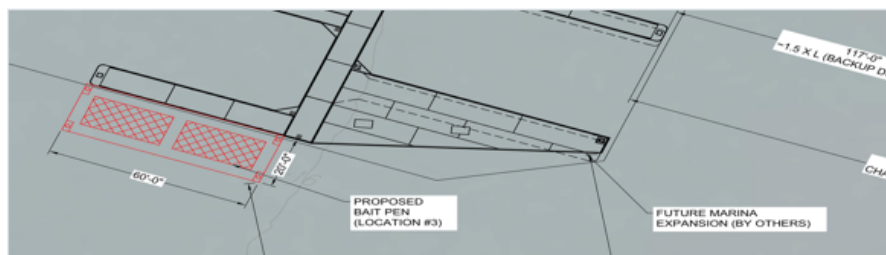
Attachment 3 - Why Locations #3 and #5 are Recommended

Why Locations #3 and #5

Recommended for advancement

LOCATION #3

Kinship Marina — End-Tie



- 205.9 ft clear — 22.9 ft above minimum
- Adequate depth at -12 ft MLLW
- Shares marina utilities, gangway and mooring
- Lowest capital cost of the alternatives

Trade-off: Will require approval by Kinship Marina and displaces a few outboard slips.

LOCATION #5

Main Channel — Harbortown Point



- 358.5 ft clear — 15.5 ft above minimum
- Adequate depth at -14 ft MLLW
- Best tidal flushing for bait viability
- No conflict with NPS dock or residences

Trade-off: Needs permitting, possible USCG buoy move, and its own on-site management. Additional wildlife will be present at unoccupied locations.

BOTH MEET ALL CLEARANCE AND DEPTH CRITERIA WITH OPERATIONAL ADVANTAGES



BOARD OF PORT COMMISSIONERS
OCTOBER 7, 2026

STANDARD AGENDA ITEM 2
LEGAL SERVICES
REQUEST FOR PROPOSALS

**VENTURA PORT DISTRICT
BOARD COMMUNICATION**

STANDARD AGENDA ITEM 2
Meeting Date: October 7, 2026

To: Board of Port Commissioners
From: Brian D. Pendleton, General Manager
Subject: Legal Services Request for Proposals

RECOMMENDATION:

That the Board of Port Commissioners receive a report regarding a Request for Proposals (RFP) for outside legal services to serve as the District's general counsel.

SUMMARY:

The District retains outside legal service to function as its general counsel. Lagerlof Lawyers LLP (Lagerlof) currently provides these legal services. Staff will publish the RFP beginning the week of Monday, October 12th with interviews planned for late fall. It is anticipated that a contract for legal services will be provided to the Board for consideration in Q1 2027.

GUIDING PRINCIPLES:

6) Provide exceptional public service and organizational transparency.

5-YEAR OBJECTIVES:

E) Encourage public and civic engagement; maintain high levels of organizational transparency; and promote Harbor-wide diversity, equity and inclusion through District policies, procedures and programs.

- 1) Collaborate with business partners and stakeholders through increased engagement, communication, and participation.

BACKGROUND:

The Ventura Port District currently retains outside legal services to serve as general counsel in support of the District's operations, administration, real estate activities, contracts, regulatory compliance, litigation, and other general municipal and harbor-related matters. These services typically require daily engagement. Legal services for human resources and personnel matters are provided by Liebert Cassidy Whitmore (LCW) and not part of this RFP.

To ensure the District receives high-quality legal services that are responsive to its current and anticipated needs, the General Manager believes an RFP is appropriate. The RFP will provide an opportunity for qualified firms with relevant experience in public agency governance, special districts, commercial real estate, ports and harbors, maritime, environmental, and other applicable areas of law to submit their experience, qualifications and firm's approach to providing legal services to the District.

The RFP will establish the scope of services, minimum qualifications, proposal requirements, and evaluation criteria. Per the District's Procurement and Purchasing policy, legal services are procured as professional services and awarded on the basis of demonstrated competence and qualifications for the types of services to be performed, and at fair and reasonable prices to the District. Therefore, proposals will be evaluated based on factors such as the firm's experience and qualifications, demonstrated understanding of the District's legal needs, qualifications of the attorney(s) who would serve the District, availability and responsiveness, proposed approach to providing services, and fee structure.

Following evaluation of the proposals and interviews, staff will return to the Board with a recommendation regarding selection of a firm and authorization to enter into an agreement for legal services. It is anticipated this will occur by Q1 2027.

FISCAL IMPACT:

The RFP will require noticing in a newspaper of general circulation. Staff will also advertise in industry publications and outreach through the California Special Districts Association (CSDA) network. The cost for advertising is approximately \$3,000. The FY26-27 budget for legal services is \$325,000.

ATTACHMENTS:

None.