

# Special Meeting Notice



On **Thursday, December 21, 2023 at 9:30 a.m.** the Northwest Seaport Alliance (NWSA) will hold its regular Managing Member public session. **This will also be a special meeting of the Port of Tacoma Commission for the purpose of the Dual Action agenda item 8E as referenced below.** This will be a public meeting held at The Conference Center at SEA (17801 International Blvd, Seattle, Washington). The meeting will also be streamed live at <http://www.nwseaportalliance.com/about-us/governance>.

## **AGENDA**

9:30 AM

### **1. Call to Order**

**2. Recess to Executive and FMC Sessions:** Executive Session pursuant to RCW 42.10.110(1)(i) and (1)(i)(i-iii) followed by a closed and confidential discussion protected pursuant to laws and regulations found at 46 U.S.C. § 40306, 46 C.F.R. § 538.608, 46 C.F.R. § 535.701(i)(1) and as authorized by Port of Seattle/Port of Tacoma Alliance Agreement, Federal Maritime Commission (FMC) Agreement No. 201228

11:30 AM

### **3. Return to Order**

### **4. Flag Salute**

### **5. Report by the Chief Executive Officer**

**6. Public Comment** - In addition to in-person testimony, written comments may be submitted to the Managing Members at the meeting or by email to [nwsacomment@nwseaportalliance.com](mailto:nwsacomment@nwseaportalliance.com). To deliver public comment via phone or Microsoft Teams, please email [nwsacomment@nwseaportalliance.com](mailto:nwsacomment@nwseaportalliance.com) with your name and the agenda topic you wish to speak to. Please include "speaker" in the subject line. Written comments and requests to provide comment by phone or Microsoft Teams should be submitted by Monday, **December 19th, 2023, 4:00 p.m.**

### **7. Work Group / Committee Reports**

- A. Environmental Work Group
- B. Legislative Work Group
- C. Internal Governance Work Group

### **8. Consent Agenda**

- A. (1). Approval of the minutes of the November 7, 2023 Regular Meeting (2). Approval of the minutes of the October 27, 2023 Special Meeting.
- B. Approval of the payment of checks 711860 to 711986, and wire transfers during the period of October 25, 2023 through November 20th in the total amount of \$23,383,273.46.
- C. Second Reading and Adoption of Resolution 2023-10 2nd Amended Audit Committee charter: A recommendation by The NWSA Audit Committee to adopt Resolution 2023-10 and the associated Second Amended Audit Committee Charter, as set forth in Exhibit "A" attached thereto.
- D. First Reading Resolution 2024-02: After first reading, advance Resolution 2024-02 appointing a statutory auditor, to a second reading.

- E. **Dual Action [Port of Tacoma and The Northwest Seaport Alliance (NWSA)]**: Request authorization from the Managing Members and authorization from the Port of Tacoma Commission to resolve pending litigation in the amount of \$250,000 plus other consideration in the matter of Plaintiffs et al. v. Northwest Seaport Alliance, Port of Tacoma and Port of Seattle, Superior Court of Washington for King County Cause No. 21-2-16140-1 SEA including authorization for the NWSA CEO and Port of Tacoma Executive Director to execute the proposed settlement agreement.

## **9. Actions**

- A. First Reading Resolution 2024-01, Fifth Amended Alliance Bylaws: A recommendation by The NWSA Internal Governance Work Group (IGWG) that after first reading the Managing Members advance Resolution 2024-01 (superseding 2022-03) and the associated Fifth Amended Northwest Seaport Alliance Bylaws, as set forth in Exhibit “A” attached thereto, to a second reading.
- B. Project Authorization NWSA LED Conversion: Request project authorization in the amount of \$3,800,000 for the NWSA LED Conversion project, MID No. 201197.01.

## **10. Briefings**

- A. Grant Steering Committee Update

## **11. General Business**

- A. CEO Announcements  
B. Commissioner Comments

## **12. Adjourn**