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MARGARET GORDON
Second Vice-President

PAMELA CALLOWAY
Commissioner

GILDA GONZALES
Commissioner

KENNETH KATZOFF
Commissioner

MICHAEL LIGHTY
Commissioner

MINUTES

Meeting of the Board of Port Commissioners

Tuesday July 20, 2010 – 1:00 p. m.

Board Room – 2nd Floor

ROLL CALL

President **Uno** called the Regular Meeting of the Board to order at 1:10 p.m., and the following Commissioners were in attendance:

Commissioner **Calloway**, Commissioner **Gonzales**, 2nd Vice-President **Gordon**, 1st Vice President **Head**, Commissioner **Katzoff** and President **Uno**.

Commissioner **Lighty** was excused.

CLOSED SESSION

President **Uno** convened the Closed Session at 1:11 p.m. to hear the following:

A. EMPLOYEE PERFORMANCE EVALUATION

Title: Port Attorney

B. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9: 5 matter(s)

CONFERENCE WITH REAL PROPERTY NEGOTIATOR - As provided under California Government Code Section 54956.8:

Property: Former Oakland Army Base and Adjacent Properties
Negotiating Parties: Port of Oakland, AMB Properties and California Capital Group
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 20-24 Outer Harbor Terminal Facilities
Negotiating Parties: Port of Oakland and Ports America Outer Harbor Terminals
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 25-26
Negotiating Parties: Port of Oakland and International Transportation Serv., Inc., (ITS)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 30-33
Negotiating Parties: Port of Oakland and TransPacific Container Service (TraPac)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 33-37
Negotiating Parties: Port of Oakland and Evergreen Marine Corp. (Taiwan), Ltd
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 55-59
Negotiating Parties: Port of Oakland and Total Terminals, Inc, LLC (TTI)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths: 57-59
Negotiating Parties: Port of Oakland and SSA Terminals, LLC (SSAT)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 60-63
Negotiating Parties: Port of Oakland and Eagle Marine Services (APL Terminal)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

Property: Berths 67-68
Negotiating Parties: Port of Oakland and SSA Terminals, LLC (SSAT) (Howard Terminal)
Agency Negotiator: Director of Maritime, James Kwon
Under Negotiation: Price and Terms of Payment

C. Personnel Items as Required by Chapter 4, Part 4, Sections 1400 - 1408 of the California Labor Code, entitled Worker Adjustment and Retraining Notification (WARN) Act. (1 matter)

D. Conference with Labor Relations Advisor: Pursuant to Subdivision (f) of Section 54957.6

Western Council of Engineers (WCE); International Federation of Professional and Technical Engineers, Local 21; Service Employees International Union (SEIU) 1021; and International Brotherhood Electrical Workers (IBEW) -- "Meet and Confer" with all four (4) Labor Unions regarding matter of proposed mandatory 10 days without pay.

ROLL CALL/OPEN SESSION

President **Uno** reconvened the Board in Open Session at 3:55 p.m., and the following Commissioners were in attendance:

Commissioner **Calloway**, Commissioner **Gonzales**, 2nd Vice-President **Gordon**, 1st Vice President **Head**, Commissioner **Katzoff** and President **Uno**.

Commissioner **Lighty** was excused.

President **Uno** requested that the meeting be adjourned in honor of Longshoreman John Gair.

CLOSED SESSION REPORT

The Port Attorney reported that the Board had taken no final actions in Closed Session.

ELECTION OF OFFICERS

*A Motion to approve Item 1 was made by Vice-President **Gordon** and seconded by Commissioner **Calloway**.*

1. **Resolution No. 10-96**, Approval Of A Resolution Declaring The Election Of Officers At The Meeting Of July 6, 2010 (James **Head** – President, Pamela **Calloway** - 1st Vice-President and Gilda **Gonzales** – 2nd Vice-President)

*The Motion to approve Item 1 passed by the following votes: (6) **Ayes:** Commissioner **Calloway**, Commissioner **Gonzales**, Vice-President **Gordon**, Vice-President **Head**, Commissioner **Katzoff** and President **Uno**; (1) **Excused:** Commissioner **Lighty***

MAJOR PROJECTS

2. The Manager Business Development & International Marketing, Lawrence Dunnigan, gave an update on the Oakland Army Base.

Mark Hansen, Andreas Cluver and Bill Aboudi addressed the Board on Item 2.

*A Motion to approve Item 3 was made by Commissioner **Uno** and seconded by Commissioner **Katzoff**.*

Steve Lowe and Ofelia Jimenez addressed the Board on Item 3.

3. **Resolution No. 10-97**, Authorization for the Executive Director to negotiate and execute an amendment to the Oakland Army Base (OAB) Amended and Restated Memorandum of Agreement (ARMOA) between the City of Oakland, The Port of Oakland, and The Redevelopment Agency of the City of Oakland to (a) extend the August 7, 2010 deadline for the Agency and Port to fund the West Oakland Community Trust Fund and (b) revise the funding structure for the Port's share of the Fund to be consistent with the Agency. **(Maritime)**

The Motion to approve Item 3 passed by the following votes: (6) Ayes: Vice-President Calloway, Vice-President Gonzales, Commissioner Gordon, Commissioner Katzoff, Commissioner Uno and President Head; (1) Excused: Commissioner Lighty

A Motion to approve Item 4 was made by Commissioner Uno and seconded by Commissioner Katzoff.

4. **Resolution No. 10-86 & 10-87**, Approval of Supplemental Consultant Service Agreements to Complete Hazardous Materials Remediation at the Oakland Army Base (Maritime/Environmental)

The Motion to approve Item 4 passed by the following votes: (5) Ayes: Vice-President Calloway, Vice-President Gonzales, Commissioner Katzoff, Commissioner Uno and President Head; (1) No: Commissioner Gordon; (1) Excused: Commissioner Lighty

A Motion to approve Item 5 was made by Commissioner Uno and seconded by Commissioner Katzoff.

Josie Camacho, Shirley Burnell, Servant Brian Woodson addressed the Board on Item 5.

5. *Resolution No. 10-98 Authorization for the Executive Director to extend the Exclusive Negotiating Agreement with AMB Property Corporation and California Capital Group through November 1, 2010, subject to agreement in principle between the parties on the material terms and conditions of the Option and Master Lease Agreements by August 1, 2010; and Authorization for the Expenditure of up to \$475,000 on Outside Counsel and other Services necessary to complete the Option and Master Lease Agreements. (Maritime)*

The Motion to approve Item 4 passed by the following votes: (5) Ayes: Vice-President Calloway, Vice-President Gonzales, Commissioner Katzoff, Commissioner Uno and President Head; (1) Abstain: Commissioner Gordon; (1) Excused: Commissioner Lighty

6. *Sr. Maritime Projects Administrator, Delphine Prevost, gave a report on Shore Power*

A Motion to approve Item 7 was made by Commissioner Uno and seconded by Commissioner Katzoff.

Steve Lowe addressed the Board on Item 6.

7. **Resolution No. 10-99**, Budget Authorization to Perform the Engineering Design of the Shore Power Program Elements that are Grant-Funded and Require Completion in 2012. (Maritime/Engineering)

The Motion to approve Item 7 passed by the following votes: (4) Ayes: Vice-President Calloway, Commissioner Katzoff Commissioner Uno and President Head; (1) No: Vice-President Gonzales; (1) Abstain: Commissioner Gordon; (1) Excused: Commissioner Lighty

A Motion to approve Item 7a was made by Commissioner **Uno** and seconded by Commissioner **Katzoff**.

- 7a. Resolution No. 10-100**, Resolution Finding And Determining That The Proposed Assignment Of Berths 25-26 From International Transportation Service, Inc. (Its) To Ports America Outer Harbor Terminals, LLC (PAOH) Is A Matter Of Urgency.

The Motion to approve Item 7a. passed by the following votes: **(6) Ayes:** Vice-President **Calloway**, Vice-President **Gonzales**, Commissioner **Gordon**, Commissioner **Katzoff** Commissioner **Uno** and President **Head**; **(1) Excused:** Commissioner **Lighty**

A Motion to approve Item 7b was made by Commissioner **Katzoff** and seconded by Vice-President **Gonzales**.

Sean Farley and Bill Aboudi addressed the Board on Item 7b.

- 7b. Resolution No. 10-101**, Resolution authorizing the Executive Director (1) to approve an assignment of the Non Exclusive Preferential Assignment Agreement for Ports America Outer Harbor Terminals, LLC (PAOH) upon confirmation that the Assignment and Assumption Agreement between ITS and PAOH (and related agreements) will not adversely impact the Port's finances, (2) to negotiate and execute a supplemental agreement to the Concession and Lease Agreement for Berths 20-24

The Motion to approve Item 7b. passed by the following votes: **(6) Ayes:** Vice-President **Calloway**, Vice-President **Gonzales**, Commissioner **Gordon**, Commissioner **Katzoff**, Commissioner **Uno** and President **Head**; **(1) Excused:** Commissioner **Lighty**

Vice-President **Gonzales** was excused from the meeting at 5:30 p.m.

BUDGET & FINANCE

Chief Financial Officer, Sara Lee, reported on the Unaudited Financial Reports for 11 Months Ended May 31, 2010

STRATEGY & POLICY

- 8.** The Director of Environmental Programs and Planning, Richard Sinkoff, gave an update on the Strategic Plan.

CONSENT ITEMS

At the direction of President **Head**, Item 12 was pulled for consideration at a subsequent Regular Board Meeting.

A Motion to approve the Consent Items was made by Vice-President **Calloway** and seconded by Commissioner **Katzoff**.

- 9. Resolution No. 10-102**, Replacement of Aircraft Noise Monitors: Approval to advertise for bids and Authorization to Award Contract (Aviation)

10. **Ordinance No. 4132**, Approval of a Five-Year Telecommunications License Agreement with MetroPCS California LLC dba MetroPCS at Oakland International Airport (Aviation)
11. **Ordinance No. 4133**, Approval of a First Amendment to Telecommunications License Agreement with Sprint Nextel at Oakland International Airport (Aviation)
12. ~~**PULLED Adoption Of Whistleblower Policy Against Retaliation (Admin. Policy 18) And Establishment Of A Whistleblower Hotline (Admin. Policy 19) (Executive Office)**~~
13. **Resolution No. 10-103**, Authorization to Enter into a 60-Month Lease for High-Volume Production Print/Copy Machines (Administration)
14. Informational Report on the July 1, 2010 City Port Liaison Committee Meeting Discussion of the Status of the Jack London Square Development Project (Commercial Real Estate)
15. Quarterly Report of Construction Change Orders for 3rd Quarter FY 2010 and Summary Change Order Report for Closed Projects in Calendar Year 2009 (Engineering)
- 15a. **Ordinance No. 4129**, An Ordinance Amending Port Ordinance No. 3634, As Amended, Relating to Landing And Tenant Terminal Space Rental Fees At Metropolitan Oakland International Airport.
- 15b. **Ordinance No. 4130**, An Ordinance Approving A Memorandum Of understanding Between The Port Of Oakland and Western Council Of Engineers Effective July 1, 2009 Through June 30, 2011 And Fixing the Compensation Of Certain Employees Of The Port Department Belonging To Employee Representation Unit C And Amending Section 1.191 Providing Professional Development Benefits For Certain Officers And Employees
- 15c. **Ordinance No. 4131**, Ordinance Amending Port Ordinance No. 867 Ratifying And Setting The Compensation Of Certain Employees Of The Port Department Belonging To International Federation Of Professional And Technical Engineers Local 21 And Belonging To Western Council Of Engineers

The Motion to approve the Consent Items passed by the following votes: (5) Ayes: Vice-President **Calloway**, Commissioner **Gordon**, Commissioner Katzoff, Commissioner **Uno** and President **Head**; (2) Excused: Vice-President **Gonzales** and Commissioner **Lighty**

ACTION ITEMS

A Motion to approve Item 16 was made by Commissioner **Katzoff** and seconded by Commissioner **Gordon**.

16. **Resolution No. 10-104**, Deferred Compensation Plan-Six Month Extension of the Agreement between the Port of Oakland and Great West Retirement Services for Recordkeeping and Administrative Services for the Port of Oakland Deferred Compensation Plan (\$0) (Administration)

*The Motion to approve Item 16 passed by the following votes: (5) **Ayes:** Vice-President **Calloway**, Commissioner **Gordon**, Commissioner **Katzoff**, Commissioner **Uno** and President **Head**; (2) **Excused:** Vice-President **Gonzales** and Commissioner **Lighty***

APPROVAL OF THE MINUTES

Action on the Minutes was differed until the next meeting.

OPEN FORUM

Monsa Nituto, Millie Cleveland, Richard Mead and Bill Aboudi addressed the Board in Open Forum.

ADJOURNMENT

*President **Head** called for a moment of silence to honor the memory of Longshoreman Joh Gair and Port Trucker Jie Tau Liu.*

There being no additional business the Board adjourned at 6:04 p.m...

John Betterton, Secretary

Date