

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

MINUTES

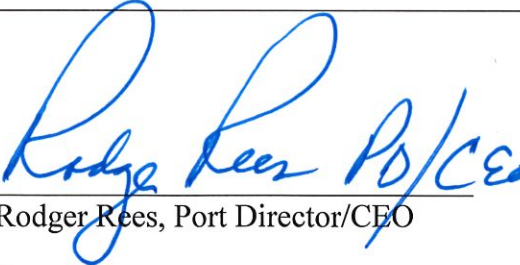
PREPARED BY: Angelina Ramirez Secretary, Board of Trustees August 16, 2019

SUBJECT: Minutes – Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, July 23, 2019

BACKGROUND: Attached are the minutes of the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, July 23, 2019.

RECOMMENDATIONS: Port staff respectively requests Board approval of the minutes from the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, July 23, 2019.

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, July 23, 2019**

Minutes of the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves held Tuesday, July 23, 2019 on the 2nd Floor of City Hall in Room 204, 823 Rosenberg, Galveston, Texas.

Chairman O'Rourke called the meeting to order at 1:25 p.m., Tuesday, July 23, 2019.

The 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 Craig Brown
	Trustee Richard DeVries	Trustee Harry D. Maxwell, Jr.
	Trustee Todd P. Sullivan (A)	

Others:	Rodger Rees	Anthony P. Brown
	Mark Murchison	Kenneth Brown
	Laura Camcioglu	Brett Milutin
	Cristina Galego	Angie Ramirez

Chairman O'Rourke declared a quorum of the Trustees present.

The Trustees, Visitors and Port Staff recited the Pledge of Allegiance.

Chairman O'Rourke called for conflicts of interest on today's agenda items. No conflicts were voiced.

Chairman O'Rourke called for comments from the public. No comments were voiced.

Chairman O'Rourke called for approval of the minutes of the Regular Monthly Meeting of the Board of Trustees held Tuesday, June 25, 2019. Trustee Maxwell so moved. Vice Chairman Shannon seconded the motion. Motion carried with Trustee Brown abstaining from vote, as Trustee Brown was not present for the June meeting.

Chairman O'Rourke called for Business Items.

D.1 Consent Agenda: Chairman O'Rourke called for approval of the Consent Agenda. Vice Chairman Shannon stated that as instructed the Finance Committee Meeting met yesterday, and from now on the Finance Committee Meetings will be held separate from the Regular Monthly Board Meetings. The Vice Chairman Shannon stated that Mr. Murchison gave a presentation on items D.1.a. Board and Staff Expense Report, D.1.b.

Financial Statements, D.1.c. Port Investments Report, D.1.d. Bank Reconciliation Report, D.1.e. Cash Flow Projections D.1.f Monthly Delinquent Accounts Receivable, and, D.1.g. Vendor Check Register Report. No items were submitted under D.1.h. Trade Development. Vice Chairman Shannon continued, stating that the Finance Committee looked at the four recommended financial policies that the Finance Committee will review at their next meeting. Vice Chairman Shannon noted that the next Finance Committee Meeting will be held on August 26, 2019. Vice Chairman Shannon stated that the Finance Committee voted and approved the reports as presented. *Vice Chairman Shannon moved, with the seconded of Trustee DeVries, to approve Consent Agenda Items, D.1.a thru D.1.h as recommended by the Finance Committee. Motion unanimously carried.*

E.1 Consider and Accept Port Folio Performance Analysis Report, Summary of Investment Performance Report and Investment Detail of the Galveston Wharves Pension Plan for Period Ending June 30, 2019 and Discuss Percentage Changes in Fund Mix that May be Necessary to Increase Investment Results: Trustee DeVries moved, with the seconded of Vice Chairman Shannon, to accept the Port Folio Performance and Analysis Report, the Summary of Investment Performance Report, and Investment Detail of the Galveston Wharves Pension Plan for the Period Ending June 30, 2019. Motion unanimously carried.

E.2 Consider and Approve Proposed Credit Card Policy of the Board of Trustees of the Galveston Wharves: Trustee Beeton moved to approve the proposed Credit Card Policy of the Board of Trustees of the Galveston Wharves as revised at today's meeting. Trustee Maxwell seconded the motion. Motion carried with Chairman O'Rourke and Trustee Brown opposed.

E.3 Consider and Approve Amendment of Wharfage Security Charges and the Amendment of Dockage Security Surcharges, to the Board of Trustees of the Galveston Wharves Tariff Circular No 6: Trustee Beeton moved for approval of the Amendment of Wharfage Security Charges and the Amendment of Dockage Security Surcharges to the Board of Trustees of the Galveston Wharves Tariff Circular No 6. Vice Chairman Shannon seconded the motion. Motion unanimously carried.

O'Rourke called for comments from the Trustees.

Vice Chairman Shannon thanked the Board and Port staff for the flowers received while in the hospital. Vice Chairman Shannon complimented Staff on the financial results of the Port year to date, and stated that he appreciated the great job that staff is doing.

Trustee DeVries echoed the Vice Chair's comments, and stated that it was another great month on Port revenues. Trustee DeVries noted that Staff has been busy with policies. The construction staff is also doing a great job! Trustee DeVries stated that the proposed Amendments for the City Charter that will be presented to City Council on Thursday would be detrimental to the Port, the City and the Industry. The Trustee hoped that Council will take the Amendments into consideration, will look at the facts and figures, and see what the overall effect on the Port would be. Trustee DeVries complimented staff on a "great job"!

Trustee Maxwell stated that the intern program is a great program and hoped that the Port would continue it. Trustee Maxwell congratulated staff on another great month, and encouraged staff to keep up the good work. Trustee Maxwell stated that the agenda items on the proposed amendment changes to the City Charter were pulled from discussion. Trustee Maxwell asked Mr. Brown to give an opinion on whether or not it could be discussed at today's meeting.

Mr. Brown stated that this item was added to the agenda as a supplemental agenda item and posted at City Hall on Saturday morning. The agenda was posted by Ms. Ramirez outside City Hall within requirements of the Open Meeting Act. Mr. Brown and Mr. Rees both received an email from the City Attorney advising that because the agenda was not submitted through the City Secretary's office, because no one was at the City on Saturday morning for approval of the agenda under Section 2-134.1 of the City Code, the agenda was being removed and disposed of. Mr. Brown stated that while he respects Mr. Glywasky very much, and he respects his opinion, Mr. Brown disagreed in this case. Mr. Brown stated that there has been a pattern of practice, and because this Board meets on Tuesdays, there are times that items have had to be added to the agenda, and as recently as the March 26th Board Meeting, an amended agenda was posted Saturday morning, in the same way as this past weekend. Ms. Ramirez posted and emailed the agenda to the City Secretary's staff on Saturday. On the contrary, this time the City didn't accept the posting. The issue here is whether it was posted, and whether it substantially complied with the Open Meeting Act. Mr. Brown stated that there was an attempt to load the agenda to the website, but staff had IT issues, and there was an expressed exception under the good faith of trying to post the agenda. Mr. Brown believed that the Board could have had discussions on the proposed amendment changes to the City Charter, if they had chosen to do so today. Mr. Brown stated that he understands that the Board has chosen not to have those discussions at today's meeting, but respectfully disagreed with Mr. Glywasky.

Trustee Maxwell stated that the Board will not discuss the proposed amendment to the City Charter today, and hoped that in the future the Port and City can work together, and things will not get pulled from the agenda at the last minute so that the Board can discuss whatever needs to be talked about with transparency and carry on with Port business.

Trustee Beeton commended staff on the closing of all the FEMA projects. Trustee Beeton stated that she thinks it's silly for the City Attorney to instruct the City Secretary to take down the posted agenda and throw it in the trash in the interest of "transparency". The reason it's posted is to give notice. Although Trustee Beeton believed an objection could have been made about the manner of posting, if it needed to be done differently than yanking the agenda down and putting it in the trash. However, Trustee Beeton agrees with the decision that the Board made today to not discuss the matter at today's meeting, and does not want this to be confrontational or provocative.

Trustee Brown expressed that he is very excited to be on the Wharves Board, and thanked the Trustees for welcoming him.

Chairman O'Rourke welcomed Trustee Brown to the Board, and also stated that he appreciates all of the efforts from the Board's Finance Committee. The Chairman stated that

he really appreciated all of the efforts that the staff has put forward, the accomplishments, and that he appreciated staff showing the picture of the possibility and opportunities to enhance the West End of the Port to reposition cargo and make room on the East End for more development, which could not be done without the Port staff. Chairman O'Rourke also thanked the Port Director.

Chairman O'Rourke stated that the next Regular Monthly Meeting of the Board of Trustees will be held on Tuesday, August 27, 2019 at City Hall in Room 204. Trustee Beeton and Trustee DeVries stated that they will not be able to attend the August 27 meeting. Chairman O'Rourke stated that the date of the next Regular Monthly Meeting will be determined at a later date, to allow the full Board to participate in the meeting.

On motion duly made and seconded, the Regular Monthly Meeting of the Board of Trustees of the Galveston Wharves stood adjourned at 2:40 p.m., Tuesday, July 23, 2019.

A handwritten signature in cursive script, reading "Angelina Ramirez", written over a horizontal line.

Angelina Ramirez, Secretary
Board of Trustees of the Galveston Wharves