

Notice Of Meeting

GALVESTON PORT FACILITIES CORPORATION

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT OF 1990 (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS MEETING MUST, WITHIN THREE DAYS PRIOR TO THE MEETING, CONTACT THIS OFFICE, 123 ROSENBERG AVENUE, 8TH FLOOR, GALVESTON, TEXAS 77550 (409)766-6105 TO MAKE ARRANGEMENTS FOR THE SPECIAL ACCOMMODATION

GPFC Annual Meeting

**Tuesday, July 31, 2018 8:30 a.m.
Council Chambers 2nd Floor - City Hall
823 Rosenberg Avenue, Galveston, Texas 77550**

Galveston Port Facilities Corporation

**Chairman E. L. "Ted" O'Rourke
Vice Chairman Albert Shannon
Director Elizabeth Beeton
Director Richard D. DeVries
Director Douglas Godinich
Director Brian Maxwell
Director Harry Maxwell
Director Todd P. Sullivan
Director/Mayor James D. Yarbrough
Rodger Rees, Port Director/CEO
Anthony P. Brown, Port Attorney**

A. CALL TO ORDER

- A.1. Administration Of Oath Of Office And Sworn Statement To Newly Appointed Directors
- A.2. Roll Call
- A.3. Declaration Of Quorum
- A.4. Declaration Of Conflicts Of Interest
- A.5. Pledge Of Allegiance

B. APPROVAL OF MINUTES

- B.1. Approval Of Minutes Of The Special Meeting Of The Galveston Port Facilities Corporation Held March 27, 2018

Documents:

[MINUTES GPFC MEETING 3-27-18.PDF](#)

C. GENERAL BUSINESS

- C.1. Discuss And Consider Appointment Of Chairperson

C.2. Discuss And Consider Appointment Of Vice Chairperson

C.3. Discuss And Consider Appointment Of Officers

- President
- Vice President
- Secretary
- Treasurer

D. REMARKS RELATING TO AGENDA ITEMS

E. ADJOURNMENT

I certify that the above Notice of Meeting was posted in a place of convenient to the public, in accordance with Chapter 551 of the Texas government code, on or before Thursday, July 26, 2018, 4:00 p.m.

By: Rodger Rees, President/CEO
Galveston Port Facilities Corporation

Please Note

Members of the City Council may be attending and participating in discussion.

The undersigned certifies that this Notice of Meeting will be (i) given in person by telephone, facsimile, mail or telegraph at least 3 days before the meeting to each Director, and (ii) posted on a bulletin board for at least 72 hours before the scheduled time of the meeting at a place convenient to the public at Galveston City Hall in the City of Galveston, Texas, in accordance with Chapter 551 of the Texas Local Government Code.

**GALVESTON PORT FACILITIES CORPORATION
REQUEST FOR DISCUSSION AND
DIRECTORS ACTION**

MINUTES

PREPARED BY: Angelina Ramirez Secretary, GPFC April 19, 2018

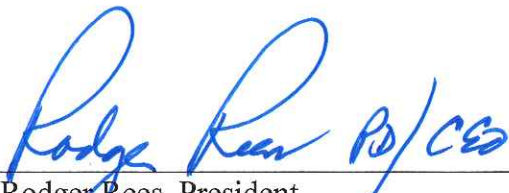
SUBJECT: Minutes – Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 27, 2018

BACKGROUND: Attached are the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 27, 2018.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes x

RECOMMENDATIONS: The Directors of the Galveston Port Facilities Corporation are respectfully requested to review and approve the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 27, 2018.

Respectfully Submitted By:



Rodger Rees, President
Galveston Port Facilities Corporation

DATE ACTION TAKEN: _____

Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**Minutes of the Special Meeting
Galveston Port Facilities Corporation
Tuesday, March 27, 2018**

Minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 27, 2018 in the offices of the Port of Galveston on the 8th Floor of the Shearn Moody Plaza, 123 Rosenberg, Galveston, Texas.

Chairman O'Rourke called the Galveston Port Facilities Corporation Meeting to order at 9:18 a.m., Tuesday, March 27, 2018.

The Secretary to the Galveston Port Facilities Corporation called roll.

Presiding Officer: E. L. "Ted" O'Rourke, Chairman, Galveston Port Facilities Corp.

Present:	Chairman E. L. "Ted" O'Rourke	Vice Chairman Albert P. Shannon
	Director Elizabeth Beeton	Director Richard DeVries
	Director Douglas Godinich	Director Brian Maxwell (A)
	Director Todd P. Sullivan	Director/Mayor James Yarbrough

Others:	Rodger Rees	Anthony P. Brown
	Peter Simons	Mark Murchison
	John G. Peterlin, III	Humberto Leal
	Cristina Galego	Laura Camcioglu
	Jeffrey Thomas	Angie Ramirez

Chairman O'Rourke called for conflicts of interest. Director Sullivan noted his standing conflict on Callan Marine.

The Directors, Port staff and visitors to the meeting recited the Pledge of Allegiance.

Chairman O'Rourke called for approval of the minutes. *Director/Mayor Yarbrough moved with the second of Vice Chairman Shannon, to approve the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, January 30, 2018 as presented. Motion unanimously carried.*

Chairman O'Rourke called for General Business.

C-1 Discuss and Consider Acceptance of the Galveston Wharves (Port) and Galveston Port Facilities Corporation (GPFC) Consolidated Financial Audit, and the Comprehensive Annual Financial Report (CAFR): *Vice Chairman Shannon moved, with the second of Director DeVries, to accept the Galveston Wharves and the Galveston Port Facilities Corporation Consolidated Financial Audit, and the Comprehensive Annual Financial Report as presented and discussed.* Trustee DeVries questioned if the

Trustees were approving the draft or the final version. Mr. Murchison stated that the difference between the draft and the final was only that the draft was lacking the letter from the attorney, which is a formality. After the letter is received then the final step is to sign a representation letter. Mr. Murchison stated that that would all be done by morning. Mr. Murchison stated that he and Mr. Simons will be signing the CAFR this year and Whitley Penn will be signing the Opinion letter that was presented to the Board in their notebooks. ***Vice Chairman Shannon amended his motion to accept the draft audit subject to the formality of the signed letters being included as long as they are in good acceptable form. Trustee DeVries seconded the motion.*** Trustee Beeton questioned if Whitley Penn received all Trustees conflict of interest paper work that is requested of them. Mr. Chris Breaux stated that he would have to check on that. Trustee Beeton asked Mr. Breaux to check and see if all Board members have submitted their paperwork, and to let the Port Director know if this has been done. ***Vice Chairman Shannon further amended his motion to included that the auditor should verify that all documentation related to possible conflicts of interest by the Trustees has been received and are of satisfactory form. Trustee DeVries seconded the motion. Motion unanimously carried.***

C-2 Discuss and Consider Resolution Approving the Galveston Wharves Investment Policy Following Annual Review as Required by the Public Funds Investment Act: ***Director Beeton moved, with the second of Director DeVries to approve the Resolution of the Galveston Port Facilities Corporation Investment Policy following the annual review as required by the Public Funds Investment as recommended by Port Staff. Motion unanimously carried.***

C-3 Discuss and Consider Amendment of the List of Persons Authorized to Conduct Banking and Investment Transactions with Respect to All Port Banking and Investment Accounts Effective March 30, 2018: ***Director DeVries moved, with the second of Director Sullivan to Amend the List of Persons Authorized to Conduct Banking and Investments Transactions with respect to all Port banking and Investment Accounts Effective March 30, 2018. Motion unanimously carried.***

Chairman O'Rourke called for comments from the Directors.

Director Sullivan stated that on the CAFR, it is great to see the history of revenues and expenses and the business growing, and he is happy to see that.

Chairman O'Rourke called for a motion to adjourn. ***On motion duly made and second, The Special Meeting of the Directors of the Galveston Port Facilities Corporation stood adjourned at 9:37 a.m., Tuesday, March 27, 2018.***


Angelina Ramirez, Interim Secretary

Board of Trustees of the Galveston Wharves