

PROSPER PORTLAND

Portland, Oregon

RESOLUTION NO. 7389

**APPROVING A REVISED PROVISION IN THE EXECUTIVE
DIRECTOR'S EMPLOYMENT AGREEMENT**

WHEREAS, on August 8, 2016, after a national, competitive search for qualified candidates, the Prosper Portland Board of Commissioners ("Board") adopted Resolution No. 7204 "Appointing Kimberly Branam to the Position of Executive Director and Approving the Terms and Conditions of Employment" appointing Kimberly Branam as Prosper Portland's Executive Director;

WHEREAS, Resolution No. 7204 also approved a "Letter Agreement" setting forth the terms and conditions of Ms. Branam's employment which was attached to that Resolution as Exhibit A and is also attached hereto as Exhibit A; and

WHEREAS, the Prosper Portland Board would like to amend a provision in the Letter Agreement regarding severance to better align with City of Portland policies for bureau directors, by removing the words "within three years" from the fifth paragraph of the Letter Agreement regarding severance.

NOW, THEREFORE, BE IT RESOLVED, that the Prosper Portland Board approves amending the terms and conditions of Kimberly Branam's Letter Agreement to remove the words "within three years" from the fifth paragraph of the Letter Agreement regarding severance, as set forth in Exhibit B attached hereto, and that all other provisions of the Letter Agreement remain in full force and effect; and

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

Adopted by the Prosper Portland Commission on

August 12, 2020



Pam Feigenbutz, Recording Secretary



Tom Kelly
Chair

August 8, 2016

Gustavo J. Cruz, Jr.
Commissioner

Kimberly Branam
222 NW Fifth Avenue
Portland, OR 97209

Mark Edlen
Commissioner

Alisha Moreland-Capua
Commissioner

William Myers
Commissioner

Dear Kimberly:

Charlie Hales
Mayor

I am honored, on behalf of the Portland Development Commission and its Board, to offer you the position of Executive Director at PDC. I have set forth below the terms of this offer.

Faye Brown
Interim Executive
Director

Your official start date in your new position as Executive Director is August 22, 2016. Set forth below is a summary of the terms and conditions of your employment with PDC as Executive Director.

- Your base salary will be \$172,000 annualized, paid in accordance with the PDC's regularly established policies.
- You will be eligible to receive employment benefits, including vacation at a rate of four (4) weeks per year and sick leave accrual, as generally provided by the PDC'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. Specifically, attached to this letter as an exhibit are the high level Board priorities for the Executive Director during the first six months of your tenure.

You will receive a written performance review annually from the PDC Board Chair including consideration for compensation adjustment. The PDC Board Chair may provide compensation adjustments consistent with compensation adjustments of other PDC officers, or, with Board approval, additional compensation adjustments.

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 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.

222 NW Fifth Avenue
Portland, OR
97209-3859

503-823-3200 Main
503-823-3368 Fax

As is required of all officers of PDC, you will devote your best efforts to the performance of your job; you will not engage in any activity that might pose a conflict of interest with the PDC; you will neither misuse, nor improperly disclose, any confidential or proprietary information of the PDC; and you will comply with all PDC 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.

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 below, and returning, one copy of this letter.

I have witnessed your passion for PDC's mission and am confident you will effectively lead the agency forward. I have very much enjoyed working with you in the past, and am excited to continue to work with you in the future as Executive Director.

If you have any questions, please do not hesitate to contact me directly.

Sincerely,

Tom Kelly
Commission Chair

I understand and agree to the above terms.

Date: _____ Signature: _____

Draft High Level Board Priorities for PDC Executive Director August 22, 2016 – February 1, 2017

The PDC Board intends to provide clear goals and support to the incoming Executive Director in order to create a productive transition period, ensure delivery of PDC's 2015-2020 Strategic Plan (Strategic Plan), and strengthen relationships and partnerships integral to the agency's success. Our highest priorities for the new Executive Director as she takes on the position are the following:

1. Create a diverse, high-functioning Leadership Team prepared to guide implementation of Strategic Plan and draft Long-Term Business Plan;
2. Strengthen the agency's real estate development and real estate finance expertise to deliver on the Long-Term Business Plan and community priorities;
3. Cultivate an inclusive, healthy organizational culture. Foster employee participation and engagement by demonstrating transparent communication and decision-making, collaboration, and a bias toward effectiveness;
4. Develop strong relationships and open lines of communication with community partners;
and
5. Increase the diversity of management and staff and continue to support internal promotional opportunities through hiring processes to replace open positions.

The PDC Board Chair and Executive Director will meet on a monthly basis to establish and update milestones, timelines, and desired outcomes. Commissioners may also meet regularly as appropriate to discuss particular areas of focus.

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 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.



**PROSPER
PORTLAND**
Building an Equitable Economy

RESOLUTION NO. 7389

RESOLUTION TITLE:

APPROVING A REVISED PROVISION IN THE EXECUTIVE DIRECTOR'S EMPLOYMENT AGREEMENT

Adopted by the Prosper Portland Commission on August 12, 2020

PRESENT FOR VOTE	COMMISSIONERS	VOTE		
		Yea	Nay	Abstain
<input checked="" type="checkbox"/>	Chair Gustavo J. Cruz, Jr.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Francesca Gambetti	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Peter Platt	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Serena Stoudamire Wesley	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner William Myers	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Consent Agenda 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 Prosper Portland Commission and as duly recorded in the official minutes of the meeting.

Pam Feigenbutz, Recording Secretary

Date:

August 18, 2020