



The Northwest Seaport Alliance (NWSA) Audit Committee
MINUTES
Wednesday, March 11, 2026 11:00 a.m.
Held virtually via Teams and streamed live on the meetings page
www.nwseaportalliance.com

AUDIT COMMITTEE MEMBERS PRESENT

Port of Seattle Commissioners Ryan Calkins and Fred Felleman
Port of Tacoma Commissioners Deanna Keller and J.T. Wilcox

OTHERS PRESENT

David Morrison, CFO
Dana Henderson, General Counsel
Thais Howard, Sr. Director, Engineering
Alisa Praskovich, Chief External Strategy Officer – Port of Tacoma
Lindsay Wolpa, Sr. Manager, Strategic Partnerships & Projects
Leilani Berinobis, Executive Business Partner
Juliet Campbell, Clerk

CALL TO ORDER

Commissioner Calkins called the meeting to order at 11:04 a.m.

TERMINAL 5 (T5) MODERNIZATION PROGRAM EXTERNAL REVIEW PANEL (ERP) REQUEST FOR QUALIFICATIONS (RFQ)

Chief Executive Officer, David Morrison, presented the results of the T5 ERP RFQ that was issued in accordance with Managing Member authorization at the October 24, 2025 Managing Member meeting.

The purpose of the RFQ was described as to obtain proposals to procure an ERP to review processes associated with the T5 Modernization Program. An ERP would conduct a review of aspects of the T5 Modernization Program to identify process improvement opportunities for future large scale capital projects on NWSA Licensed Properties. The RFQ selection process was described. One viable firm was identified.

Staff reported actions taken parallel to the evaluation of the RFQ. Actions taken included documenting and implementing changes based on lessons learned. Staff expressed concern with the utility of an ERP and whether it would result in significantly different findings.

A summary of NWSA staff observations regarding the T5 Modernization Program were presented, including assumption of risk related to lease agreements, timing, in-house design work, and uncertainty related to decision-making authority.

The Committee considered whether to (A) contract to proceed to the development of a full work plan and cost estimate for an ERP and to then present the recommendation to the Managing Members for consideration at a future meeting (B) provide a report to the Managing Members recommending not to proceed with an ERP and then to provide the summary of staff lessons learned at the April Managing Member meeting, or (C) that the Audit Committee provide a report to the Managing Members not to proceed with an ERP and that staff present the lessons learned at the April Managing Member meeting.

Committee members discussed the importance of transparency to the public acknowledging challenges of the Program and informing of how the NWSA has engaged in its due diligence in examining what went wrong and changes implemented to address lessons learned. The Committee considered whether it would be an unnecessary expense to have an external group reiterate what has already been discovered.

The Committee reached a consensus to recommend option (C).

In order to provide all Commissioners with visibility and ample time to review, comment or raise concerns on the Committees recommended option before the next Managing Member meeting, staff was directed to immediately prepare and circulate a written report from today's Committee meeting along with a reminder to Commissioners of the process for adding an Managing Member Meeting agenda items should any Commissioner prefer the matter be put before the Managing Members for a vote.

ADJOURNMENT

With no further business before the Committee, Commissioner Calkins announced the meeting adjourned at 11:43 a.m.



Ryan Calkins
Audit Committee Co-Chair
The Northwest Seaport Alliance



Kristin Ang
Acting Audit Committee Co-Chair
The Northwest Seaport Alliance

Prepared by: Juliet Campbell, NWSA Clerk

Minutes approved: April 30, 2026