



MINUTES

Thursday, May 13, 2021

Board Room – 2nd Floor

ROLL CALL

President Cluver called the Regular Meeting of May 13, 2021 to order at the hour of 1:04 p.m. and the following Commissioners participated remotely:

Commissioner Butner joined the meeting at 2:20 p.m.

Present: 7 - Commissioner Ces Butner, Commissioner Michael Colbruno, Commissioner Arabella Martinez, Commissioner Joan Story, Second Vice-President Yui Hay Lee, First Vice-President Barbara Leslie and President Andreas Cluver

1. CLOSED SESSION

President Cluver convened the Board in Closed Session at 1:06 p.m. to hear the following Items:

- 1.1 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION** - (Significant Exposure to Litigation Pursuant to Paragraph (2) of Subdivision (d) of California Government Code Section 54956.9): **Number of Matter(s): 2 (additional information provided on the Closed Session Agenda Report, "Potential Litigation Under California Government Code Section 54956.9 [two (2) Matters],"** attached hereto)

File ID: [\[154-21\]](#)

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

Property: Outer Harbor Terminal Berths 20-22

Negotiating Parties: Eagle Rock Aggregates, Inc. and the Port of Oakland

Agency Negotiator: Bryan Brandes, Director of Maritime and Eric Napralla, Chief Wharfinger

Under Negotiation: Price and Terms of Payment

Property: Outer Harbor Terminal Berths 23-24

Negotiating Parties: TraPac, LLC and the Port of Oakland

Agency Negotiator: Bryan Brandes, Maritime Director

Under Negotiation: Price and Terms of Payment

Property: 1 Market Street, Oakland, CA (Howard Terminal)

Negotiating Parties: The Oakland Athletics and the Port of Oakland

Agency Negotiator: Pamela Kershaw, Director of Commercial Real Estate

Under Negotiation: Price and Terms of Payment

File ID: [\[155-21\]](#)

1.3 CONFERENCE WITH LABOR NEGOTIATORS (Pursuant to California Government Code Section 54957.6):

Employee Organizations International Federation of Professional and Technical Engineers, Local 21; Service Employees International Union, Local 1021; Western Council of Engineers; International Brotherhood of Electrical Workers, Local 1245 And Unrepresented Employees: Port Employee Units H/M

File ID: [\[156-21\]](#)

1.4 PUBLIC EMPLOYEE PERFORMANCE EVALUATION - (Pursuant to California Government Code Section 54957)

Title(s): Executive Director

File ID: [\[157-21\]](#)

OPEN SESSION/ROLL CALL

President Cluver called the Regular Meeting of May 13, 2021 to order in Open Session at the hour of 4:30 p.m.

Commissioner Martinez joined the meeting at 4:46 p.m.

CLOSED SESSION REPORT

Port Attorney, Michele Heffes, reported that the Board had taken the following action in Closed Session:

A motion was made by Commissioner Martinez, seconded by Second Vice-President Lee, to approve Resolution 20-48. The motion carried by the following vote:

7 Ayes: Commissioner Ces Butner, Commissioner Michael Colbruno, Commissioner Arabella Martinez, Commissioner Joan Story, Second Vice-President Yui Hay Lee, First Vice-President Barbara Leslie and President Andreas Cluver

Resolution 20-48: Resolution Approving And Authorizing Execution Of A Settlement Agreement With Pacific Gas And Electric Company ("PG&E") To Resolve All Obligations That PG&E May Assert Against The Port Of Oakland ("Port") For Exit Fees Arising Out Of The Conversion Of Cuthbertson Substation To Wholesale For One Lump Sum Payment By The Port To PG&E In The Amount Of \$342,500. With An Agreed-Upon Cap Of \$25,000 For Any Further Port Exit Fee Liability That The California Legislature And/Or California Public Utilities

Commission May Legally Impose Related To The 2017 North Bay Fires.

Commissioner Michael Colbruno recused himself from Item 1.2 due to a potential financial conflict and was not on the call and took no part in the discussion or deliberation of the item.

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

Property: Outer Harbor Terminal Berths 20-22

Negotiating Parties: Eagle Rock Aggregates, Inc. and the Port of Oakland

Agency Negotiator: Bryan Brandes, Director of Maritime and Eric Napralla, Chief Wharfinger

Under Negotiation: Price and Terms of Payment

2. CONSENT ITEMS

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

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

Ayes: 6 - Commissioner Butner, Commissioner Colbruno, Commissioner Story, Second Vice-President Lee, First Vice-President Leslie and President Cluver

Excused: 1 - Commissioner Martinez

- 2.1 Resolution 21-23:** Authorize the Executive Director to Enter into a Contract with Oshkosh Airport Products, LLC in an Amount Not to Exceed \$1,135,896 for Procurement of Aircraft Rescue Fire Fighting (ARFF) Rescue 2 Vehicle Replacement and Authorize the Executive Director to Execute Contract Change Orders to the Extent Necessary in an Amount Not to Exceed \$20,104.
(Engineering/Aviation)

File ID: [\[137-21\]](#)

This Resolution was approved.

- 2.2 Resolution 21-24:** Authorize the Executive Director to (1) Enter into a Contract with Blocka Construction, Inc. in an Amount Not-to-Exceed \$745,500, (2) Execute Contract Change Orders to the Extent Necessary in the Amount Not-to-Exceed \$100,000, and (3) Execute an Annual Maintenance Support Contract with Blocka Construction, Inc. for up to 10 Years in An Aggregate Amount Not-To-Exceed \$1,000,000 for the Shore Power System Computer Replacement Project.
(Engineering/Maritime)

File ID: [\[136-21\]](#)

This Resolution was approved.

- 2.3 Resolution 21-25:** Authorization to (i) Pre-Pay the Port's Proportionate Share of the FY 2022

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 2022 as a Result of the City Participating in the CalPERS Pre-Pay Program. **(Finance & Admin)**

File ID: [\[125-21\]](#)

This Resolution was approved.

- 2.4 Resolution 21-26:** Approve and Authorize Executive Director to Waive Formal Competition and Enter into a Contract with Absolute Consulting, Inc., dba Absolute Consulting Software Development, Inc. for Advanced-Level Oracle ERP System Support for Three Years With Two, One-Year Extension Options, for a Total Amount Not to Exceed \$1,300,000. **(Finance & Admin)**

File ID: [\[124-21\]](#)

This Resolution was approved.

- 2.5 Resolution 21-27:** Approve and Authorize the Executive Director to Execute A Supplemental Agreement with ABC Security Services, Inc. for Security Services at Middle Harbor Shoreline (MHSP) and Port View Park(s) To: (1) Extend the Term of the Agreement for One Year Expiring June 30, 2022 and (2) Increase the Total Maximum Compensation By \$280,000 For the Remainder of the Extended Term For a Maximum Contract Amount Not to Exceed \$1,500,000 **(SRD)**

File ID: [\[143-21\]](#)

This Resolution was approved.

- 2.6 Resolution 21-28:** Approve and Authorize the Executive Director to Enter into an Agreement with Dasher Technologies, Inc. to Procure Two Information Technology (IT) Storage Arrays for the Oakland International Airport in an Amount Not to Exceed \$499,939.33. **(Information Technology)**

File ID: [\[111-21\]](#)

This Resolution was approved.

- 2.7 Ordinance 4597,** 2nd Reading Of An Ordinance Approving And Authorizing The Executive Director To Enter Into A Second Amendment To Space/Use Permit With Civil Air Patrol To Extend The Term By One Year To June 30, 2022, At A Monetary Consideration Of \$1.00 Per Annum For Premises At Building L-105 At North Field At Oakland International Airport. **(Board)**

File ID: [\[144-21\]](#)

This Ordinance was approved.

- 2.8 Ordinance 4598,** 2nd Reading Of An Ordinance Approving The Terms And Conditions Of An Amended And Restated Space/Use Permit ("Restated Sup") With Each Of The Four Food &

Beverage Concessionaires Operating At Oakland International Airport; Specifically: HFF Oak Venture, LLC; Rylo Management, LLC; Soaring Food Group II, LLC; And, SSP America Oak, LLC To Modify Each Existing Space/Use Permit ("Sup") Including: (1) Adopting Construction Schedules And Commencement Of Payment Of Minimum Annual Guarantee Based On The Percentage Of Enplaned Passengers Compared To Cy2019; (2) Extending The Term Of Each Sup Through March 31, 2033, Plus Two One-Year Options For The Port Of Oakland ("Port") To Extend (Latest Expiration Of March 31, 2035); (3) Adjusting The Calculation Of Minimum Annual Guarantee; (4) Adding A New 15% Tier For Food Sales To The Percentage Of Gross Revenues Calculation Effective January 1, 2026; (5) Setting The Date For Contributions To The Marketing Fund; (6) Adjusting And Setting The Date For Contributions To The Mid-Term Refurbishment Fund; (7) Deleting One Unit From The Definition Of Assigned Space With HFF Oak Venture, LLC; (8) Authorizing The Executive Director To Approve A Change In Concept; And (9) Authorizing The Executive Director To Execute Each Restated Sup And Any Other Documents Necessary To Effect These Modifications; All For The Food & Beverage Concessions Program At Oakland International Airport. **(Board)**

File ID: [\[145-21\]](#)

This Ordinance was approved.

- 2.9 Minutes:** Approval of the Minutes of the Regular Meetings of April 8, 2021 and April 22, 2021. **(Board)**

File ID: [\[151-21\]](#)

The Minutes were approved.

- 2.10 Report:** Single Audit, Passenger Facility Charges and Customer Facility Charges Reports for the Year Ended June 30, 2020. **(Finance/Admin)**

File ID: [\[117-21\]](#)

This Report was received and filed.

3. MAJOR PROJECTS

There were no "Major Projects" on the Agenda.

4. BUDGET & FINANCE

- 4.1 Report:** FY 2022 Operating and Capital Budget Update #2. **(Finance & Admin)**

File ID: [\[127-21\]](#)

Chief Financial Officer, Julie Lam, presented Item 4.1.

This Report was received and filed.

- 4.2 Report:** Unaudited Financials for 9 months ended March 31, 2021 including Capital Expenditure

Report. **(Finance & Admin)**

File ID: [\[140-21\]](#)

Chief Financial Officer, Julie Lam, presented Item 4.2.

This Report was received and filed.

5. STRATEGY & POLICY

5.1 Report: Governmental Affairs Legislative and Funding Update (Government Affairs)

File ID: [\[139-21\]](#)

Government Affairs Director, Matt Davis, Introduced Item 5.1.

Steve Palmer, Vice-President of Van Scoyoc and Associates, addressed the Board on Item 5.1.

This Report was received and filed.

5.2 Resolution 21-29 and Ordinance 4599: Adoption of a Resolution to Approve the Rescission of Administrative Policy and Procedures ("AP") 16 (Internal Review Protocol) and to Amend AP18 (Whistleblower Protection Policy) and AP19 (Whistleblower Hotline Policy) and Enactment of an Ordinance to Amend Article XI (Chief Audit Officer) of the By-Laws and Administrative Rules of the Board of Port Commissioners. (Audit)

File ID: [\[153-21\]](#)

Acting Chief Auditor, Arnel Atienza, Introduced Item 5.2.

A motion was made by Commissioner Story, seconded by Commissioner Colbruno, that the Resolution be approved. The motion carried by the following vote:

Ayes: 7 - Commissioner Butner, Commissioner Colbruno, Commissioner Martinez, Commissioner Story, Second Vice-President Lee, First Vice-President Leslie and President Cluver

6. REMAINING ACTION ITEMS

6.1 Resolution 21-30: Authorize the Executive Director to Execute a Contract Change Order in an Amount Not-to-Exceed \$425,000 with Valentine Corporation to Replace Three (3) Pumps at Lift Station No. 2 and Approve a Total Project Budget in an Amount Not-to-Exceed \$3,383,000 Oakland International Airport. (Aviation/Engineering)

File ID: [\[138-21\]](#)

Chief Operating Officer, Kristi McKenney, Introduced Item 6.1.

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

Ayes: 7 - Commissioner Butner, Commissioner Colbruno, Commissioner Martinez, Commissioner Story, Second Vice-President Lee, First Vice-President Leslie and President Cluver

- 6.2 Ordinance 4600:** Approval of Various Amendments to Tariff No. 2-A, Effective July 1, 2021, to (a) establish certain non-containerized cargo wharfage rates; (b) increase rates for Space Assignments; (c) increase rates for the Port-owned Truck Parking/Container Depot facilities; (d) increase rates for events at the Middle Harbor Shoreline Park and clarify certain conditions of use; (e) add/remove cranes scheduled to be placed into/removed from service, including rates for new cranes; and (f) make various other administrative updates **(Maritime)**

File ID: [\[141-21\]](#)

Maritime Director, Bryan Brandes, introduced Item 6.2.

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

Ayes: 7 - Commissioner Butner, Commissioner Colbruno, Commissioner Martinez, Commissioner Story, Second Vice-President Lee, First Vice-President Leslie and President Cluver

7. UPDATES/ANNOUNCEMENTS

Ret. Rear Admiral, Thomas Andrews, of the United States Navy, presented President Cluver, Executiver Director Wan, Maritime Director Brandes, and other Port staff members with Honorary Planks for the Port's role in the Commissioning of the vessel, USS Oakland. Admiral Andrews expressed his gratitude and thanked the Port on behalf of the United States Navy.

8. SCHEDULING

There were no "Scheduling Items" on the Agenda.

OPEN FORUM

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

Melony Davis

ADJOURNMENT

There being no additional business, the Meeting was adjourned at the hour of 6:15 p.m.

Approved: June 10, 2021

Daria Edgerly
Secretary of the Board

