



APPROVED Minutes
Special Board of Directors Meeting
Fort Worden Public Development Authority (FWPDA)
Monday, August 24, 2020 | 10:00 a.m.
Via Zoom (Remote Meeting Per Governor Inslee’s Proclamation 20-28.8)

- ❖ **Action:** Motion to approve the August 10, 2020 Board Meeting Minutes as amended. **Unanimously approved**

- ❖ **Action:** Motion to approve **Resolution 20-15** amending Resolution 20-14, relating to emergency management during the COVID-19 crisis and authorizing certain oversight management responsibilities to Board Co-Chairs, and providing for an employment contract with David Timmons as Acting Associate Executive Director, and amending Resolution 20-06 to provide for and designate a Recovery Director in connection with emergency recovery operations during the COVID-19 crisis. **Unanimously Approved**

- ❖ **Action:** Motion to approve **Resolution 20-16** expressing profound appreciation to Tim Caldwell for his commitment and service to Fort Worden. **Unanimously Approved**

Regular Board Meeting:

- I. Call to Order:** 10:02 a.m.
The August 24th board meeting was a remote Internet- and phone-based meeting in accordance with the “Stay Home” emergency proclamation issued by Governor Jay Inslee on March 23, 2020 and subsequently extended. Access information to the meeting was published on the Fort Worden website, in a meeting notice to the media, and in emails to the stakeholder mailing list.

- II. Attendance**
Fort Worden PDA Board Members: Norm Tonina, Todd Hutton, Jeff Jackson, Jane Kilburn, Cindy Finnie, Gee Heckscher, Herb Cook, Lela Hilton, Terry Umbreit
Staff: Dave Robison, David Timmons, Sonya Baumstein, Cody Griffith, David Beckman, Aislinn Diamanti, Holly Height, Joan Rutkowski
Public & Staff Guests: David Goldman, Owen Rowe, Don Englebach, Heron Scott, Holly Rebert, Janine Boire, Lisa Werner, Jeanie Cardon, Barry Mitzman, Jon Schorr, Lane DeCamp, Jess Morris, Natalie Maitland

- III. Changes to the Agenda**
Board Co-Chair Todd Hutton said that he would be introducing a resolution of appreciation for retiring PDA staff member Tim Caldwell.

- IV. Public Comment**

No comments were shared during the public comment period.

V. Consent Agenda

Action: Motion to approve the August 10, 2020 Board Meeting Minutes as amended. **Unanimously approved**

VI. Resolution 20-16 Regarding Tim Caldwell

Hutton read Resolution 20-16, which expresses profound appreciation to Tim Caldwell for his commitment and service to Fort Worden. Caldwell is retiring from his PDA staff position. Hutton said that if needed, corrections of fact about Caldwell’s extensive work in Port Townsend could be made.

Action: Motion to approve Resolution 20-16 expressing profound appreciation to Tim Caldwell for his commitment and service to Fort Worden. **Unanimously Approved**

VII. Executive Session Announcement

Board Co-Chair Norm Tonina noted that the board will meet in executive session at the end of the meeting to discuss the performance of a public employee in accordance with 42.30.110(1)(g). Tonina said that no action is expected and the public meeting will be adjourned after the session.

VIII. 2020 Board Member Appointment Process

A. Staff Report

PDA Executive Director Dave Robison described the board member appointment process. The terms for the seats held by Jean Kilburn, Gee Heckscher, and Lela Hilton expire in October and the process to fill those seats is in motion. The board can have as few as seven or as many as eleven board members. Robison described the appointment process. He said that in the midst of COVID-19 there may be value in keeping board membership towards the minimum and not having all 11 seats filled. Robison said city leaders are considering amending the PDA charter to allow for a partner representative to serve on the board as a non-voting, liaison to the board, which is similar to an ex officio board member.

B. Discussion

Kilburn asked what the process might be for adding a liaison or ex officio member. She asked whether the representative would go through the same nomination process followed by other board members. Robison said that hasn’t been discussed yet with city officials.

IX. Resolution 20-15 to Amend Resolution 20-14

A. Board Report

Hutton said the resolution is a matter of housekeeping. The changes clarify and adjust the responsibilities assigned to Robison and Acting Associate Executive Director David Timmons in Resolution 20-14. Both shall report directly to the co-chairs and the executive committee. Hutton noted that the resolutions provide a transition during leadership succession given Robison’s desire to retire at some point in time. He thanked Robison for continuing in his role during the difficult year.

B. Discussion

Board member Herb Cook asked for confirmation that Timmons has all the necessary

signatories that he needs. Hutton confirmed.

Action: Motion to approve **Resolution 20-15** amending Resolution 20-14, relating to emergency management during the COVID-19 crisis and authorizing certain oversight management responsibilities to Board Co-Chairs, and providing for an employment contract with David Timmons as Acting Associate Executive Director, and amending Resolution 20-06 to provide for and designate a Recovery Director in connection with emergency recovery operations during the COVID-19 crisis. **Unanimously Approved**

X. Public Comment

No comments were shared during the public comment period.

XI. Executive Session

The board entered into Executive Session at approximately 10:20 a.m. to discuss the performance of a public employee in accordance with 42.30.110(1)(g).

XII. Open Session Resumes

The open session resumed at approximately 11:34 a.m. Tonina reported that no board action was taken during Executive Session.

XIII. Adjourn

The meeting adjourned at 11:34 a.m.