

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

BUSINESS ITEM – E-3

PREPARED BY: Peter S. Simons Interim Port Director

July 24, 2017

SUBJECT: Discuss and Consider Policy Regarding Minutes for Meetings of the Board of Trustees of the Galveston Wharves and its Committees

BACKGROUND: Port staff has prepared the attached policy statement to clarify the requirement for minutes for meetings of the Board and its committees. The proposed policy does not change the scope of minutes for Board meetings: they will continue to include a summary of Board deliberations and a detailed record of action taken by the Board. For committee meetings, the policy proposes a standard of abbreviated minutes using a form that can be adapted for any committee. The policy will ensure transparency, provide for an appropriately detailed record and ensure accountability and administrative efficiency.

RECOMMENDATIONS: The Board is respectfully requested to review the attached information, to listen to the briefing of the Port Director and to approve the attached policy regarding minutes for meetings of the Board and its committees.

Respectfully Submitted By:



Peter S. Simons, Interim Port Director

DATE ACTION TAKEN: _____

Approved: _____

Disapproved: _____

Deferred To: _____

Incorporated into Minutes: _____

Motion By: _____

Seconded By: _____

Unanimous: Yes _____ No _____

By: _____

PORT OF GALVESTON

Briefing

Discuss and Consider Policy Regarding Minutes for Meetings of the Board of Trustees of the Galveston Wharves and its Committees

Background

There is currently no document or policy that sets forth how minutes of the Board are to be prepared. With the recent creation of various Board committees, Port staff feels that it is important to clarify the requirements for minutes for meetings of the Board and its committees.

Current Situation

Port staff has prepared the attached policy statement. It clarifies the requirements for minutes of meetings of the Board and for its committees. Specifically, the proposed policy does not change the scope of minutes for Board meetings: they will continue to include a detailed summary of Board deliberations and a record of formal action taken by the Board. For committee meetings, the policy proposes a standard of abbreviated minutes using a form, included as an attachment to the policy, that can be adapted for any committee. The form facilitates the collection of information including attendance, conflict of interest declarations, action (if any) on agenda items, follow-up recommendations by the committee to the Board and notes. Since the Board's committees are formed to address specific matters but do not take any formal action on behalf of the Board, the proposed policy balances the Port's record-keeping requirements with its limited administrative staff resources.

Fiscal Impact

None.

Staff Recommendation

The Board of Trustees is respectfully requested to review the attached information, to listen to the briefing from the Port Director and to approve the attached policy regarding minutes for meetings of the Board and its committees.

Board of Trustees of the Galveston Wharves

Policy Regarding Meeting Minutes

For Meetings of the Board of Trustees of the Galveston Wharves

And

For Meetings of Committees

Purpose: To assure transparency, provide for an accurate historical record, and ensure accountability and operational efficiency, the Board of Trustees has established this policy for taking and for disseminating meeting minutes for both its meetings and for each standing committee meeting. The respective chairpersons are responsible for the implementation of this policy.

Minutes for Meetings of the Board of Trustees of the Galveston Wharves and for each Committee:

I. Compliance:

- a. The Board will comply with all State of Texas requirements related to minutes, the distribution of minutes, and the archiving of minutes.
- b. The Board and its committees will make its minutes available to its stakeholders, including the public.

II. Minutes of the Board of Trustees of the Galveston Wharves:

- a. Port staff will provide minutes of the Board Meetings based on audio recordings of its meetings.
- b. The Board minutes shall be available to the public as an audio or video recording and as written minutes. Written minutes will include, as appropriate, a summary of the agenda item, a summary of the discussion about the agenda item and a description of the action taken on the agenda item by the Board. Both formats shall be archived under the direction of the Port's executive director and made available online.
- c. The Board chairperson is responsible for certifying the minutes prior to dissemination.

III. Minutes of the Board's Committees:

- a. Each Board committee is responsible for providing minutes for the committee based on audio recordings of its meetings. Minutes shall be summary in form. The attached template will be used.
- b. Committee minutes will be submitted to the Board chairperson using the form of the attached supporting documentation along with other relevant references, which may be included as appropriate.
- c. Committee minutes shall be available to the public as written minutes in a summary form. Minutes shall be archived under the direction of the Board's executive director and made available online.
- d. The Committee chairperson is responsible for certifying the minutes prior to dissemination.
- e. Minutes shall include, but not be limited to: agenda items, records of action items (proposer, second, votes for an action, votes against an action), and recommendations to the Board of Trustees, with supporting documentation as appropriate.

Name of Committee
Board of Trustees of the Galveston Wharves
Date of Committee Meeting

The Meeting was Called to Order _____

NAME	ATTENDANCE	CONFLICT OF INTEREST	AGENDA B-1	FOR	AGAINST	AGENDA B-2	FOR	AGAINST	AGENDA B-3	FOR	AGAINST	AGENDA B-4	FOR	AGAINST
Name of committee member														
do.														
do.														
do.														
do.														

Other Attendees: _____

MOTION AGENDA B-1 _____

MOTION AGENDA B-2 _____

MOTION AGENDA B-3 _____

MOTION AGENDA B-4 _____

NOTES

The Meeting was Adjourned at _____