



PORT OF OAKLAND

*530 Water Street
Oakland, California 94607
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Minutes

Thursday, April 25, 2019

4:00 PM

Board Room – 2nd Floor

Draft

ROLL CALL

President Butner called the Regular Meeting of April 25, 2019 to order at the hour of 1:06 p.m. and the following Commissioners were in attendance:

Present: 5 - Commissioner Barbara Leslie, Commissioner Joan Story, Second Vice-President Michael Colbruno, First Vice-President Andreas Cluver and President Ces Butner

Excused: 2 - Commissioner Yui Hay Lee and Commissioner Arabella Martinez

Commissioner Story participated in Closed Session by telephone from 61 Marr Ave., Oakland, CA 94611 at the hour of 1:14 p.m.

File ID: [116-19]

1. CLOSED SESSION

President Butner convened the Board in Closed Session at 1:14 p.m. to hear the following Items:

1.1 CONFERENCE WITH REAL PROPERTY NEGOTIATOR - (Pursuant to California Government Code Section 54956.8)

Property: 9532 Earhart Road, Oakland, CA (approximately 3.86 acres)

Negotiating Parties: S3D Partners, LLC and Port of Oakland

Agency Negotiator: Bryant Francis, Director of Aviation; Brandon J. Mark, Aviation Properties Manager; and Paul Caruso, Senior Project Manager

Under Negotiation: Price and Terms of Tenancy

Property: Terminals One and Two at Oakland International Airport (Retail Concessions Units within Terminals)

Negotiating Parties: World Duty Free Group (owned by Dufry AG) operating as Hudson Group and Port of Oakland

Agency Negotiator: Bryant Francis, Director of Aviation; Brandon J. Mark, Aviation Properties Manager

Under Negotiation: Price, Terms and Conditions of Tenancy

Property: One Market Street, Oakland, CA (Howard Terminal)

Negotiating Parties: Oakland Athletics and Port of Oakland

Agency Negotiator: Pamela Kershaw, Director of Commercial Real Estate

Under Negotiation: Price and Terms of Tenancy

File ID: [109-19]

1.2 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION - (Pursuant to Paragraph

(1) of Subdivision (d) of California Government Code Section 54956.9):

Milrene Raspberry v. Port of Oakland, WCAB Case No. ADJ7521359

File ID: [110-19]

1.3 THREAT TO PUBLIC SERVICES OR FACILITIES - (Pursuant to California Government Code Section 54957(a)):

Consultation with: Douglas Mansel, Aviation Security Manager
Port of Oakland

File ID: [111-19]

OPEN SESSION/ROLL CALL

President Butner called the Regular Meeting of April 25, 2019 to order in Open Session at the hour of 4:00 p.m.

Present: 4 - Commissioner Barbara Leslie, Second Vice-President Michael Colbruno, First Vice-President Andreas Cluver and President Ces Butner

Excused: 3 - Commissioner Yui Hay Lee, Commissioner Arabella Martinez and Commissioner Joan Story

CLOSED SESSION REPORT

Port Attorney, Danny Wan, reported that the Board had taken no final action in Closed Session.

2. CONSENT ITEMS

Secretary of the Board, Daria Edgerly, introduced the Consent Items.

A motion was made by Second Vice-President Colbruno, seconded by Commissioner Leslie, to approve the Consent Agenda. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

2.1 Resolution 19-20, Building Permit: for SSA Terminals, LLC to Demolish the Entrance Canopy at the West Entrance, 2505 Middle Harbor Road (Engineering)

File ID: [\[107-19\]](#)

This Resolution was approved.

2.2 Ordinance 4513, 2nd Reading Of An Ordinance Approving And Authorizing The Executive

Director To Execute A Second Amendment To A License & Concession Agreement With Transfer Case Express, Inc. For Premises Located At 1285 Embarcadero Road, Oakland.

File ID: [\[102-19\]](#)

This Ordinance was approved.

- 2.3 Ordinance 4514**, 2nd Reading Of An Ordinance Approving (I) Fourth Supplement And Amendment To Lease And Option To Lease To A Lease Dated September 1, 2011, Originally Between The Port Of Oakland And Business Jet Center-Oakland, L.P., Now With Piedmont Hawthorne Aviation, LLC, Doing Business As Signature Flight Support, To Amend The Premises, Adjust Facilities Rent And Change The Rent Adjustment Dates, And (Ii) A Third Amendment To Lease To A Lease Dated November 1, 2011 With Piedmont Hawthorne Aviation, LLC, Doing Business As Signature Flight Support To Adjust The Facilities Rent And Rent Adjustment Dates, For Premises Located At The North Field Of Oakland International Airport.

File ID: [\[103-19\]](#)

This Ordinance was approved.

- 2.4 Ordinance 4515**, 2nd Reading Of An Ordinance Authorizing And Approving The Execution Of A License And Concession Agreement With CONGLOBAL Industries, LLC, For A Term Extending Through June 30, 2023, Resulting In Annual Rent Ranging From Approximately \$1.7 Million To \$2.1 Million; And Authorizing \$76,331 For A One-Time Rent Credit And \$1.0 Million For Certain Pavement Improvements.

File ID: [\[104-19\]](#)

This Ordinance was approved.

- 2.5 Ordinance 4516**, 2nd Reading Of An Ordinance Amending Section 9.18 Of Port Of Oakland Ordinance No. 867.

File ID: [\[105-19\]](#)

This Ordinance was approved.

- 2.6 Minutes:** Approval of the Minutes of the Regular Meeting of February 28, 2019. **(Board)**

File ID: [\[112-19\]](#)

The Minutes were approved.

- 2.7 Report:** Report of Appointments, Separations and Leaves of Absence for FY 2018-19, 3rd Quarter (January 1, 2019 - March 31, 2019). **(Finance & Admin)**

File ID: [\[026-19\]](#)

This Report was received and filed.

3. MAJOR PROJECTS

There were no "Major Projects" on the Agenda.

4. BUDGET & FINANCE

- 4.1 Resolution 19-21:** Authorization to Extend for Four Years the Letters of Credit Supporting the Port's \$200 Million Commercial Paper Program at an Annual Fee of Approximately \$980,000; Amend the Commercial Paper Indentures and Supporting Documents. **(Finance & Admin)**

File ID: [\[096-19\]](#)

Chief Financial Officer, Sara Lee, introduced Item 4.1.

Tatiana Starostina, Manager of Financial Planning, presented Item 4.1.

A motion was made by First Vice-President Cluver, seconded by Second Vice-President Colbruno, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 4.2 Resolution 19-22:** Authority to Renew Port of Oakland Insurance Policies Arranged and Paid Through Prime Insurance Brokers Described Herein in an Amount Not to Exceed \$4,450,000. **(Finance & Admin)**

File ID: [\[027-19\]](#)

Chief Financial Officer, Sara Lee, introduced Item 4.2.

Josh Schultz, Port Risk Manager, presented Item 4.2.

A motion was made by Second Vice-President Colbruno, seconded by First Vice-President Cluver, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 4.3 Resolution 19-23:** Authorization to (i) Pre-Pay the Port's Proportionate Share of the FY 2020 Unfunded Accrued Liability for the City of Oakland ("City") Miscellaneous Plan (Pension Plan) for which the Port is a Participant, in Lieu of 12 Monthly Payments and (ii) Enter into a Letter

Agreement with the City Outlining Certain Procedures for FY 2020 as a Result of the City Participating in the CalPERS Pre-Pay Program. **(Finance & Admin)**

File ID: [\[095-19\]](#)

Chief Financial Officer, Sara Lee, introduced Item 4.3.

A motion was made by Second Vice-President Colbruno, seconded by Commissioner Leslie, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

4.4 Report: Unaudited Financials for 8 months ended February 28, 2019. **(Finance & Admin)**

File ID: [\[025-19\]](#)

Chief Financial Officer, Sara Lee, presented Item 4.4.

This Report was received and filed.

5. STRATEGY & POLICY

5.1 Resolution 19-24: Resolution to Delegate Authority to Approve the West Oakland Truck Management Plan to the Executive Director **(Engineering)**

File ID: [\[088-19\]](#)

Environmental Programs and Planning Director, Richard Sinkoff, introduced Item 5.1.

Laura Arreola, Port Filed Representative 1, and Andrea Gardner, Port Assoc Envir Planner/Scientist, presented Item 5.1.

Michael Murphy addressed the Board on Item 5.1.

A motion was made by First Vice-President Cluver, seconded by Commissioner Leslie, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

6. REMAINING ACTION ITEMS

6.1 Resolution 19-25: Authorization for Executive Director to Execute a Supplemental Agreement with the Alameda County Sheriff's Office (ACSO) to (1) Extend the Term for Five Additional Years

and (2) Increase Corresponding Maximum Compensation by \$128,602,000 (FY2020 - FY2024).
(Aviation)

File ID: [\[087-19\]](#)

Aviation Director, Bryant Francis, introduced Item 6.1.

Captain Christopher Lucia, Alameda County Sheriff, addressed the Board on Item 6.1.

A motion was made by Second Vice-President Colbruno, seconded by Commissioner Leslie, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 6.2 Resolution 19-26:** Approve and Authorize the Executive Director to Execute an Exclusive Negotiating Agreement with S3D Partners, LLC, for a Term of Twenty-four (24) Months for Property Located at 9532-9636 Earhart Road, Oakland **(Aviation)**

File ID: [\[106-19\]](#)

Aviation Director, Bryant Francis, introduced Item 6.2.

Brandon Mark, Manager of Airport Properties, presented Item 6.2.

Wei-Ling Huber addressed the Board on Item 6.2.

A motion was made by First Vice-President Cluver, seconded by Second Vice-President Colbruno, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 6.3 Ordinance 4517:** Adoption of an Ordinance Approving a *Second Amendment to Space Use Permit for Non-Exclusive Rental Car Concession* with Avis Budget Car Rental, LLC; Enterprise Rent A Car Company of San Francisco; Fox Rent A Car, Inc.; and, The Hertz Corporation, to Amend the Minimum Annual Guarantee for Year 1, Waive the Year 1 Annual Report Deadline, Issue a Rent Credit for Expansion Space For the Months of November and December of 2017; and Extend the Due Date for All Reimbursement Requests From Customer Facility Charges.
(Aviation)

File ID: [\[093-19\]](#)

Aviation Director, Bryant Francis, introduced Item 6.3.

Brandon Mark, Manager of Airport Properties, presented Item 6.3.

A motion was made by Second Vice-President Colbruno, seconded by First Vice-President Cluver, that the Ordinance be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 6.4 Ordinance 4518:** Authorization to (i) Approve Amendment No. 4 to Space/Use Permit for Non-Exclusive In-Terminal Advertising Concession with Clear Channel Outdoor dba Clear Channel Airports with Guaranteed Monthly Revenue of \$10,000; (ii) Waive the Restriction in Resolution No. 16-144 - Resolution Approving a Restatement, Affirmation and Update to the Board's Policy for Awarding Concession and Customer Service Privileges at the Terminal Complex at Oakland International Airport; (iii) Consent to a Corporate Restructuring of Clear Channel; and, (iv) Authorize the Executive Director to Enter into Amendment No. 4 and any Other Necessary Agreements with Clear Channel. (1 Airport Drive) **(Aviation)**

File ID: [\[086-19\]](#)

Aviation Director, Bryant Francis, introduced Item 6.4.

Brandon Mark, Manager of Airport Properties, presented Item 6.4.

A motion was made by Second Vice-President Colbruno, seconded by Commissioner Leslie, that the Ordinance be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

- 6.5 PULLED:** ~~Resolution: Authorize the Executive Director to Execute an Exclusive Negotiating Agreement with Eagle Rock Aggregates, Inc., for the Development and Lease of a Bulk Sand and Aggregate Marine Terminal at Berths 20-22, With a Non-Refundable Fee Up to \$500,000 (Maritime)~~

File ID: [\[094-19\]](#)

This Resolution was pulled.

- 6.6 Resolution 19-27:** Approve and Authorize the Executive Director to Enter into an Agreement with PCMG, Inc. to Renew Microsoft Software Licensing for 3 Years for an Amount Not to Exceed \$761,365. **(Finance & Admin)**

File ID: [\[019-19\]](#)

Director of Information Technology, Kevin Fong, introduced Item 6.6.

A motion was made by Commissioner Leslie, seconded by Second Vice-President Colbruno, that the Resolution be approved. The motion carried by the following vote:

Ayes: 4 - Commissioner Leslie, Second Vice-President Colbruno, First Vice-President Cluver and President Butner

Excused: 3 - Commissioner Lee, Commissioner Martinez and Commissioner Story

7. UPDATES/ANNOUNCEMENTS

Port Attorney, Danny Wan, announced the retirement of Donnell Choy, Deputy Port Attorney, after 13 years of service for the Port of Oakland and over 20 years of service for the City of Oakland.

8. SCHEDULING

There were no "Scheduling Items" on the Agenda.

OPEN FORUM

The following members of the Public addressed the Board in Open Forum:

Wei-Ling Huber, Robert Preston, Adriana Carranza and Dara Bey

ADJOURNMENT

There being no additional business, the Meeting was adjourned at the hour of 5:23 p.m.

Approved:

Daria Edgerly
Secretary of the Board