

PORTLAND DEVELOPMENT COMMISSION
Portland, Oregon

RESOLUTION NO. 6853

**RESOLUTION APPOINTING PATRICK QUINTON TO THE
POSITION OF EXECUTIVE DIRECTOR AND APPROVING THE
TERMS AND CONDITIONS OF EMPLOYMENT**

WHEREAS, Bruce A. Warner resigned as Executive Director of the Portland Development Commission effective December 31, 2010;

WHEREAS, the Commission undertook a selection process to identify and appoint a new Executive Director; and

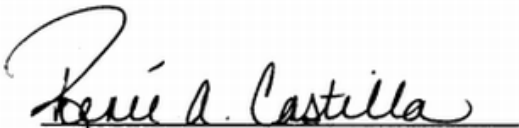
WHEREAS, the selection process has been completed and the Commission desires to appoint Patrick Quinton as the next Executive Director of the Portland Development Commission.

NOW, THEREFORE, BE IT RESOLVED that Patrick Quinton is appointed to the position of Executive Director of the Portland Development Commission, effective February 23, 2011;

BE IT FURTHER RESOLVED that the terms and conditions of Patrick Quinton's employment as Executive Director, as set forth in the letter agreement attached hereto as Exhibit A (the "Letter Agreement"), are approved and Chair Scott Andrews' execution of the Letter Agreement on behalf of the Portland Development Commission is approved and ratified; and

BE IT FURTHER RESOLVED that this resolution shall become effective immediately upon its adoption.

Adopted by the Portland Development Commission on February 23, 2011.


Renee A. Castilla, Recording Secretary

February __, 2011

Patrick Quinton
222 NW Fifth Avenue
Portland, OR 97209

Dear Patrick:

Congratulations on your selection as Executive Director of the Portland Development Commission. Your official start date in your new position as Executive Director is February 23, 2011. Set forth below is a summary of the terms and conditions of your employment with PDC as Executive Director.

- Your base salary will be \$160,000 annualized, paid in accordance with the Portland Development Commission's regularly established policies.
- You will be eligible to receive employment benefits, including vacation at the rate of four (4) weeks per year and sick leave accrual, as generally provided by the Portland Development Commission's policies and benefit plans.
- You will also be eligible for reimbursement of reasonable and ordinary business expenses with appropriate documentation and in accordance with PDC's current business expense reimbursement policies.

It is expected that you will devote your time and energy to achievement of the goals contained in PDC's Strategic Plan as well as initiatives established specifically for the position of Executive Director after discussion and agreement with the Commission.

You will receive a written performance review and consideration for compensation adjustment in accordance with PDC's standard policies or through an alternative process designated by the Commission for the position of Executive Director.

If PDC terminates your employment within three years after your official start date set forth above, you will receive a severance package which includes your current base salary at the time of termination and medical and dental care benefit coverage for a period of six (6) months after the date of termination, unless your termination is the result of malfeasance.

We agree that you will devote your best efforts to the performance of your job; that you will not engage in any activity that might pose a conflict of interest with the Portland Development Commission; and that you will neither misuse, nor improperly disclose, any confidential or proprietary information of the Portland Development Commission. You will also be expected to comply with the Portland Development Commission's policies.

As an employee, you may have access to confidential information concerning PDC and its business transactions, including financial information, client lists, and other business and/or proprietary information. By accepting PDC's offer of employment as Executive Director, you agree that you will not, during or after your employment with PDC, reveal any such confidential information to any person, firm, corporation, or association. If you reveal, or threaten to reveal such information, PDC may pursue any remedies it has against you for a breach or threatened breach of this obligation, including injunctive relief and the recovery of damages from you.

This employment relationship is an at-will employment relationship which means, at any time, either you or the Portland Development Commission may terminate the relationship with or without cause, and

with or without advance notice. Nevertheless, if you choose to terminate the employment relationship, it is PDC's expectation that you will, if possible, provide reasonable advance notice to provide for an orderly transfer of your responsibilities.

Please indicate your agreement to the terms of this letter by signing one copy below and returning it to me within three working days.

We extend to you our sincerest congratulations on your selection. We look forward to working with you in this new capacity and are confident your contributions will make a significant, positive impact. If you have any questions, please do not hesitate to contact me directly.

Sincerely,

Scott Andrews
Commission Chair
Portland Development Commission

I understand and agree to the above terms.

Date: _____ Signature: _____

PDC

PORTLAND DEVELOPMENT COMMISSION

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Title:

RESOLUTION APPOINTING PATRICK QUINTON TO THE POSITION OF EXECUTIVE DIRECTOR AND APPROVING THE TERMS AND CONDITIONS OF EMPLOYMENT

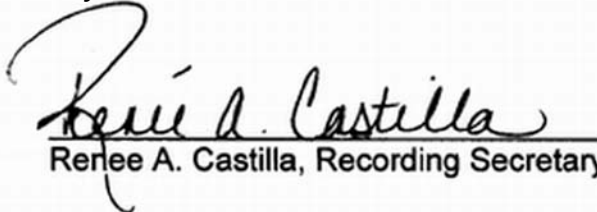
Adopted by the Portland Development Commission on February 23, 2011.

PRESENT FOR VOTE	COMMISSIONERS	VOTE		
		Yea	Nay	Abstain
<input checked="" type="checkbox"/>	Chair Scott Andrews	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Aneshka Dickson	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner John Mohlis	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Steven Straus	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Charles Wilhoite	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Consent Agenda		<input checked="" type="checkbox"/> Regular Agenda		

Certification

The undersigned hereby certifies that:

The attached resolution is a true and correct copy of the resolution as finally adopted at a Board Meeting of the Portland Development Commission and duly recorded in the official minutes of the meeting.


Renee A. Castilla, Recording Secretary

Date: February 23, 2011