

**PORT OF GALVESTON
REQUEST FOR DISCUSSION AND
TRUSTEES ACTION**

MINUTES - ITEM C-5

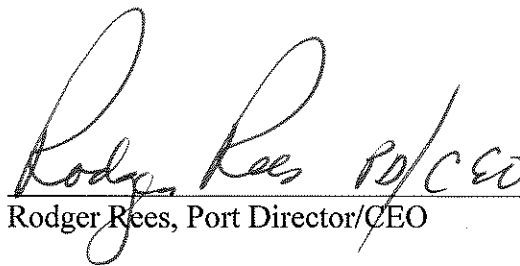
PREPARED BY: Angelina Ramirez Interim Secretary, Board of Trustees April 17, 2018

SUBJECT: Minutes – Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, March 27, 2018

BACKGROUND: Attached are the minutes of the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, March 27, 2018.

RECOMMENDATIONS: Port staff respectfully requests Board approval of the minutes from the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, March 27, 2018.

Respectfully Submitted By:


Rodger Rees, Port Director/CEO

DATE ACTION TAKEN: _____

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

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

**Minutes of the Regular Monthly Meeting of the
Board of Trustees of the Galveston Wharves
Tuesday, March 27, 2018**

Minutes of the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves 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 meeting to order at 9:38 a.m., Tuesday, March 27, 2018.

The Interim Secretary to the Board called roll.

Presiding Officer: E. L. "Ted" O'Rourke, Chairman, Board of Trustees

Present:	Chairman E. L. "Ted" O'Rourke	Vice Chair Albert P. Shannon
	Trustee Elizabeth Beeton	Trustee Richard DeVries
	Trustee Todd Sullivan	Trustee/Mayor James D. Yarbrough

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

Chairman O'Rourke called for conflicts of interest on today's agenda items. Trustee Sullivan declared a standing conflict with his interests in Callan Marine.

The Trustees, visitors and Port staff recited the Pledge of Allegiance.

Chairman O'Rourke called for presentations and announcements.

Chairman O'Rourke called for Comments from the Public. Sally Bakko, Legislative Coordinator for the City of Galveston introduced Mike Warner and Mark Seale, the City of Galveston's lobbyists, who have been instrumental with helping with the City's legislative agenda. The Board welcomed Mr. Warner and Mr. Seale to the meeting. Trustee/Mayor Yarbrough stated how effective Mr. Warner and Mr. Seale have been for the City. Vice Chairman Shannon complemented Mrs. Bakko with the wonderful job she is doing helping the Port with the Port's legislative issues. Trustee Beeton stated that it's wonderful that the City is helping the Port and that the staffs are available to help each other. Trustee/Mayor Yarbrough stated that he would like to see a workshop or an agenda item addressing Legislative issues, before early fall, to present to the State Representatives and State Senators.

Chairman O'Rourke called for approval of the minutes of the Regular Monthly Meeting of the Board of Trustees held Tuesday, February 20, 2018. Trustee/Mayor Yarbrough

moved, with the second of Trustee Sullivan, for approval of the minutes as presented. Motion unanimously carried.

Chairman O'Rourke called for the Port Director's Report. The Port Director outlined the new details of his report going over the financials, tonnages, and the other information that was provided to the Trustees in their notebooks.

Upon completion of all discussion, Chairman O'Rourke stated that no action by the Trustees was necessary on the Port Director's Report for March 2018.

Chairman O'Rourke called for comments from the Port of Call Committee.

Vice Chairman Shannon updated the Trustees on the Port of Call Committee meeting held February 28, 2018.

Chairman O'Rourke called for comments from the Executive Committee.

Trustee Beeton updated the Trustees on the Executive Committee meeting held February 28, 2018.

Chairman O'Rourke called for comments from the Pension Committee.

Chairman O'Rourke updated the Trustees on the Pension Committee meeting held March 2, 2018.

All Committee meeting discussions, and comments are located on the Port's website for detailed review.

Chairman O'Rourke called next for the Consent Agenda.

Vice Chairman Shannon moved, with the second of Trustee Sullivan, for approval of Consent Agenda Items D-1 – Board and Staff Expense Report, D-2 – Financial Statements, D-3 - Port Investments Report, D-4 - Bank Reconciliation Report and Schedule of Internal Fund Balances, D-5 – Cash Flow as of February, 2018, D-6 - Monthly Delinquent Accounts Receivable Analysis, D-7 - Vendor Check Register Report, and D-8 – Trade Development as submitted. Motion unanimously carried.

Chairman O'Rourke called for Business Items.

E-1 Discuss and Consider Acceptance of the Galveston Wharves (Port) and the Galveston Port Facilities Corporation (GPFC) Consolidated Financial Audit, and the Comprehensive Annual Financial Report (CAFR), and E-2 Discuss and Consider Resolution Approving the Galveston Wharves Investment Policy Following the Annual Review as Required by the Public Funds Investment Act and E-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: Trustee/Mayor Yarbrough noted that E-1, E-2, and E-3 were

discussed in the Port Facilities Corporation meeting earlier this morning. *Trustee/Mayor Yarbrough moved for acceptance of the Port's Annual Financial as submitted by Whitley-Penn, P.C. containing an unqualified opinion and financial statements that reflect a positive change in Net Position of \$2,270,880 and Total Net Position of \$136,127,150, and adoption of the Resolution approving the Galveston Wharves Investment Policy for the twelve months April 2018 through March 2019 following the annual review as required by the Public Funds Investment Act. Motion was seconded by Vice Chairman Shannon and unanimously carried.*

E-4 Discuss and Consider Presentation on and Adoption of Port Strategic Plan and Approve Staff Recommendation of Mission Statement, Strategic Goals and Objectives: Mr. John Manlove of John Manlove Marketing and Communications made a presentation on the Strategic Plan, and after all questions and concerns were addressed, *Trustee Sullivan moved with the second of Trustee DeVries to approve the Strategic Goals and Objectives and directed Port staff to come up with a Mission Statement that the Board can all agree too . Copies of the presentation are on file in the Port's office and will be made available upon request. Motion unanimously carried.*

E-5 Discuss and Consider Changes Initial to Tariff Circular No. 6 – Remove Item #472 – Warehouse Rental and Item #545 – Passenger Vehicle Parking – from the Tariff: *Trustee Beeton moved with the second Vice Chairman Shannon to remove Item #472 – Warehouse Rental and Item #545 – Passenger Vehicle Parking – from the Tariff. After all discussion was heard, motion unanimously carried.*

E-6 Discuss and Consider Amendment to Board of Trustees of the Galveston Wharves Tariff Circular No. 6, Item #540 – Passenger Service Charge, Increase Charges for Passengers Embarking, Disembarking and In Transit: E-7 Discuss and Consider Increase in Parking Rates of \$15 for 7-Day Cruises and of \$10 for 4- and 5-Day Cruises and a Clarification of the Port Policy on Parking for Disabled Veterans and Purple Heart Recipients: *Trustee Beeton moved with the second of Trustee/Mayor Yarbrough to combine E-6 and E-7, and Amend Tariff Circular No. 6, Item #540 – Passenger Service Charge, Increase Charges for Passengers Embarking, Disembarking and In Transit:, and approve the proposed changes in the policy on parking rates and in the procedures for determining the eligibility of disabled veterans and Purple Heart medal recipients for complimentary parking as Staff recommended. Motion unanimously carried.*

E-8 Discuss and Consider to Authorize the Port Director/CEO to Negotiate Final Contract Terms with ICMA: *Vice Chairman Shannon moved with the second of Trustee/Mayor Yarbrough to authorize the Port Director/CEO to negotiate final contract terms with ICMA. Trustee Beeton asked that the option for staff to purchase variable annuities be pulled from the contract. Trustee Beeton stated that she would like to proceed with inquires on the social security plan and see if it benefits the employees to go back to the social security plan. Chairman O'Rourke stated that the Pension Committee will continue to look into it and bring a report to the Board. Motion unanimously carried.*

E-9 Discuss and Consider Resolution in Support of Port's 2020-2021 Port Capital Program Submission: *Chairman O'Rourke called for a motion to approve the Resolution in Support of Port's 2020-2021 Port Capital Program Submission. Trustee Sullivan so moved. Motion was seconded by Trustee DeVries, and unanimously carried.*

E-10 Discuss and Consider Communication to be Presented to the Board of Pilot Commissioners for Galveston County Ports at the Board's upcoming April 5, 2018 meeting: The Trustees were asked to provide the Port Director with a list of questions they'd like addressed by the Board of Pilots Commissioners. *No action was required on this agenda item.*

Chairman O'Rourke announced that the Trustees were going into Executive Session pursuant to Texas Government Code Section 551.071 – Consultation with Attorney, and section 551.087 – Economic Development Negotiation.

The time was 12:03 p.m., Tuesday, March 27, 2018.

Chairman O'Rourke convened the Executive Session at 12:09 p.m. on Tuesday, March 27, 2018.

Chairman O'Rourke adjourned the Executive Session at 1:03 p.m., Tuesday, March 27, 2018.

Chairman O'Rourke reconvened the meeting at 1:06 p.m., Tuesday, March 27, 2018.

Chairman O'Rourke call for the remainder of the business items. No more business items were heard.

Chairman O'Rourke asked for additional comments from the Trustees.

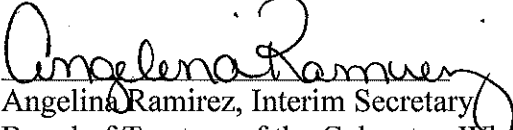
Vice Chairman Shannon recommended the Port prepare a thank you for Representative Wayne Faircloth, recognizing his diligence helping the Port, during of his tenure, and that it should be presented by the end of the year.

Chairman O'Rourke stated that he would like some feedback from the Board on how the Board would like to conduct future meetings at the City Hall. Trustee Beeton stated if any of the Trustees have any suggestions, to send their suggestions to the Port Director.

No additional comments were heard.

Chairman O'Rourke stated that the next meeting of the Board of Trustees would be held at City Hall, Council Chambers 823 Rosenberg, 2nd Floor on Tuesday, April 24, 2018, with the Finance Committee to begin at 8:30 a.m., and the Regular Monthly Meeting beginning at 9:15 a.m.

Chairman O'Rourke called for a motion to adjourn. Trustee Sullivan moved, with the second of Trustee Beeton, for adjournment. The Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves stood adjourned at 1:09 p.m., Tuesday, March 27, 2018.


Angelina Ramirez, Interim Secretary
Board of Trustees of the Galveston Wharves