

**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

**PORT OF OAKLAND**  
**BOARD OF PORT COMMISSIONERS**  
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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Thursday January 12, 2012 – 1:00 p.m.

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:07 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**.

Commissioner **Uno** was excused.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:09 p.m. to hear the following:

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 9-08*

*City of Oakland, et al. v. CleanAir Logix, Inc., et al.; Alameda County Superior Court Case No.: RG10515024*

##### 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

##### 1.3 CONFERENCE WITH REAL PROPERTY NEGOTIATOR

**Property:** Former Oakland Army Base and Adjacent Properties  
**Negotiating Parties:** Port of Oakland, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**Property:** 98 Broadway and the Pavilion 2 site in Jack London Square  
**Negotiating Parties:** Port of Oakland, Jack London Square Ventures LLC, Jack London Square Investors II, LLC  
**Agency Negotiator:** Director of Commercial Real Estate  
**Under Negotiation:** Price and Terms of Payment

**1.4 PUBLIC EMPLOYEE APPOINTMENT**

Title: Executive Director

**1.5 PUBLIC EMPLOYEE APPOINTMENT**

Title: Deputy Executive Director

**1.6 THREAT TO PUBLIC SERVICES OR FACILITIES**

**Consultation with:** Port Security Officer

**1.7 CONFERENCE WITH LABOR NEGOTIATORS**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 4:38 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**.

Commissioner **Uno** was excused.

**CLOSED SESSION REPORT**

The Board Secretary reported that three Items had been approved in Closed Session:

*On a Motion by Vice-President **Head**, seconded by Vice-President **Gonzales** the following Resolution was unanimously approved (5 Ayes, 1 Excused Uno):*

**Resolution No. 12-1**, Resolution approving and ratifying settlement agreement and limited mutual release.

*On a Motion by Vice-President **Head**, seconded by Commissioner **Gordon** the following Resolution was unanimously approved (5 Ayes, 1 Excused Uno):*

**Resolution No. 12-2**, Resolution approving and authorizing execution of a settlement agreement with American International Specialty Lines Insurance Company also known as Chartis Specialty Lines Insurance Company, regarding the SSA Terminals v. the Port of Oakland matter.

*On a Motion by Vice-President **Head**, seconded by Commissioner **Yee** the following Resolution was unanimously approved (5 Ayes, 1 Excused Uno):*

**Resolution No. 12-3**, Resolution authorizing and approving retention of special counsel.

## 2. MAJOR PROJECTS

Senior Maritime Projects Administrator, Dominic Stuth, introduced Items **2.1** through **2.4**.

### 2.1 Report: Shore Power Update (**Maritime**)

*A Motion to approve Items **2.2**, **2.3** and **2.4** was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

### 2.2 **Resolution No. 12-4** Authorization to Enter into a Supplemental Agreement with Moffat & Nichol; and/or Solicit Proposals from an Engineering Services Company for Shore Power Commissioning and System Testing Support. (**Engineering**)

### 2.3 **Resolution No. 12-5** Authorization to Reject All Bids; to Advertise for New Bids and to Return Bid Securities to the Respective Bidders for Port of Oakland Shore Power System Construction at Berths 25, 35, 37, 55, 59 and 68 (**Engineering**)

### 2.4 **Resolution No. 12-6** Authorization for the Executive Director to Execute Interconnection Agreements and Other Associated Agreements with Pacific Gas and Electric Company (PG&E) to support the Port's Shore Power Program (**Engineering**)

*The Motion to approve Items **2.2**, **2.3** and **2.4** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

## 3. BUDGET & FINANCE

Chief Financial Officer, Sara Lee, presented Items **3.1** and **3.2**.

### 3.1 Report: Unaudited Financial Statements for 4 Months Ended October 31, 2011

*A Motion to approve Item **3.2** was made by Commissioner **Yee** and seconded by Commissioner **Gordon**.*

Alexandria Whalen addressed the Board on Item **3.2**.

### 3.2 **Resolution No. 12-7** Approval to Designate Miscellaneous Obsolete, Broken, and Worn-Out Property as Surplus and to Donate, Sell, and or Dispose of it

*The Motion to approve Item 3.2, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

#### 4. STRATEGY & POLICY

There were no items discussed under Strategy & Policy.

#### 5. CONSENT ITEMS

*A motion to approve the Consent Items was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 5.1 Approval of the Minutes of the Regular Meetings of December 1, 2011 and December 15, 2011 (**Board Secretary**)
- 5.2 **Ordinance No. 4177**, 2<sup>nd</sup> Reading of an ordinance ratifying license and concession agreement with the City of Oakland for use of Hangar Space at North Field, Oakland International Airport, by Oakland Police Department – Aerial Support Unit for services in lieu of monetary rents per the Federal Grant Assurances.
- 5.3 **Ordinance No. 4178**, 2<sup>nd</sup> Reading of ordinance approving and authorizing the execution of six-year lease extension with GSC Logistics, INC.
- 5.4 **Resolution No. 12-8** Approval to execute extensions of the As-Needed Environmental Planning Consulting Services Agreements with CH2MHill and Michael Brandman Associates for one year; and approval for the Director of Environmental Programs and Planning to authorize a subsequent extension for up to one additional year, to April 30, 2014. (**Environmental**)

*The Motion to approve the Consent Items passed by the following votes: (5) Ayes 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

#### 6. REMAINING ACTION ITEMS

Acting Commercial Real Estate Director, Pamela Kershaw, introduced Items 6.1 and 6.2

*A Motion to approve Items 6.1 and 6.2 was made by Vice-President **Gonzales** and seconded by Commissioner **Gordon**.*

- 6.1 **Ordinance No. 4179** Approval of an Amendment to the Agreement for Purchase and Sale and Ground Lease of Real Property Related to the Oak to Ninth District Property (**CRE**)
- 6.2 **Ordinance No. 4180** Approval of an Amendment to the Ground Lease for 98 Broadway and Termination of the Ground Lease for Pavilion 2 in Jack London Square (**CRE**)

*The Motion to approve Items 6.1 and 6.2, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

Port Facilities Security Officer, Mike O'Brien, introduce Item **6.3**.

*A Motion to approve Item 6.3 was made by Vice-President **Gonzales** and seconded by Vice-President **Head**.*

Bill Aboudi and Sean Farley addressed the Board on Item **6.3**.

- 6.3 Resolution Nos. 12-9 & 12-10** Authorization to i) Establish Agreement with the Marine Terminal Operators for Reimbursement of Truck Tracking System Expenditures and ii) Contract with Science Applications International Corporation (SAIC) for Truck Data Integration (**Maritime**)

*The Motion to approve Item 6.3, passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**; (1) No: Commissioner **Gordon**; (1) Excused: Commissioner **Uno**.*

The Director of External Affairs, Isaac Kos-Read, introduced Item **6.4**.

*A Motion to approve Item 6.4 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 6.4 Resolution No. 12-11** Approval to Enter into a one-year Agreement with Gephardt Government Affairs in the Amount of \$165,000 per year (\$150,000 plus a maximum of \$15,000 for Port-approved expenses) for Federal Advocacy and Consulting Services. (**External Affairs**)

*The Motion to approve Items 6.4, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

The Director of Administration, Denyce Holsey, introduced Items **6.5** through **6.10**.

*A Motion to approve Item 6.5 was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

- 6.5 Resolution Nos. 12-12 & 12-13** Approval of Employment Agreement with Omar Benjamin as Executive Director of the Port of Oakland, effective February 1, 2012 (**Administration**)

*The Motion to approve Items 6.5, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

*A Motion to approve Item 6.6 was made by Vice-President **Gonzales** and seconded by Vice-President **Head**.*

**6.6 Resolution No. 12-14** Appointment of Jean Banker as the Deputy Executive Director (Administration)

*The Motion to approve Item 6.6, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

*A Motion to approve Item 6.7 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

**6.7 Resolution No. 12-15** Approval of Employee's Reappointment to Former Classification of Senior Equipment Systems Engineer, and Pay Rate of \$9748 Per Month Prior to Reassignment to the PETA Program (Administration)

*The Motion to approve Item 6.7, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

*A Motion to approve Item 6.8 was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

**6.8** Amendment of Salary Schedule Assignment for the Classification of Manager, Information Technology from Existing Salary Schedule 567 (a--\$9661; b--\$10146; c--\$10652; d--\$11291; e--\$11969) to Salary Schedule 586.2 (a--\$10,667; b--\$11,200; c--\$11,757; d --\$12,468; e-- \$13,215) (Administration)

*The Motion to approve Item 6.8, failed on the following votes: (3) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**; (2) Abstained: 1<sup>st</sup> Vice President **Gonzales** Commissioner **Gordon**; (1) Excused: Commissioner **Uno**.*

*A Motion to approve Item 6.9 was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

**6.9 Resolution No. 12-16** Approve the following ten (10) additional positions to the FY2011-12 staffing plan in compliance with the contracting out settlement agreement reached between SEIU, Local 1021 and the Port of Oakland:

- One (1) Position of Airport Operations Specialist Air-Land
- Two (2) Positions of Airport Ground Transportation and Parking Operations Specialist
- Two (2) Positions of Port Equipment Service Worker
- One (1) Position of Carpenter
- One (1) Position of Diver
- One (1) Position of Telephone Operator
- Two (2) Positions of Equipment Systems Engineer (Administration)

*The Motion to approve Item 6.9, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.*

A Motion to approve Item **6.10** was made by Commissioner **Gordon** and seconded by Commissioner **Yee**.

**6.10 Resolution No. 12-17** Extension of the Delegation of Authority to the Executive Director to Sign Contracts for Certain Health and Welfare Employee Benefits (\$0)  
**(Administration)**

The Motion to approve Item **6.10**, passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**.

**7. UPDATES/ANNOUNCEMENTS**

Executive Director, Omar Benjamin reported on the recent employee appreciation events.

He also reported on a Resolution by the State Land's Commission commemorating the 100th Anniversary of the Statutory Grant of lands to the City of Oakland that became the Port of Oakland.

**8. SCHEDULING**

There were no items discussed under Scheduling.

**OPEN FORUM**

Bill Aboudi addressed the Board in Open Forum.

**ADJOURNMENT**

President **Calloway** asked the meeting to observe a moment of silence in memory of Sanjiv Handa.

There being no additional business the meeting was adjourned at the hour of 5:58 p.m.

  
\_\_\_\_\_  
John Betterton, Secretary  
Board of Port Commissioners

1.26.2012  
Date









# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

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Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Thursday January 26, 2012 – 1:00 p.m.

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:07 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:05 p.m. to hear the following:

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION.

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08*

*DTG Operations, Inc. an Oklahoma corporation v. City of Oakland, a municipal corporation, acting by and through its Board of Port Commissioners; Alameda County Superior Court No.: RG11587642*

*Kheven LaGrone v. City of Oakland et al., and Port of Oakland Court of Appeal of the State of California, First Appellate District, Case Nos.: A130030, A129306*

##### 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. 5 matters

### 1.3 CONFERENCE WITH REAL PROPERTY NEGOTIATOR

**Property:** Former Oakland Army Base and Adjacent Properties  
**Negotiating Parties:** Port of Oakland, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

### 1.4 THREAT TO PUBLIC SERVICES OR FACILITIES CONSULTATION ON THREATS TO PUBLIC SECURITY OR ACCESS

**Consultation with:** Port Security Officer

### 1.5 CONFERENCE WITH LABOR NEGOTIATORS

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

## ROLL CALL/OPEN SESSION

*President **Calloway** called the Open Session to order at 4:54 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

## CLOSED SESSION REPORT

The Board Secretary reported that the following Item had been approved in Closed Session:

*On a Motion by Vice-President **Gonzales**, seconded by Commissioner **Uno** the following Resolution was unanimously approved (6 Ayes).*

**Resolution No. 12-18**, Approving Terms of and Authorizing Approval and Execution of Settlement and Mutual Release Agreement with DGT Operations, Inc. vs. City of Oakland.

## 2. MAJOR PROJECTS

There were no Major Projects items on the Agenda.

## 3. BUDGET & FINANCE

There were no Budget & Finance items on the Agenda.

#### 4. STRATEGY & POLICY

There were no Strategy & Policy items on the Agenda.

#### 5. CONSENT ITEMS

*A motion to approve the Consent Items was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 5.1 Approval of the Minutes of the Regular Meeting of December 8, 2011 and the Special Meeting of January 12, 2012 (**Board Secretary**)
- 5.2 **Ordinance No. 4179**, 2nd Reading of an ordinance approving and authorizing execution of an amendment to the agreement for purchase and sale and ground lease of real property in the Oak to Ninth District.
- 5.3 **Ordinance No. 4180**, 2nd Reading of ordinance approving and authorizing execution of an amendment to the ground lease for 98 Broadway and termination of the ground lease for Pavilion 2 in Jack London Square.

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

#### 6. REMAINING ACTION ITEMS

The Director of Aviation, Deborah Ale-Flint, presented Item **6.1**.

*A Motion to approve Item **6.1** was made by Commissioner **Yee** and seconded by Commissioner **Gordon**.*

- 6.1 **Resolution No. 12-19**, Authorization To Enter Into Contract With Northern California Public Radio For Radio Advertising (**Aviation**)

*The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

The Director of Maritime, James Kwon, presented Item **6.2**.

*A Motion to approve Item **6.2** was made by Vice-President **Gonzales** and seconded by Vice-President **Head**.*

- 6.2 **Resolution No. 12-20**, Authorization to Enter into a Six Month Right of Entry Agreement with BART to Conduct Construction of a Security Fence Around the Existing Vent Structure at TRAPAC Terminal (**Maritime**)

The Motion to approve Item **6.2** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

The Director of Engineering, Chris Chan, presented Item **6.3**.

*A Motion to approve Item **6.3** was made by Commissioner **Uno** and seconded by Commissioner **Yee**.*

- 6.3 Resolution No. 12-21**, Authorization to Execute the Third Phase Agreement for the Monterey Regional Waste Management District Landfill Gas Project Renewable Energy Power Purchase Agreement with the Northern California Power Agency for the Purchase of Renewable Electricity from Monterey Regional Waste Management District **(Engineering)**

*The Motion to approve Item **6.3** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

Vice-President **Head** left the meeting at 5:13 pm.

The Director of Environmental Programs and Planning, Richard Sinkoff, presented Item **6.4**.

*A Motion to approve Item **6.4** was made by Vice-President **Gonzales** and seconded by Commissioner **Gordon**.*

Brad Olson of the east Bay Regional Park District Addressed the Board.

- 6.4 Ordinance No. 4181**, Approval of and Authorization to Execute a *Property Transfer and Acceptance Agreement* to convey 7.97± acres of Port-Owned Property to the East Bay Regional Park District (Oakland, Alameda County, California) and a finding that the property is “inadequate, obsolete or worn-out” for Port use. **(Environmental)**

*The Motion to approve Item **6.4** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: 2<sup>nd</sup> Vice-President **Head***

## **7. UPDATES/ANNOUNCEMENTS**

There were no Updates or Announcements.

**8. SCHEDULING**

There were no Scheduling items on the Agenda.

**OPEN FORUM**

There were no speakers in Open Forum.

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 5:31 p.m.



John Betterton, Secretary  
Board of Port Commissioners

3.1.12

Date









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First Vice-President

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Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

**Regular Meeting of the Board of Port Commissioners**  
**Thursday February 2, 2012 – 1:00 p.m.**  
**Board Room – 2<sup>nd</sup> Floor**

### ROLL CALL

President **Calloway** called the meeting to order at 1:05 p.m.

1<sup>st</sup> Vice President **Gonzales**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**

2<sup>nd</sup> Vice-President **Head** joined the meeting at 3:45 p.m.

Commissioner **Gordon** was excused.

Closed Session was taken out of order at the end of the meeting.

### 2. MAJOR PROJECTS

There were no Major Projects presented.

### 3. BUDGET & FINANCE

There were no Budget & Finance issues presented.

### 4. STRATEGY & POLICY

President **Calloway** welcomed the audience and gave a brief introduction of the ongoing Board Meetings/Workshops devoted to a comprehensive discussion of a single topic.

Maritime Director, James Kwon, facilitated a discussion of Item 4.1, a comprehensive overview of the Maritime Division, including the management staff, strategic initiatives, capital programs and opportunities and challenges in the next year.

The Board heard from industry experts, Walter Kemmsies, Dan Salomon, & Anne Landstorm of Moffat & Nichol on uncertainty and opportunity in the Maritime Industry.

**4.1 Overview of Maritime Division (Maritime)**

**5. CONSENT ITEMS**

There were no Consent Items presented.

**6. REMAINING ACTION ITEMS**

There were no Remaining Action Items presented.

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates & Announcements.

**8. SCHEDULING**

There were no Scheduling Items presented.

**OPEN FORUM**

Alex Miller-Cole addressed the Board in Open Forum.

**1. CLOSED SESSION**

President **Calloway** convened the Board in Closed Session at 3:10 p.m. to hear the following:

**1.1 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, Prologis and California Capital Group  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**Property:** Berths 20-26 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 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 Corporation (Taiwan) Ltd

**Agency Negotiator:** Director of Maritime, James Kwon

**Under Negotiation:** Price and Terms of Payment

**Property:** Berths 55-56

**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

**Property:** Joint Intermodal Terminals

**Negotiating Parties:** Port of Oakland and Burlington Northern Santa Fe

**Agency Negotiator:** Director of Maritime, James Kwon

**Under Negotiation:** Price and Terms of Payment

## 1.2 THREAT TO PUBLIC SERVICES OR FACILITIES

**Consultation with:** Port Security Officer

Commissioner **Uno** left the meeting at 3:46 p.m.

## CLOSED SESSION REPORT

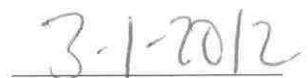
There were no final actions to report out of Closed Session.

## ADJOURNMENT

*There being no additional business the Board adjourned at 5:46 p.m.*



Daria Edgerly, Assistant Secretary  
Board of Port Commissioners



Date









**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

530 Water Street • Oakland, California 94607  
(510) 627-1696(w) • (510) 839-5104(f) • TDD/TTY 711

E-Mail: [board@portoakland.com](mailto:board@portoakland.com)

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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday February 16, 2012

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:07 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

President **Calloway** convened the Board in Closed Session at 1:08 p.m. to hear the following:

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to subdivision (a) of Section 54956.9.

City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9: 4 matter(s)

- 1.3 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, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**Property:** Various Properties in Oakland  
**Negotiating Parties:** Port of Oakland and Various Tenants - "Annual Approval of Target Rents for Commercial Real Estate Division Temporary Rental Agreements"  
**Agency Negotiator:** Director of Commercial Real Estate  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES  
CONSULTATION ON THREATS TO PUBLIC SECURITY OR ACCESS**

**Consultation with:** Port Security Officer

**1.5 CONFERENCE WITH LABOR NEGOTIATORS - Pursuant to Subdivision (f) of Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION (approximately 4:00 p.m.)**

*President Calloway called the Open Session to order at 4:13 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Gordon, Commissioner Uno, Commissioner Yee and President Calloway.*

President Calloway asked for a moment of silence in memory of Marcel "Skip" Conrad, Manager of Airport Properties, and requested that the meeting be adjourned in his name.

**CLOSED SESSION REPORT**

There were no Items to report out of Closed Session, but the Port Attorney reported that the Board had not finished discussion of all items, and that a Second Closed Session would be necessary.

**2. MAJOR PROJECTS**

Items 2.1 and 2.2 were pulled from the Agenda with an expectation that they would be heard at the next Regular Board Meeting on March 1<sup>st</sup>.

**2.1 PULLED Report: ~~Update on Terminal 1 Renovation and Retrofit (Aviation/Engineering)~~**

- ~~2.2 PULLED Budget Authorization And Related Approvals to Construct Terminal 1 Central Utility Plant (T1CUP) Project and Implement Early Delivery Projects Related to the Terminal 1 Renovation (T1R) Program, OAK (Aviation/Engineering)~~

### 3. BUDGET & FINANCE

Chief Financial Officer Sara Lee reported on Items **3.1**

- 3.1 Report:** Unaudited Financials for 5-Months Ended November 30, 2011

#### OPEN FORUM

Open Forum was taken out of order to accommodate a large number of public speakers. The following people addressed the Board in Open Forum:

Phillip Stewart, Courtney Elder, Porter Bayman, Mario Lloyd and Millie Cleveland.

Commissioner **Uno** left the meeting at 5:04 pm.

### 3. BUDGET & FINANCE - *Continued*

Chief Financial Officer Sara Lee introduced Kevin Harper, of Kevin Harper CPA and Associates, and asked him to present Item **3.2**.

- 3.2 Presentation:** Discussion of Board Role Related to Financial Reporting and Internal Controls

### 4. STRATEGY & POLICY

There were no Strategy & Policy issues.

### 5. CONSENT ITEMS

*A motion to approve Consent Item **5.1** was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 5.1 Ordinance No. 4181**, 2nd Reading of an ordinance approving and authorizing execution of a property transfer and acceptance agreement to convey 7.97± acres of Port of Oakland ("Port") owned property to the East Bay Regional Park District (Oakland Alameda County, California).

*The Motion to approve Consent Item **5.1** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

- 5.2 Report:** Appointments, Separations and Leaves of Absence for FY 2011-12 Second Quarter (October 1, 2011 – December 31, 2011); and the Recruitment Schedule as of January 31, 2012 (**Administration**)

**5.3 Report: Quarterly Report of Construction Change Orders for 2nd Quarter FY 11/12 (Engineering)**

**6. REMAINING ACTION ITEMS**

Lawrence Dunnigan, Manager of Business Development & International Marketing for the Maritime Division, introduced Item **6.1**.

*A Motion to approve Item 6.1 was made by Commissioner Yee and seconded by Vice-President Gonzales.*

**6.1 Resolution No. 12-22** Authorizing an Extension of the term of the Lease of the Joint Intermodal Terminal to BNSF Rail Company ("BNSF") to December 31, 2013. **(Maritime)**

*The Motion to approve Item 6.1 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Gordon, Commissioner Yee and President Calloway; (1) Excused: Commissioner Uno*

Item **6.2** was pulled from the Agenda with an expectation that they would be heard at the next Regular Board Meeting on March 1<sup>st</sup>.

**6.2 PULLED Budget Approval and Other Associated Authorizations for the Partial Demolition of Building L-142, North Field, OIA (Aviation/Engineering)**

Matt Davis, Manager of Government Affairs, introduced Item **6.3**.

*A Motion to approve Item 6.2 was made by Vice-President Head and seconded by Commissioner Gordon.*

**6.3 Resolution No. 12-23** Approval to Enter Into a One-Year Agreement with Lehman Levi Pappas & Sadler in the amount of \$125,000 per year (\$120,000 plus a maximum of \$5,000 for Port-approved expenses) for State Advocacy and Consulting Services. **(External Affairs)**

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Gordon, Commissioner Yee and President Calloway; (1) Excused: Commissioner Uno*

The Director of Engineering, Chris Chan, introduced Item **6.4**.

*A Motion to approve Item 6.4 was made by Commissioner Yee and seconded by Vice-President Head.*

**6.4 Resolution No. 12-24 Ratification of Budget Allocation for Emergency Telephone System Replacement At The 530 Water Street Office (I.T.)**

*The Motion to approve Item 6.4 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates or Announcements.

**8. SCHEDULING**

There were no Scheduling items on the Agenda.

**OPEN FORUM**


There were no additional speakers in Open Forum.

**1. CLOSED SESSION - *Continued***

There were no items to report from Closed Session.

**ADJOURNMENT**

There being no additional business the meeting was adjourned in memory of Marcel "Skip" Conrad at the hour of 6:38 p.m.



John Betterton, Secretary  
Board of Port Commissioners

3.15.2012

Date









**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
Port Auditor

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Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday March 1, 2012

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 2:06 p.m., and the following Commissioners were in attendance:

Commissioner **Gordon**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**.

1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno** were excused.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 2:07 p.m. to hear the following:

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to subdivision (a) of Section 54956.9.

*Frank Borg v. Port of Oakland, Does 1 to 40 Alameda County Superior Court Case No.: RG11589913*

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

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

1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno** joined the Closed Session discussion of **Item 1.3** by telephone at 4:30 pm. They did not participate in any other Closed Session discussions.

**1.3 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, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES  
CONSULTATION ON THREATS TO PUBLIC SECURITY OR ACCESS**

**Consultation with:** Port Security Officer

**1.5 CONFERENCE WITH LABOR NEGOTIATORS - Pursuant to Subdivision (f) of Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION (approximately 4:00 p.m.)**

*President Calloway called the Open Session to order at 5:44 p.m., and the following Commissioners were in attendance:*

Commissioner **Gordon**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**.

1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno** were excused.

**CLOSED SESSION REPORT**

There were no Items to report out of Closed Session.

**2. MAJOR PROJECTS**

Items **2.1** and **2.2** were pulled from the Agenda with an expectation that they would be heard at the next Regular Board Meeting on March 16<sup>th</sup>.

**2.1 PULLED Report: Update on Terminal 1 Renovation and Retrofit (Aviation/Engineering)**

- 2.2** ~~PULLED Budget Authorization And Related Approvals to Construct Terminal 1 Central Utility Plant (T1CUP) Project and Implement Early Delivery Projects Related to the Terminal 1 Renovation (T1R) Program, OAK (Aviation/Engineering)~~

### **3. BUDGET & FINANCE**

Chief Financial Officer Sara Lee reported on Items **3.1** and **3.2**.

- 3.1** **Report:** Unaudited financials for 6 months ended December 30, 2011

- 3.2** **Report:** Unaudited capital expenditure report for 6 months ended December 30, 2011

### **4. STRATEGY & POLICY**

Labor Advisor, Marsha Peterson, reported on Item **4.1**.

*A Motion to approve Item **4.1** was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

The makers of the Motion accepted a friendly amendment by President Calloway requiring that all approvals be "prior" to the action taken.

- 4.1** Approval of Amendment of Acting Pay and Extra Duty Pay Administrative Procedures, Amendment of Section 1.32 of Port Ordinance No. 867 and Delegation of Authority to Executive Director to Amend Port Policies and Procedures (**Labor**)

*The Motion to approve Item **4.1** failed by the following votes: (3) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**; (1) No: Commissioner **Gordon**; (2) Excused: 1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno***

### **5. CONSENT ITEMS**

*A Motion to approve Consent Item **5.1** was made by Vice-President **Head** and seconded by Commissioner **Gordon**.*

- 5.1** Approval of the Minutes of the Special Meeting of January 26, 2012 and the Regular Meeting of February 2, 2012. (**Board Secretary**)

*The Motion to approve Consent Item **5.1** passed by the following votes: (4) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (2) Excused: 1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno***

### **6. REMAINING ACTION ITEMS**

Item **6.1** was pulled from the Agenda on the recommendation of staff, and expected to be brought back to the Board, along with Items **2.1** and **2.2**, on March 15<sup>th</sup>.

**6.1 PULLED Budget Approval and Other Associated Authorizations for the Partial Demolition of Building L-142, North Field, OIA (Aviation/Engineering)**

The Director of Administration, Denyce Holsey, introduced Item **6.2**.

**6.2 Resolution No. 12-25**, Addition of the Following Three (3) Positions to the FY 2011-2012 Staffing Plan in lieu of Three (3) previously approved positions as Part of the Ten (10) Positions identified in the Contracting Out Settlement Agreement between the Port of Oakland and the Service Employees International Union Local 1021:

One (1) Position of Senior Airport Security/ID Specialist

One (1) Position of Painter

One (1) Position of Gardener III (**Administration**)

*The Motion to approve Consent Item 6.2 passed by the following votes: (4) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) Excused: 1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno***

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates or Announcements.

**8. SCHEDULING**

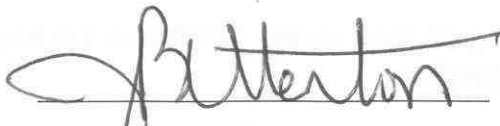
There were no Scheduling items on the Agenda.

**OPEN FORUM**

There were no speakers in Open Forum.

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 6:18 p.m.



John Betterton, Secretary  
Board of Port Commissioners

4.5.2012

Date





**PORT OF OAKLAND**  
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530 Water Street • Oakland, California 94607

**OMAR BENJAMIN**  
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Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

**Regular Meeting of the Board of Port Commissioners**  
**Thursday March 8, 2012 – 9:00 a.m.**  
**Board Room – 2<sup>nd</sup> Floor**

### ROLL CALL

President **Calloway** called the meeting to order at 9:08 a.m. and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**

Commissioner **Gordon** joined the meeting at 9:25 a.m.

2<sup>nd</sup> Vice-President **Head** was excused.

### 1. CLOSED SESSION

President **Calloway** announced that there would not be a Closed Session at the end of the meeting.

### 2. MAJOR PROJECTS

There were no Major Projects presented..

### 3. BUDGET & FINANCE

There were no Budget & Finance issues presented.

#### 4. STRATEGY & POLICY

*This segment of the meeting is reserved for action or discussion on Strategy and Policy Issues*

President **Calloway** welcomed the audience and gave a brief introduction of the ongoing Board Meetings/Workshops devoted to a comprehensive discussion of a single topic.

External Affairs Director, Isaac Kos-Read, facilitated a discussion of Item **4.1**, a comprehensive overview of the External Affairs Division, including the staff, strategic initiatives, communication, branding, and grant writing.

The Board heard from industry experts:

Scott Sadler, State Advocate,  
Andrea Owen, Grants Consultant of Blais & Associates,  
Peter Damon & Kathleen Kindle of Siegel & Gale on Branding & Web Design.

##### 4.1 Overview of External Affairs (**External Affairs**)

By prior arrangement President **Calloway** left the meeting at 11:07 a.m., and

1<sup>st</sup> Vice-President **Gonzales** chaired for the duration of the meeting.

#### 5. CONSENT ITEMS

There were no Consent Items presented.

#### 6. REMAINING ACTION ITEMS

There were no Remaining Action Items presented.

#### 7. UPDATES/ANNOUNCEMENTS

There were no Updates & Announcements.

#### 8. SCHEDULING

There were no Scheduling Items presented.

#### OPEN FORUM

There were no speakers in Open Forum

#### 1. CLOSED SESSION

There was no Closed Session.



1.1 ~~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, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
~~Agency Negotiator:~~ Director of Maritime, James Kwon  
~~Under Negotiation:~~ Price and Terms of Payment

1.2 ~~CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION.~~ Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9: 2 matter(s)

1.3 ~~THREAT TO PUBLIC SERVICES OR FACILITIES~~

~~Consultation with:~~ Port Security Officer

1.4 ~~CONFERENCE WITH LABOR NEGOTIATORS – Pursuant to Subdivision (f) of Section 54957.6.~~

~~Employee Organizations:~~ International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

## ADJOURNMENT

There being no additional business the Board adjourned at 11:20 a.m.



Daria Edgerly, Assistant Secretary  
Board of Port Commissioners

4-5-2012

Date







**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
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Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday, March 15, 2012

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:05 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

Commissioner **Gordon** was excused.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:07 p.m. to hear the following:

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

Timothy Vest and Caroline Vest v. Allied Packing and Supply, et al.; Alameda County Superior Court No.: RG09489518

City of Oakland, et al. v. CleanAir Logix, Inc., et al.; Alameda County Superior Court Case No.: RG10515024

City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457

##### 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 9 matter(s)

##### 1.3 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, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.5 PUBLIC EMPLOYEE APPOINTMENT. Pursuant to Subdivision (b) California Government Code Section 54957.**

**Title:** Port Attorney

**1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**OPEN SESSION**

*President **Calloway** called the Open Session to order at 4:49 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

*Commissioner **Gordon** was excused.*

President **Calloway**, asked for a Moment of Silence to acknowledge the passing of Former Commissioner, Henry J. Rodriguez, who had served the Port from 1977-1981, and was the first Hispanic Member of the Board.

Jose Dueñas, of the Hispanic Chamber of Commerce, spoke about working at the Port with Commissioner Rodriguez.

The meeting observed a Moment of Silence.

## CLOSED SESSION REPORT

*The Board Secretary reported that the Board had previously approved, in Closed Session, a Settlement Agreement with Timothy Vest. The Agreement was approved on January 4, 2011 and recently concluded.*

***Resolution 11-7, Approving and Authorizing Execution Of A Settlement Agreement And Release Of All Claims, Including Unknown And Future Claims With Timothy Vest***

*(6) Ayes: **Calloway, Gonzales, Gordon, Katzoff, Uno & President. Head;** (1) Excused: **Lighty***

## 2. MAJOR PROJECTS

Aviation Director, Deborah Ale-Flint, introduced Items **2.1** and **2.2**.

### **2.1 Report: Update on Terminal 1 Renovation and Retrofit (Aviation/Engineering)**

*A Motion to approve Item **2.2** was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

Jose Dueñas addressed the Board on Item **2.2**.

### **2.2 Resolution No. 12-26, Budget Authorization And Related Approvals to Construct Terminal 1 Central Utility Plant (T1CUP) Project and Implement Early Delivery Projects Related to the Terminal 1 Renovation (T1R) Program, OAK (Aviation/Engineering)**

*The Motion to approve Item **2.2** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.*

Associate Aviation Project Manager, Joshua Polston, gave a report on Items **2.3** and **2.4**.

### **2.3 Report: Update on Runway Safety Area (RSA) Project (Aviation)**

*A Motion to approve Item **2.2** was made by Commissioner **Uno** and seconded by Commissioner **Yee**.*

### **2.4 Resolution No. 12-27, Budget Approval and Other Related Authorizations for the Runway Safety Area (RSA) Project, OAK (Aviation)**

*The Motion to approve Item **2.4** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.*

### 3. BUDGET & FINANCE

There were no Budget & Finance items on the Agenda.

### 4. STRATEGY & POLICY

Labor Advisor, Marsha Peterson, reported on Item **4.1**.

*A Motion to approve Item 4.1 was made by Vice-President **Head** and seconded by Vice-President **Gonzales**.*

- 4.1 Ordinance No. 4182, Approval of Amendment of Acting Pay and Extra Duty Pay Administrative Procedures, Amendment of Section 1.32 of Port Ordinance No. 867 and Delegation of Authority to Executive Director to Amend Port Policies and Procedures (Labor)**

*The Motion to approve Item 4.1 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.*

### 5. CONSENT ITEMS

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

- 5.1 Approval of the Minutes of the Regular Meeting of February 16, 2012. (Board Secretary)**
- 5.2 Resolution No. 12-28, Initiate Process to Determine Appropriate Procurement Targets for Procuring Energy Storage Systems (Engineering)**

*The Motion to approve the Consent Items passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.*

### 6. REMAINING ACTION ITEMS

The Director of Engineering, Chris Chan, introduced Item **6.1**.

*A Motion to approve Item 6.1 was made by Commissioner **Uno** and seconded by Vice-President **Head**.*

- 6.1 Resolution No. 12-29, Budget Approval and Other Associated Authorizations for the Partial Demolition of Building L-142, North Field, OIA (Aviation/Engineering)**

*The Motion to approve Item 6.1 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.*



The Acting Director of Commercial Real Estate, Pam Kershaw, introduced Item **6.2**.

*A Motion to approve Item 6.2 was made by Commissioner Yee and seconded by Commissioner Uno.*

**6.2 Resolution No. 12-30, Approval of Target Rental Rates for Commercial Real Estate Division Temporary Rental Agreements (CRE)**

*The Motion to approve Item 6.2 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Uno, Commissioner Yee and President Calloway; (1) Excused: Commissioner Gordon.*

The Director of Aviation, Deborah Ale-Flint, introduced Items **6.3** through **6.6**.

*A Motion to approve Item 6.3 was made by Vice-President Gonzales and seconded by Vice-President Head.*

**6.3 Ordinance No. 4183, Approval to Amend and Clarify Insurance Clause of Ordinance No. 4126 Establishing Minimum Standards for Provider of Aeronautical Services and Self Fueling at the North Field (Aviation)**

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Uno, Commissioner Yee and President Calloway; (1) Excused: Commissioner Gordon.*

*A Motion to approve Item 6.4 was made by Commissioner Yee and seconded by Vice-President Head.*

**6.4 Resolution No. 12-31, Authorization to Append the Establishment of Open Account Agreements for FY 2011-12 to include John Bean Technologies Corporation and Waive Formal Competitive Bidding. (Aviation)**

*The Motion to approve Item 6.4 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Uno, Commissioner Yee and President Calloway; (1) Excused: Commissioner Gordon.*

*A Motion to approve Item 6.5 was made by Commissioner Uno and seconded by Vice-President Head.*

**6.5 Resolution No. 12-32, Approval of Space/Use Permit with Allegiant Air, LLC and One-Time Modification of the Domestic Air Service Marketing Incentive Program (Aviation)**

*The Motion to approve Item 6.5 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, 2<sup>nd</sup> Vice-President Head, Commissioner Uno, Commissioner Yee and President Calloway; (1) Excused: Commissioner Gordon.*

A Motion to approve Item **6.6** was made by Vice-President **Gonzales** and seconded by Vice-President **Head**.

**6.6 Resolution No. 12-33, Single Source and Budget Approval to Upgrade Software and Provide Three-year 2nd Level Support for the Multi-User Flight Information Display System (MUFIDS) and Airport Operations Database (AODB) at the Oakland International Airport (Aviation)**

The Motion to approve Item **6.6** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Gordon**.

**7. UPDATES/ANNOUNCEMENTS**

President **Calloway** reported on the Trans-Pacific Maritime Conference held in Long Beach and attended by Port Staff, and her dinner with Board Presidents, Susan Wise of Long Beach and Cindy Miscikowski of Los Angeles.

Executive Director Benjamin reported on the visit by China Merchants Inc. to the Port, and the Oakland A's 1989 World Series trophy on display at the Oakland International Airport.

**8. SCHEDULING**

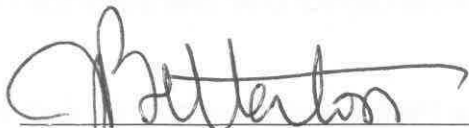
There were no Scheduling items on the Agenda.

**OPEN FORUM**

There were no speakers in Open Forum.

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 5:48 p.m.



John Betterton, Secretary  
Board of Port Commissioners

4.5.2012

Date

**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners Monday March 26, 2012 – Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

*President Calloway called the Special Meeting of the Board to order at 1:03 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

President **Calloway** convened the Board in Closed Session at 1:04 p.m. to hear the following:

#### 1. CLOSED SESSION

##### 1.1 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

##### 1.2 THREAT TO PUBLIC SERVICES OR FACILITIES – Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.

**Consultation with:** Port Security Officer

President **Calloway** convened the Board in Open Session to hear from SEIU Official Linda Joseph. The Board reconvened in Closed Session at 2:08.

## CLOSED SESSION REPORT

There were no Items to report from Closed Session.

### 2. MAJOR PROJECTS

There were no Major Project items on the Agenda.

### 3. BUDGET & FINANCE

There were no Budget & Finance items on the Agenda.

### 4. STRATEGY & POLICY

There were no Strategy and Policy items on the Agenda.

### 5. CONSENT ITEMS

There were no Consent Items on the Agenda.

### 6. REMAINING ACTION ITEMS

There were no Remaining Action Items on the Agenda.

### 7. UPDATES/ANNOUNCEMENTS

There were no Updates and Announcements.

### 8. SCHEDULING

There were no Scheduling Items on the Agenda.

## OPEN FORUM

There were no speakers in Open Forum.

## ADJOURNMENT

There being no additional business the meeting was adjourned at the hour of 2:31 p.m.



John Betterton, Secretary  
Board of Port Commissioners

7.12.2012

Date





**OMAR BENJAMIN**  
Executive Director

**DAVID L. ALEXANDER**  
Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday April 5, 2012 – 1:00 p.m.

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:03 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

Commissioner **Gordon** arrived at 4:37 p.m.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:04 p.m. to hear the following:

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*Frank Borg v. Port of Oakland, Does 1 to 40 Alameda County Superior Court Case No.: RG11589913*

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 7 matter(s)**

**1.3 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, Prologis, L.P., California Capital Group, and California Capital Group & Investment Group, Inc

**Agency Negotiator:** Director of Maritime, James Kwon

**Under Negotiation:** Price and Terms of Payment

**Property:** Waterside and Landside Premises Located near Clay and Water Street

**Negotiating Parties:** Port of Oakland and The Anchor Program

**Agency Negotiator:** Director of Commercial Real Estate

**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 4:32 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

*Commissioner **Gordon** arrived at 4:37 p.m.*

**CLOSED SESSION REPORT**

*The Board Secretary reported that the Board approved the following Resolution, in Closed Session:*

**Resolution No. 12-34**, Resolution authorizing and approving retention of Special Counsel

*(5) Ayes **Gonzales, Head, Uno, Yee & President. Calloway**; (1) Excused: **Gordon***



## 2. MAJOR PROJECTS

BART Staff, Thomas Dunscombe, presented Item **2.1**.

### 2.1 Report: Update On BART Connector (**Aviation**)

Port Staff, Mark Erickson, presented Item **2.2**.

### 2.2 Report: Update On OAB (**Maritime**)

Bill Aboudi addressed the Board on Item **2.2**.

## 3. BUDGET & FINANCE

Chief Financial Officer Sara Lee presented Item **3.1**.

### 3.1 Report: Unaudited Financials For 7 Months Ended January 31, 2012

## 4. STRATEGY & POLICY

There were no Strategy & Policy issues.

## 5. CONSENT ITEMS

The Board Secretary, John Betterton, introduced the Consent Items.

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

### 5.1 Approval Of The Minutes Of The Regular Meetings Of March 1, 2012, March 8, 2012, And March 15, 2012. (**Board Secretary**)

### 5.2 Ordinance 4181, 2<sup>nd</sup> Reading Of Ordinance Amending Section 1.32 Of Port Ordinance No. 867 Relating To The Provision Of Acting Pay And Extra Duty Pay For Port Employees And Delegating Authority To The Executive Director To Amend Port Policies And Procedures To Make Them Consistent With Section 1.32 Of Port Ordinance No. 867, As Amended.

### 5.3 Ordinance 4182, 2<sup>nd</sup> Reading Of Ordinance Approving And Adopting Amendments To Port Ordinance 4126 Establishing Minimum Standards For Providers Of Aeronautical Services And Self Fueling At The North Field, Oakland International Airport ("Minimum Standards")

### 5.4 Resolution No. 12-36, Space/Use Permit With Jet Blast Aircraft Detailing, LLC (**Aviation**)

### 5.5 Resolution No. 12-37, Space/Use Permit With Piedmont Airlines, Inc. (**Aviation**)

- 5.6 **Ordinance No. 4184, 4185, 4186, & 4187**, Approval Of Amendments To Existing Telecommunications License Agreements With Wireless Telecommunications Carriers Operating At Oakland International Airport (Aviation)
- 5.7 **Resolution No. 12-38, Building Permit Application:** Stevedoring Services Of America (SSA) - Modification Of Existing Gate Structures For Compliance With TWIC Security Requirements (Engineering)
- 5.8 **Resolution No. 12-39, Building Permit Application:** Business Jet - Renovation Of Office And Hangar Space In Existing Building (Engineering)
- 5.9 **Resolution No. 12-40, Building Permit Application:** Landmark Aviation - Re-Roof Hangar 5 (Engineering)

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

## 6. REMAINING ACTION ITEMS

Aviation Director, Deborah Ale Flint, introduced Item **6.1**.

*A Motion to approve Item 6.1 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 6.1 **Resolution No. 12-41**, Authorization For Executive Director To Permit Alameda County Sheriff's Office To Procure And Maintain Law Enforcement Vehicles Required Under The FY 2013-2017 Agreement For Law Enforcement Services At The Airport (**Aviation**)

*The Motion to approve Item 6.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

Aviation Director, Deborah Ale Flint, introduced Item **6.2**.

*A Motion to approve Item 6.2 was made by Commissioner **Yee** and seconded by Vice-President **Gonzales**.*

- 6.2 **Ordinance No 4188**, Approval Of A Space Use Permit With Advanced Wireless Group, LLC To Provide Wireless Internet Services At Oakland International Airport (**Aviation**)

*The Motion to approve Item 6.2 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

The Acting Director of Commercial Real Estate, Pam Kershaw, introduced Item **6.3**.

*A Motion to approve Item 6.3 was made by Commissioner **Uno** and seconded by Commissioner **Gordon**.*

**6.3 Ordinance No 4189, Approval Of A License & Concession Agreement With The Anchor Program For Certain Waterside And Landside Premises Located Near Clay And Water Street, In Oakland, California (CRE)**

John Hastings and Jeff Gales addressed the Board on Items **6.3**.

*The Motion to approve Item **6.3** passed by the following votes: (6) Ayes:  
1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**,  
Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates/Announcements on the Agenda.

**8. SCHEDULING**

There were no Scheduling items on the Agenda.

**OPEN FORUM**

Bill Aboudi addressed the Board in Open Forum.

**ADJOURNMENT**

The Board Adjourned in memory of Oikos University shooting victims, their families and friends at the hour of 5:55 p.m.



John Betterton, Secretary  
Board of Port Commissioners

6.21.2012

Date







**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners Monday May 7, 2012 - Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

*President Calloway called the Special Meeting of the Board to order at 2:39 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

President **Calloway** convened the Board in Closed Session at 2:41 p.m. to hear the following:

#### 1. CLOSED SESSION

**1.1 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 2 matter(s)**

**1.2 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.3 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

## 1.4 PUBLIC EMPLOYEE APPOINTMENT

**Title:** Acting Port Attorney

### ROLL CALL/OPEN SESSION

*President **Calloway** called the Open Session to order at 5:12 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

### CLOSED SESSION REPORT

The Board Secretary reported that the Board had, at a previous Closed Session, approved (5 ayes, 1 Excused – Gordon) the following:

**Resolution 12-35**, Authorizing and Approving Appointment of Special Counsel Durie Tangri, LLP and Taylor & Company Law Offices, LLP as Special Counsel In The Matter Of The Parking Tax Dispute With The City Of Oakland

## 2. MAJOR PROJECTS

There were no Major Project items on the Agenda.

## 3. BUDGET & FINANCE

There were no Budget & Finance items on the Agenda.

## 4. STRATEGY & POLICY

There were no Strategy and Policy items on the Agenda.

## 5. CONSENT ITEMS

There were no Consent Items on the Agenda.

## 6. REMAINING ACTION ITEMS

The Executive Director, Omar Benjamin, introduced Item **6.1**.

*A Motion to approve Item **6.1** was made by Commissioner **Uno** and seconded Commissioner **Gordon**.*



**6.1 Resolution No. 12-42A, Appointment Of Acting Port Attorney (Executive Office)**

*The Motion to approve Item 6.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

*A Motion to approve Item 6.2 was made by Vice-President **Gonzales** and seconded Vice-President **Head**.*

The following people addressed the Board on Item 6.2: Larry Bradshaw, Ulysses Madison, Josie Camacho, Vicki Carson, Jazy Bonilla, Shirley Burnell, Rev. Kurt Kuhwald, Jahmese Myres, Nick Peraino, Alysabeth Alexander, Richard Fierro and Al Loera.

**6.2 Resolution No. 12-42, Authorization To Declare And Commence Impasse Proceedings With Service Employees International Union (SEIU Local 1021). (Labor)**

*The Motion to approve Item 6.2 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Yee** and President **Calloway**; (1) No: Commissioner **Uno***

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates and Announcements.

**8. SCHEDULING**

There were no Scheduling Items.

**OPEN FORUM**

Stephen Gilbert and Al Loera addressed the Board in Open Forum

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 6:28 p.m.



John Betterton, Secretary  
Board of Port Commissioners

7.12.2012

Date







**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

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**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Friday May 11, 2012 – 8:00 a.m.

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Special Meeting of the Board to order at 8:10 a.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Yee** and President **Calloway**.

Commissioner **Gordon** arrived at 8:30 a.m.

Commissioner **Uno** arrived at 8:51 a.m.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 8:13 a.m. to hear the following:

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 4 matter(s)**

**1.3 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, City of Oakland, and California Capital &

Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.5 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Director of Commercial Real Estate

**1.6 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.7 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 10:14 a.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.*

**CLOSED SESSION REPORT**

*The Assistant Board Secretary reported that the Board approved the following Resolution, in Closed Session:*

**Resolution No. 12-43**, Resolution approving and authorizing execution of a settlement and release agreement with Diann Castleberry.

**(4) Ayes: **Gonzales, Head, Yee & President. Calloway;** (2) Excused **Gordon & Uno****

## 2. MAJOR PROJECTS

Fred Blackwell addressed the Board on items **2.2** through **2.4**.

Engineering Director, Chris Chan, introduced Item **2.1**

*A Motion to approve Item 2.1 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

### **2.1 Resolution No. 12-44 & 12-45, Authorization For The Executive Director To Renew ERP Software Licensing, Hosting And Support Services (Engineering)**

*The Motion to approve Item 2.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

Port Staff, Mark Erickson, Gave an overview of the Former Oakland Army Base project.

Acting Commercial Real Estate Director, Pam Kershaw, introduced Item **2.2**

*A Motion to approve Items 2.2 & 2.4 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

### **2.2 Resolution No. 12-46, Authorization to Negotiate and Execute an Amendment to the Cost Sharing Agreement for the Former Oakland Army Base with the City of Oakland; and Authorization to Negotiate and Execute an Amendment to the Outer Harbor Intermodal Terminals Baseline Agreement with the California Transportation Commission, the California Department of Transportation and the City of Oakland (Maritime w/CRE support)**

Environmental Director, Richard Sinkoff, presented Item **2.3**

### **2.3 OAB - Community Benefits Program – Overview (OAB Team)**

Engineering Director, Chris Chan, introduced Item **2.1**

### **2.4 Approval Of Budget For Port Staff And Authorization To Execute An Agreement With A Design Criteria Consultant For Consultant Support Services For Development Of The Port Portion Of The Former Oakland Army Base**

**Resolution No. 12-47, Correct Title:** Authorization For The Executive Director To Execute An Agreement For Professional Engineering Services For The Proposed Development Of The Former Oakland Army Base **(Maritime/Engineering)**

*The Motion to approve Items 2.2 & 2.4 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

### **3. BUDGET & FINANCE**

*This segment of the meeting is reserved for action or discussion regarding the status of Budget and Finance issues.*

Chief Financial Officer, Sara Lee introduced on Item **3.1**.

*A Motion to approve Item 3.1 was made by Commissioner **Yee** and seconded by Vice-President **Gonzales**.*

- 3.1 Resolution No. 12-48**, Authority to Renew Port of Oakland Insurance Policies Arranged and Paid Through Insurance Brokers Described Herein in an Amount Not to Exceed \$4,200,00 \$ 4,200,000.

*The Motion to approve Item 3.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

### **4. STRATEGY & POLICY**

There were no Strategy & Policy issues.

### **5. CONSENT ITEMS**

The Assistant Board Secretary, Daria Edgerly introduced the Consent Items.

*A Motion to approve the Consent Items 5.1 through 5.8 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

- 5.1 Ordinance 4184**, Ordinance Approving A Second Amendment To The Telecommunications License Agreement With Sprint Spectrum Realty Company, L.P. And Nextel Of California, Inc.
- 5.2 Ordinance 4185**, Ordinance Approving A First Amendment To The Telecommunications License Agreement Tmo Ca/Nv, Llc Doing Business As T-Mobile, Usa, Inc.
- 5.3 Ordinance 4186**, Ordinance Approving A First Amendment To The Telecommunications License Agreement With New Cingular Wireless Pcs, Llc, Doing Business As At&T Mobility.
- 5.4 Ordinance 4187**, Ordinance Approving A First Amendment To The Telecommunications License Agreement Gte Mobilnet Of California Limited Partnership Doing Business As Verizon Wireless.



- 5.5 **Ordinance 4188**, Ordinance Approving And Authorizing A Space/Use Permit With Advanced Wireless Group, LLC. To Provide For Wireless Fidelity Communication Services ("Wi-Fi").
- 5.6 **Ordinance 4189**, Ordinance Approving And Authorizing Execution Of A License And Concession Agreement With The Anchor Program.
- 5.7 **Resolution No. 12-49, Building Permit Application:** City Of Oakland/Metropolitan Golf - Installation Of Storage Shed (Engineering)
- 5.8 **Resolution No. 12-50, Building Permit Application:** Southwest Airlines / KPA - (Engineering)

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

- 5.9 **Report:** Executive Director Awards Of Recent Public Works And Professional Services Contracts (**Engineering**)

## 6. REMAINING ACTION ITEMS

*Remaining Action Items are items not previously addressed in this Agenda that may require staff presentation and/or discussion and information prior to action by the Board.*

*Vice-President **Gonzales** chaired the meeting for President **Calloway***

Commissioner **Calloway** introduced Item **6.1**.

*A Motion to approve Item **6.1** was made by Commissioner **Calloway** and seconded by Vice-President **Head**.*

- 6.1 **Resolution No. 12-51**, Appointment of Director of Commercial Real Estate (**Administration**)

*The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Calloway**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales***

*President **Calloway** chaired for the remainder of the meeting.*

- 6.2 **PULLED** Approval of Employee's (ID Number 387324) Participation in the Permanent Employees on Temporary Assignment (PETA) Program; and the Temporary Addition of One (1) Position of Youth Aide, Class BB (PETA) Classification in the Aviation Facilities Department. (**Administration**)

Item **6.2** was pulled at the request of CAS.

Aviation Director, Deborah Ale-Flint, introduced Items **6.3** through **6.5**.

*A Motion to approve Items 6.3 through 6.5 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

- 6.3 Resolution No. 12-52**, Authorize Extension of the Airport Parking Management Agreement with Ampco System Parking Pacific Park Management, Oakland Airport Management LLC ("Ampco PPM") for an additional three months (**Aviation**)
- 6.4 Resolution No. 12-53**, Authorize Extension of the Airport Bus Fleet Maintenance Service Agreements with Penske Truck Leasing Company and with Kelly's Truck Repair for an additional three months (**Aviation**)
- 6.5 Resolution No. 12-54**, Authorize Extension of the Airport Fleet Operations and Ground Transportation Management Agreement with Veolia Transportation for an additional three months (**Aviation**)

*The Motion to approve Items 6.3 through 6.4 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

## 7. UPDATES/ANNOUNCEMENTS

There were no Updates/Announcements on the Agenda.

## 8. SCHEDULING

There were no Scheduling items on the Agenda.

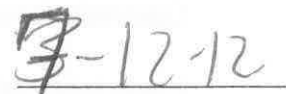
## OPEN FORUM

There were no speakers in Open Forum.

## ADJOURNMENT

There being no additional business the meeting was adjourned at the hour of 11:37 a.m.

  
\_\_\_\_\_  
Daria Edgerly, Assistant Secretary  
Board of Port Commissioners

  
\_\_\_\_\_  
Date





**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday May 17, 2012 – 1:00 p.m.

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:00 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

Commissioner **Gordon** and 2<sup>nd</sup> Vice-President **Head** were excused.

#### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:01 p.m. to hear the following:

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

Frank Borg v. Port of Oakland, Does 1 to 40 Alameda County Superior Court Case No.: RG11589913

City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457

SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08

People of the State of California v. City of Oakland, et. al. Alameda Superior Court Case No. RG 06-290627

1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 11 matter(s)

1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**Property:** 1 Franklin Street, Oakland, California  
**Negotiating Parties:** Port of Oakland and Restaurants Unlimited Inc.  
**Agency Negotiator:** Director of Commercial Real Estate  
**Under Negotiation:** Price and Terms of Payment

1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.

**Consultation with:** Port Security Officer

1.5 PUBLIC EMPLOYEE APPOINTMENT

**Title:** Port Attorney

1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

## ROLL CALL/OPEN SESSION

*President Calloway called the Open Session to order at 4:32 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice-President Gonzales, Commissioner Hamlin, Commissioner Uno, Commissioner Yee and President Calloway.*

*Commissioner Gordon and 2<sup>nd</sup> Vice-President Head were excused.*

## CLOSED SESSION REPORT

*The Assistant Board Secretary reported that the Board approved the following Resolutions, in Closed Session:*

**Resolution No. 12-55**, Resolution authorizing and approving retention of Special Counsel.

*(5) Ayes **Gonzales, Hamlin, Uno, Yee & President Calloway**; (2) Excused: **Gordon & Head***

**Resolution No. 12-56**, Resolution approving and authorizing execution of two settlement agreements with Zurich American Insurance Company regarding Mobil (Berths 23/24) and 801 Maritime Street Sites.

*(5) Ayes **Gonzales, Hamlin, Uno, Yee & President Calloway**; (2) Excused: **Gordon & Head***

**Resolution No. 12-57**, Resolution approving and authorizing execution of a settlement agreement with California Department of Transportation (“Caltrans”) regarding condemnation action and allocation of settlement proceeds with Union Pacific Railroad (“UP”)

*(5) Ayes **Gonzales, Hamlin, Uno, Yee & President Calloway**; (2) Excused: **Gordon & Head***

## 2. MAJOR PROJECTS

Aviation Director, Deborah Ale Flint, introduced Item **2.1**.

*A Motion to approve Item **2.1** was made by Commissioner **Yee** and seconded by Vice-President **Gonzales***

- 2.1 Resolution No. 12-58**, Budget Approval and Delegation of Authority to the Executive Director to procure design review services from the Federal Aviation Administration (FAA) for the Runway Safety Area (RSA) Project, OAK (**Aviation**)

*The Motion to approve Item **2.1** passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

## 3. BUDGET & FINANCE

Chief Financial Officer, Sara Lee introduced Item **3.1**.

*A Motion to approve Item **3.1** was made by Commissioner **Hamlin** and seconded by Commissioner **Yee**.*

- 3.1 Resolution No. 12-59**, Authorization to Extend the Port's Letter of Credit with JPMorgan Chase Bank through August 1, 2014 for the Port's Commercial Paper Program

*The Motion to approve Item 3.1 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

Chief Financial Officer, Sara Lee presented Items **3.2** and **3.3**.

- 3.2 Report:** Unaudited Financials and Capital Expenditure Reports For 9 Months Ended March 31, 2012
- 3.3 Report:** Fiscal Year 2013 Operating & Capital Budget Update – Preliminary Highlights

#### **4. STRATEGY & POLICY**

There were no Strategy & Policy issues.

#### **5. CONSENT ITEMS**

The Assistant Board Secretary, Daria Edgerly, introduced the Consent Items.

*A Motion to approve the Consent Items was made by Commissioner **Yee** and seconded by Vice-President **Gonzales***

- 5.1 PULLED Report:** ~~Appointments, Separations and Leaves of Absence for FY 2011-2012 Third Quarter (January 1, 2012– March 31, 2012); and the Recruitment Schedule as of March 31, 2012 (Administration)~~
- 5.2 Report:** Quarterly Report of Construction Change Orders for 3rd Quarter FY 11/12 (**Engineering**)
- 5.3 Resolution No. 12-60**, Authorization Approving Consent to Assign Contract and Rights from Niscayah, Inc., to Stanley Convergent Security Solutions, for the Maintenance and Service of Access Control and Video Surveillance Systems at the Oakland International Airport. (**Aviation**)

*The Motion to approve the Consent Items passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

#### **6. REMAINING ACTION ITEMS**

Director of Administration, Denyce Holsey, introduced Item **6.1**.



*A Motion to approve Item 6.1 was made by Commissioner Yee and seconded by Vice-President Gonzales*

- 6.1 Resolution No. 12-61, Creation of Three (3) New Classifications: Information Technology Business Analyst I, Information Technology Business Analyst II and Programmer Analyst III; Allocation and Addition of Two (2) Positions of IT Business Analyst II and Two (2) Positions of Programmer Analyst III; Deletion of One (1) Position of IT Manager and the Addition of One (1) Position of Chief Technology Officer in the Information Technology Department; Transfer of Representation Unit for Chief Technology Officer Classification from Unit K to Unit H. (Administration)**

*The Motion to approve Item 6.1 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, Commissioner Hamlin, Commissioner Uno, Commissioner Yee and President Calloway (2) Excused: 2<sup>nd</sup> Vice-President Head and Commissioner Gordon*

Director of Commercial Real Estate, Pam Kershaw, introduced Item 6.2.

*A Motion to approve Item 6.2 was made by Commissioner Uno and seconded by Commissioner Yee.*

- 6.2 Ordinance No. 4190, Approval of a Lease with Restaurants Unlimited, Inc. for the Premises Located at 1 Franklin Street, Oakland, California (CRE)**

*The Motion to approve Item 6.2 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, Commissioner Hamlin, Commissioner Uno, Commissioner Yee and President Calloway (2) Excused: 2<sup>nd</sup> Vice-President Head and Commissioner Gordon*

Director of Commercial Real Estate, Pam Kershaw, introduced Item 6.3.

*A Motion to approve Item 6.3 was made by Vice-President Gonzales and seconded by Commissioner Yee.*

- 6.3 Ordinance No. 4191, Approval of a Right of Entry Agreement with the City of Oakland to Perform Seismic Improvements to Embarcadero Bridge (CRE)**

Patrick VanNess and Nader Rabahat addressed the Board on Item 6.3.

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President Gonzales, Commissioner Hamlin, Commissioner Uno, Commissioner Yee and President Calloway (2) Excused: 2<sup>nd</sup> Vice-President Head and Commissioner Gordon*

Engineering Director, Chris Chan, introduced Item 6.4.

*A Motion to approve Item 6.4 was made by Commissioner Uno and seconded by Commissioner Yee.*

**6.4 Resolution No. 12-62 & 1263, Budget approval and other associated authorizations for the Replacement of Pump House No. 6 (Aviation/Engineering)**

*The Motion to approve Item 6.4 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

Aviation Director, Deborah Ale Flint, introduced Item **6.5**.

*A Motion to approve Item 6.5 was made by Commissioner **Uno** and seconded by Vice-President **Gonzales***

**6.5 Ordinance No. 4192 & Resolution No. 12-64, Approval of Airline Operating Agreement and Amendment to Airline Operating Agreement with TUI Airlines Nederland B.V. dba ArkeFly and One-Time Modification of the International Air Service Marketing Incentive Program (Aviation)**

*The Motion to approve Item 6.5 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

Aviation Director, Deborah Ale Flint, introduced Item **6.6**.

*A Motion to approve Item 6.6 was made by Commissioner **Yee** and seconded by Vice-President **Gonzales***

**6.6 Ordinance No. 4193, Amendment of Port Ordinance 4091 (Airport Rules and Regulations) Schedule A and Schedule B, as amended, to Revise Alternative Fuel and Maximum Vehicle Age Requirements for Taxicabs and All Other Ground Transportation Operators (Aviation)**

TJ Kumar, Leo Bazile, Ehab Elsayed, and Yousif Ibrahim addressed the Board on Item **6.6**.

*The Motion to approve Item 6.6 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway** (2) Excused: 2<sup>nd</sup> Vice-President **Head** and Commissioner **Gordon***

## **7. UPDATES/ANNOUNCEMENTS**

*Commissioner **Uno** gave the following report:*

**7.1 Report: Federal Policy Conference (Uno)**

*President **Calloway** gave the following report:*

**7.2 Report: 7<sup>th</sup> Southern Asia Ports, Logistics & Shipping 2012 Conference (Calloway)**

**8. SCHEDULING**

There were no Scheduling items on the Agenda.

**OPEN FORUM**

There were no speakers in Open Forum.

**ADJOURNMENT**

There being no additional business the Board adjourned at the hour of 6:03 p.m.

  
\_\_\_\_\_  
Daria Edgerly, Assistant Secretary  
Board of Port Commissioners

7-12-2012  
Date







**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**EARL HAMLIN**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

**Regular Meeting of the Board of Port Commissioners**  
**Thursday June 7, 2012 – 1:00 p.m.**  
**Board Room – 2<sup>nd</sup> Floor**

### ROLL CALL

*President **Gonzales** called the Regular Meeting of the Board to order at 1:03 p.m., and the following Commissioners were in attendance:*

*Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales**.*

*Commissioner **Head** arrived at 4:22 p.m.*

*President Calloway was Excused.*

### 1. CLOSED SESSION

President **Gonzales** convened the Board in Closed Session at 1:04 p.m. to hear the following:

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*Kheven LaGrone v. City of Oakland et al., and Port of Oakland Court of Appeal of the State of California, First Appellate District, Case Nos.: A130030, A129306*

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 9 matter(s)**

**1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.5 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

**1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** called the Open Session to order at 4:17 p.m., and the following Commissioners were in attendance:*

*Commissioner **Gordon**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales**.*

*Commissioner **Head** arrived at 4:22 p.m.*

*President **Calloway** was Excused.*

**CLOSED SESSION REPORT**

*The Assistant Board Secretary reported that the Board approved the following Resolution, in Closed Session:*

**Resolution No. 12-65**, Resolution authorizing and approving retention of special counsel.

*(5) Ayes **Gordon**, **Hamlin**, **Uno**, **Yee** & President. **Gonzales**; (2) Excused: **Calloway** & **Head***



## 2. MAJOR PROJECTS

There were no Items under Major Projects.

## 3. BUDGET & FINANCE

Chief Financial Officer, Sara Lee presented Item **3.1**.

### 3.1 Report: Fiscal Year 2013 Operating & Capital Budget Update

Chief Financial Officer, Sara Lee introduced Item **3.2**.

*A Motion to approve Item 3.2 was made by Commissioner **Yee** and seconded by Commissioner **Uno**.*

### 3.2 Resolution No. 12-66, Approval To Reimburse The City Of Oakland For General Services And Lake Merritt Trust Services Rendered In Fiscal Years 2007-08 Through 2010-11.

*The Motion to approve Item 3.2 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

## 4. STRATEGY & POLICY

There were no Strategy & Policy issues.

## 5. CONSENT ITEMS

The Assistant Board Secretary, Daria Edgerly, introduced the Consent Items.

*A Motion to approve the Consent Items was made by Commissioner **Uno** and seconded by Commissioner **Gordon**.*

### 5.1 Resolution No. 12-67, Space/Use Permit With Gold Ring Power, LLC (**Aviation**)

### 5.2 Resolution No. 12-68, Authorization To Extend Contract With Science Applications International Corporation (SAIC) To Maintain The Port Truck Registry Through Fiscal Year 2013-14 (**Maritime**)

### 5.3 Ordinance 4190, 2<sup>nd</sup> Reading Of Ordinance Approving Lease With Restaurants Unlimited, Inc. For The Premises Located At 1 Franklin Street, Oakland, California For \$4,209,811.62 Over A Term Of Ten (10) Years In Annual Revenue For The Port Of Oakland.

### 5.4 Ordinance 4191, 2<sup>nd</sup> Reading Of Ordinance Approving A Temporary Construction Easement For Reconstruction Of The Embarcadero Bridge In Oakland, California.

- 5.5 Ordinance 4192**, 2<sup>nd</sup> Reading Of Ordinance Approving The Terms And Conditions And Authorizing The Execution Of An Airline Operating Agreement And Amendment To Airline Operating Agreement With Tui Airlines Nederland B.V., Dba Arkefly.
- 5.6 Ordinance 4193**, 2<sup>nd</sup> Reading Of Ordinance Approving And Adopting Amendments To Port Ordinance 4091 (“Airport Rules And Regulations”), Schedule A And Schedule B, As Amended, To Revise Alternative Fuel And Maximum Vehicle Age Requirements For Taxicabs And All Other Ground Transportation Operators And To Adopt A Monthly Vehicle Fee.

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

## **6. REMAINING ACTION ITEMS**

Aviation Director, Deborah Ale Flint, introduced Item **6.1**.

*A Motion to approve Item **6.1** was made by Commissioner **Yee** and seconded by Commissioner **Hamlin**.*

- 6.1 Resolution No. 12-69 & 12-70**, Approval Of Two (2) Professional Services Agreements For The Oakland Airport-Community Noise Management Forum [Noise Forum] To Provide Facilitation And Noise Consulting Services (**Aviation**)

*The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

Aviation Director, Deborah Ale Flint, introduced Item **6.2**.

*A Motion to approve Item **6.2** was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

- 6.2 Ordinance No. 4194**, Approval Of A Space/Use Permit With Smarte Carte, Inc. To Provide Luggage Cart Rental Service At Oakland International Airport (**Aviation**)

*The Motion to approve Item **6.2** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

Port Staff, Colleen Liang introduced Item **6.3**.

*A Motion to approve Item **6.3** was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

- 6.3 Resolution No. 12-71, Authorization To Increase The Contract Amount For “Performing Emergency Spill Response And Handling Hazardous And Contaminated Materials At Port Of Oakland Maritime And Aviation Construction Sites Commencing July 1, 2010 And Ending June 30, 2011, 2012, Or 2013, Oakland, California”. (Environmental)**

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) No: Commissioner **Gordon** (1) Excused: President **Calloway***

Engineering Director, Chris Chan introduced Item **6.4**.

*A Motion to approve Item 6.4 was made by Commissioner **Uno** and seconded by Commissioner **Yee**.*

- 6.4 Resolution No. 12-72, Authorization To Increase The Contract Amount For On-Call Construction Management Services (Engineering)**

*The Motion to approve Item 6.4 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

Engineering Director, Chris Chan introduced Item **6.5**.

*A Motion to approve Item 6.5 was made by Commissioner **Yee** and seconded by Vice-President **Head**.*

- 6.5 Resolution No. 12-73, Authorization For The Executive Director To Execute Legislative And Regulatory Affairs Program Agreement With Northern California Power Agency For FY 2013, 2014, And 2015 (Engineering)**

*The Motion to approve Item 6.5 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway***

Director of Administration, Denyce Holsey, introduced Item **6.6**.

*A Motion to approve Item 6.6 was made by Commissioner **Uno** and seconded by Commissioner **Yee**.*

- 6.6 Ordinance No. 4195, Amendment Of Port Ordinance No. 867 Relating To The Creation Of Three (3) New Classifications: Information Technology Business Analyst I, Information Technology Business Analyst II And Programmer Analyst III; Allocation And Addition Of Two (2) Positions Of IT Business Analyst II And Two (2) Positions Of Programmer Analyst III; Deletion Of One (1) Position Of IT Manager And The Addition Of One (1) Position Of Chief Technology Officer In The Information Technology Department. (Administration)**

The Motion to approve Item **6.6** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Gonzales** (1) Excused: President **Calloway**

## 7. UPDATES/ANNOUNCEMENTS

At the request of Commissioner **Uno** staff gave an update on Item **5.2**.

## 8. SCHEDULING

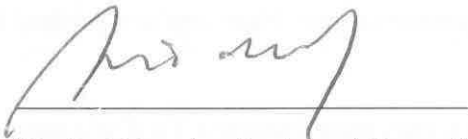
There were no Scheduling items on the Agenda.

## OPEN FORUM

Valerie Lapin and Jennifer Lin addressed the Board in Open Forum.

## ADJOURNMENT

There being no additional business the Board adjourned at the hour of 5:05 p.m.



Daria Edgerly, Assistant Secretary  
Board of Port Commissioners

7-12-12

Date





# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

530 Water Street • Oakland, California 94607  
(510) 627-1696(w) • (510) 839-5104(f) • TDD/TTY 711

**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

E-Mail: [board@portoakland.com](mailto:board@portoakland.com)

Website: [www.portofoakland.com](http://www.portofoakland.com)

**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**EARL HAMLIN**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday June 14, 2012

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 9:06 a.m., and the following Commissioners were in attendance: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**

Commissioner **Gordon** was delayed.

#### 1. FIRST CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 9:13 p.m. to hear the following:

##### 1.1 Conference With Legal Counsel - Existing Litigation. Pursuant to Subdivision (A) of California Government Code Section 54956.9.

Sherrri "Jean" Parks V. Port Of Oakland; Alameda County Superior Court No.: RG 07361568

City Of Oakland V. ABM Industries, AMPCO System Parking, Does 1 To 5 Alameda County Superior Court Case No.: RG10538457

SSA Terminals, LLC And SSA Terminals (Oakland), LLC V. The City Of Oakland, Acting By And Through Its Board Of Port Commissioners Docket No. 09-08

##### 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant exposure to litigation pursuant to Subdivision (b) of California Government Code Section 54956.9: 5 matter(s)

**1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

**1.5 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.6 THREAT TO PUBLIC SERVICES OR FACILITIES**

**Consultation with:** Port Security Officer

**1.7 CONFERENCE WITH LABOR NEGOTIATORS.** Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 9:55 p.m., and the following Commissioners were in attendance: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway***

*Commissioner **Gordon** was delayed.*

**CLOSED SESSION REPORT**

The Port Attorney reported that there were no Items to report out of Closed Session, but that the Closed Session Agenda was not completed and would need to be continued at the conclusion of Open Forum.

**2. MAJOR PROJECTS**

There were no Items under Major Projects.



### **3. BUDGET & FINANCE**

There were no Items under Budget & Finance

Commissioner **Gordon** joined the meeting at 11:00 a.m.

### **4. STRATEGY & POLICY**

#### **4.1 Strategic Plan Workshop**

President **Calloway** welcomed participants to the Strategic Plan Workshop.

Laura Peck, of the Claros Group, facilitated the discussion:

- Welcome & Overview (Pamela Calloway/Omar Benjamin/Laura Peck)
- FY12 Work & Accomplishments (Richard Sinkoff)
- Commissioner Reflection (Laura Peck)
- Market Trends (Jean Banker/ Deborah Ale-Flint/ Lawrence Dunnigan/ Pamela Kershaw/ Chris Chan/ Sara Lee)
- Generating FY13 Priorities (Laura Perkins)
- Wrap-Up

***See attached Notes.***

### **5. CONSENT ITEMS**

There were no Items under Consent.

### **6. REMAINING ACTION ITEMS**

There were no Remaining Action Items.

### **7. UPDATES/ANNOUNCEMENTS**

There were no Updates and Announcements

### **8. SCHEDULING**

There were no Items under Scheduling.

### **OPEN FORUM**

There were no speakers in Open Forum.

## 1. SECOND CLOSED SESSION

President **Calloway** convened the Board in a second Closed Session at 12:33 p.m. to hear the following:

- 1.1 Conference With Legal Counsel - Existing Litigation.** Pursuant to Subdivision (A) of California Government Code Section 54956.9.

Sherril "Jean" Parks V. Port Of Oakland; Alameda County Superior Court No.:  
RG 07361568

City Of Oakland V. ABM Industries, AMPCO System Parking, Does 1 To 5 Alameda  
County Superior Court Case No.: RG10538457

SSA Terminals, LLC And SSA Terminals (Oakland), LLC V. The City Of Oakland,  
Acting By And Through Its Board Of Port Commissioners Docket No. 09-08

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION.** Significant exposure to litigation pursuant to Subdivision (b) of California Government Code Section 54956.9: 5 matter(s)

- 1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

- 1.4 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

- 1.5 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

- 1.6 THREAT TO PUBLIC SERVICES OR FACILITIES**

**Consultation with:** Port Security Officer

- 1.7 CONFERENCE WITH LABOR NEGOTIATORS.** Pursuant to Subdivision (a) of California Government Code Section 54957.6.


**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**CLOSED SESSION REPORT**

*There were no Items to report out of Closed Session*

**ADJOURNMENT**

*There being no additional business the meeting was adjourned at the hour of 1:05 p.m.*



John Betterton, Secretary  
Board of Port Commissioners

7.12.2012

Date



**PORT OF OAKLAND**

**Port Commissioners  
Strategic Plan Meeting**

**June 14, 2012**

**The Port of Oakland Board Room**

**The Board of Port Commissioners: Strategic Plan Workshop  
June 14, 2012**

**Harness the knowledge and experience of the Port Commissioners to:**

- Understand the economic and market trends shaping our environment
- Generate a short list of prioritized solutions for FY 2013

**AGENDA**

- Welcome / Overview
- Honoring the Work of 2012
- Understanding Economic and Market Trends: Opportunities / Constraints
- Generating FY 2013 Priorities
- Wrap-Up: Cheering Remarks
- Close

**THINKING TOGETHER IN A GENERATIVE WAY**

- QUESTIONS
- BRIEFINGS
- MOVEMENT
- DIALOGUE
- GRAPHIC RECORDING

The Board of Port Commissioners met on June 14, 2012 to generate a set of prioritized activities for FY 2013, based on the current economic and market conditions. The outcomes, agenda, and ways in which the group will work together are shown above.

# OPENING REMARKS

## ★ EXPECT THE UNEXPECTED

↳ sums up the last year  
year of growth : discovery  
year of learning : testing limits  
we look at the next year w/ the  
capacity to expect the unexpected

## ★ today is important to build on the process we started

SUCCESSES :  
growing revenues  
maintain growth  
bond refi : savings

we learned : from the Occupy experience  
that we have capacity and  
need relationships in the  
community : w/ labor

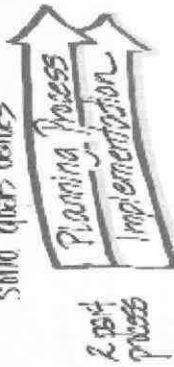
President Calloway opened the meeting by sharing a theme for the past year, "Expect the Unexpected".

Executive Director Benjamin, followed President Calloway's remarks by stressing the importance of building on the strategic plan process the Port began three years ago and learning from successes and recent experiences.

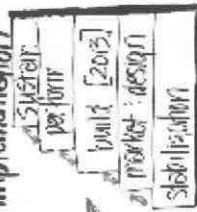
# \* HONORING OUR WORK

to look ahead, we have to look at the past as well.

our planning process embraced a feedback methodology, not solid quartz values



Process, mission, vision, stages of implementation



a continuous process - we reflect and evaluate continually

- Implementation: more from aspirational goals to what we can actually do
  - April 2011 - 42 initiatives
  - April 2012 - 19 initiatives + performance indicators (see above)
  - April 2013 - 8 initiatives

- SUCCESS
- work in BART
  - brand m'n
  - labor relations



Richard Sinkoff then reviewed the Strategic Plan Framework that was initiated three years ago. The framework incorporated implementation phases, and the Port is in the third phase of the implementation (build). He also reminded the group that strategic planning includes a cyclical process of planning, acting, and reflecting.

# What we have learned from the unexpected

- ▶ Occupy - learned what we need to be prepared - and how to negotiate
  - ▶ Port shutdown: our responsibility is not unto ourselves only need to continue developing relationships
  - ▶ We must have an emergency security plan
  - ▶ Business continuity / succession planning - we haven't done enough
  - ▶ We have to be mindful of City politics we can't make assumptions about what people know/don't know
- ▶ how stakeholders view the Port is quantified in history
- ▶ Our strategic plan needs to be tied to specific stakeholders (i.e., City, community, etc.) and where we're trying to go
- ▶ and connected to the budget - which is tied to priorities
- ▶  everything is connected!

What have we learned from dealing with the unexpected?

Laura facilitated a short discussion, asking what the Port has learned from the unexpected this past year.





# CURRENT CONDITIONS...

- **Highline Long-Term Stages** - 15-20% per year to prepare for new entry on how to manage / prepare for the future

  - **Highline**
    - **Investment**
      - Consolidation in aviation - the way the world is changing
      - Airlines are more profitable than ever - we have to be ready
      - Capital structure of international (investor is 10%)
      - Airline traffic - ↑ over 4 months
      - Convert our investments
      - Challenge position ourselves in a way
      - Invest into basic values of
      - Additionally serving the B2B
      - International later stages is challenge
      - Develop strong financial support + corporate activities
      - Don't build high-returns - business partners
      - Increase experience of the airport - value increase
    - **Real Estate**
      - Investments - fast
      - Focus - expansion
      - Purchases - important to ensure
      - Don't spot international opportunities
      - **Utilities**
        - Role - owner of a network of utilities
        - position of electricity - resist & do it
        - spot a major market
        - multi-asset + in sales
    - **Financial**
      - **Operational** - Airport - 1.5% - 2%
      - Airport - 1.5%
      - Commercial E-Real Estate - 1.5%
      - **Real Estate** - 1.5%
      - **Utilities** - 1.5%
      - **Capital structure** - 1.5%
      - **Debt ratio** - 1.5%
- **Investment**
  - Consolidation in aviation - the way the world is changing
  - Airlines are more profitable than ever - we have to be ready
  - Capital structure of international (investor is 10%)
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- **Financial**
  - **Operational** - Airport - 1.5% - 2%
  - Airport - 1.5%
  - Commercial E-Real Estate - 1.5%
  - **Real Estate** - 1.5%
  - **Utilities** - 1.5%
  - **Capital structure** - 1.5%
  - **Debt ratio** - 1.5%

In order to plan for the future, there must be an understanding of the current environment. Senior Managers reported on the Maritime, Aviation, Real Estate, Utilities, and Financial areas.

For the Port of Oakland  
to survive & thrive,

What are the results

you believe are most  
IMPORTANT TO ACCOMPLISH  
in the next 12 mos?

- ▶ 15 min: Brainstorm ideas; select top 3-4 ideas to share (in pairs + mins)
- ▶ 20 min: Collect and cluster
- ▶ 10 min: Discuss and prioritize

The group then changed gears to generate ideas to act upon in the next twelve months.

The process was to work in groups of 2 or 3, brainstorm ideas, select the top 3 to 4 ideas to share.

All ideas were posted and subsequently clustered into similar groupings.

The next pages show the seven priority areas selected by the Commissioners.

**BUSINESS PARTNER REL**

INCREASE \$\$\$ THROUGH CREATING BUSINESS PARTNERSHIP FOR TERMINAL PHASES (e.g. early mobilization, contract modification, etc.)

Success in Conclusion of Business Partnerships, Leases, Contracts, and agreements

Focus on Business Partnerships like the City of Chicago Schools & Competing for Job Creation

environmental justice

expansion pool of business partners

**PLAN: INVEST FOR INFRASTRUCTURE NEEDS**  
(Low Business Risk)

Clarity on where investments are being made on various lines of business or projects for infrastructure

Developing & Maintaining longer Shipyards

**LABOR**

STRONG LABOR CONTRACTS IN PLACE

Successful Conclusion of Labor Contract negotiations

Achieve Agreement with our Labor Contracts

**RELATIONSHIPS**

Positive Transparency of City/Port Relationship

RESOLVE ISSUES WITH CITY AND STRENGTHEN PARTNERSHIP

Focus on Improved Relationships by City, Port, and other Stakeholders re: Employment Opportunities

<p><b>FISCAL ACCOUNTABILITY AUSTERITY</b></p>	<p>Successful maintenance of our fiscal accountability agenda.</p>	<p>Continuing progress on Debt Reduction</p>	<p><b>SOCIAL RESPONSIBILITY</b> (equality opportunities)</p>	<p>CLARIFY &amp; FOCUS LEADERSHIP FOR SOCIAL RESPONSIBILITY</p>	<p>Fulltime DHS Project of Congress on Career Benefits &amp; Security</p>	<p>environmental justice</p>	<p><b>ORGAN DEVELOPMENT</b></p>	<p>Realization of major goals + objectives of ER and other business priorities</p>	<p>Staffing structure, design and alignment</p>	<p>Staffing capacity to implement improvements</p>
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# NEXT STEPS

- ① priority list "meshed" w/ Sr Mgmt. list
- ② identify a unifying theme + metric
- ③ Deep Dive on status of Future Initiatives

Jean Banker thanked the Commissioners for their work, and summarized the next steps in the planning process.







**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**EARL HAMLIN**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

**Regular Meeting of the Board of Port Commissioners**  
**Thursday June 21, 2012**  
**Board Room – 2<sup>nd</sup> Floor**

### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:00 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**.

Commissioner **Uno** was excused.

### 1. CLOSED SESSION

President **Calloway** convened the Board in Closed Session at 1:05 p.m. to hear the following:

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 9 matter(s)**

**1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.5 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

**1.6 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.7 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 3:34 p.m., and the following Commissioners were in attendance: 1<sup>st</sup> Vice President Gonzales, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**.*

*Commissioner **Uno** was excused.*

**CLOSED SESSION REPORT**

*The Board Secretary reported that the Board had approved (6 Ayes, 1 Excused: Gordon) the following two Resolutions in the Closed Session of June 14, 2012:*

**Resolution No. 12-74, Approving And Ratifying A Personnel Action Involving Employee Number 400747.**

**Resolution No. 12-75**, Ratifying, Confirming and Approving Appointment Of Special Counsel, Farella, Braun & Martel, LLP, To Render Expert Assistance In The Airport Perimeter Dike Project.

## 2. MAJOR PROJECTS

Delphine Prevost, former Senior Maritime Projects Administrator for Shore Power, gave an update on Shorepower.

### 2.1 Report: Shorepower Update (**Maritime**)

Mark Erickson, Senior Maritime Projects Administrator introduced Item **2.2**.

*A Motion to approve Item 2.1 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

### 2.2 **Resolution No. 12-76**, Approval of Modifications to the Former Oakland Army Base Final Development Plan Relating to the Rail Program and Adoption of Mitigation Measures (**Maritime**)

The Motion to approve Item **2.2** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**

Marilyn Mora, Deputy Director of Aviation, reported on Item **2.3**.

*A Motion to approve Item 2.3 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

### 2.3 **Resolution No. 12-77**, Budget Approval and Other Related Authorizations for the Runway Safety Area (RSA) Project, OAK (**Aviation**)

*The Motion to approve Item 2.3 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

## 3. BUDGET & FINANCE

Chief Financial Officer, Sara Lee, presented Items **3.1** and **3.2**.

### 3.1 Unaudited Financials for 10 months Ended April 30, 2012

*A Motion to approve Item 3.2 was made by Vice-President **Gonzales** and seconded by Commissioner **Gordon**.*

**3.2 Resolution No. 12-78**, Approval of the Annual Operating and Capital Budgets for Fiscal Year Ending June 30, 2013

*The Motion to approve Item 3.2 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

**4. STRATEGY & POLICY**

There were no Strategy and Policy Items to discuss.

**5. CONSENT ITEMS**

*A Motion to approve Consent Items 5.1 through 5.4 was made by Commissioner Yee and seconded by Vice-President Head.*

Commissioner **Gordon** left the meeting momentarily and did not take part in the discussion or decision on the **Closed Session** Items or Item **6.1**.

**5.1 Approval Of The Minutes Of The Regular Meeting Of April 5, 2012. (Board Secretary)**

**5.2 Ordinance 4196**, Approval Of A Space/Use Permit With Revolution Foods, Inc. Granting Occupancy Of A Portion Of 50 Neil Armstrong Way (**Aviation**)

**5.3 Ordinance 4194**, 2nd Reading Of Ordinance Approving The Terms And Conditions Of The Space/Use Permit With Smarte Carte, Inc.

**5.4 Ordinance 4195**, 2<sup>nd</sup> Reading Of Ordinance Amending Port Ordinance No. 867 To Create Information Technology Business Analyst I, Information Technology Business Analyst Ii, And Programmer Analyst Iii Classifications; To Add And Allocate Two Information Technology Business Analyst Ii Positions, Two Programmer Analyst Iii Positions, And One Chief Technology Officer Position; And, To Delete One Information Technology Manager Position.

*The Motion to approve Consent Items 5.1 through 5.4 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (2) Excused: Commissioner **Gordon** and Commissioner **Uno***

**5.5 Report: Airport Development Program (Informational Only) – Mitigation, Monitoring And Reporting Program – Eighth Annual Progress Report (Aviation)**

**6. REMAINING ACTION ITEMS**

Chris Chan, Director of Engineering, presented Item **6.1**.

*A Motion to approve Item 6.1 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

**6.1 Resolution No. 12-80, Budget Approval and Other Associated Authorizations for the Replacement of Building L311 Roof, North Field, OAK (Aviation/Engineering)**

*The Motion to approve Item 6.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

Marilyn Mora, Deputy Director of Aviation, reported on Item **6.2**.

*A Motion to approve Item 6.2 was made by Vice-President **Head** and seconded by Commissioner **Hamlin**.*

Connie Gurich, David Chopp and Bruce Capaccio addressed the Board on Item **6.2**.

President **Calloway** suggested, that in light of the public comment, that the Item be brought back to the Board at the next meeting.

*Vice-President **Head** and Commissioner **Hamlin** withdrew their Motion on Item 6.2.*

**6.2 Adoption Of An Ordinance Approving Second Amendments To Space Use Permits For Non-Exclusive Rental Car Concession With Avis Budget Car Rental, LLC, DTG Operations, Inc., Enterprise Rent A Car Company Of San Francisco, Fox Rent A Car, Inc., The Hertz Corporation, And Enterprise Holdings, Inc., 7900 Earhart Road, Oakland, CA 94621 (Aviation)**

The Chief Wharfinger, Chris Peterson, introduced Items **6.3** and **6.4**.

Vice-President **Gonzales** left the meeting momentarily and did not participate in the deliberation or decision on Item **6.3**.

*A Motion to approve Item 6.3 was made by Vice-President **Head** and seconded by Commissioner **Yee**.*

**6.3 Ordinance 4197, Authorization for the Executive Director to Approve Various Agreements for BART's Emergency Generator Project at TRAPAC Terminal (Maritime)**

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: Commissioner **Gordon**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (2) Excused: 1<sup>st</sup> Vice President **Gonzales** and Commissioner **Uno***

*A Motion to approve Item 6.4 was made by Commissioner **Yee** and seconded by Commissioner **Hamlin**.*

**6.4 Ordinance 4198 & Resolution No. 12-81, Authorization for the Executive Director to Enter into a License Agreement with SSA Terminal on Its Fiber Optic Cable Project and Consideration of an Addendum to the Adopted Maritime Utilities Project Initial Study/Negative Declaration (Maritime)**

*The Motion to approve Item 6.4 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

The Director of Administrative Services, Denyce Holsey, presented Item 6.5.

*A Motion to approve Item 6.5 was made by Commissioner **Gordon** and seconded by Commissioner **Gonzales**.*

**6.5 Resolution No. 12-82, Cancellation of Administrative Specialist, Senior Maritime Projects Administrator and Port Associate Engineer (E&M) Eligibility Lists (Administration)**

*The Motion to approve Item 6.5 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

Executive Director, Omar Benjamin, introduced Item 6.6.

*A Motion to approve Item 6.6 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

**6.6 Ordinance 4199 & Resolution No. 12-83, Resolution Authorizing Port Of Oakland Employees In Unit H (Senior Management) Hired Prior To October 1, 2009 To Contribute 5% Of The Employee Contribution Towards Retirement Through Pre-Tax Payroll Deductions Into The California Public Employees' Retirement System (CalPERS) (Administration)**

*The Motion to approve Item 6.6 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

President **Calloway** thanked the Sr. Staff on behalf of the Board for their contribution to the Port's sustainability and recommended to the Board that they reduce their own office budget by 5%.

*Vice-President **Gonzales** made a Motion, seconded by Vice-President **Head**, that the Chief Executive Officer and the Board Secretary be directed to reduce by 5% the Board Office's discretionary budget for FY 2012-13.*

The Motion passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**

**7. UPDATES/ANNOUNCEMENTS**

President **Calloway** announced that the Port had been awarded a 15 Million dollar Transportation Investment Generating Economic Recovery (TIGER) Grant, by the Department of Transportation, for Phase 1 of the Oakland Army Base Rail Improvements.

**8. SCHEDULING**

President **Calloway** announced that the Regular Board Meeting of July 5, 2012 had been canceled due to the Independence Day Holiday.

**OPEN FORUM**

There were no public speakers in Open Forum.

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 6:04 p.m.

  
John Betterton, Secretary  
Board of Port Commissioners

7.12.2012  
Date









**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

530 Water Street • Oakland, California 94607  
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E-Mail: [board@portoakland.com](mailto:board@portoakland.com)  
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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**EARL HAMLIN**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Thursday July 12, 2012 – 1:00 p.m.

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Regular Meeting of the Board to order at 1:06 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 11 matter(s)

- 1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.**

**Consultation with:** Port Security Officer

**1.5 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

*Commissioner **Uno** was excused from the meeting at 5:00 p.m.*

**ROLL CALL/OPEN SESSION**

*President **Calloway** called the Open Session to order at 5:00 p.m., and the following Commissioners were in attendance: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**.*

*Commissioner **Uno** was excused.*

**CLOSED SESSION REPORT**

*The Assistant Board Secretary reported that the Board had approved (7 Ayes) the following Resolution in Closed Session:*

**Resolution No. 12-84**, Resolution approving and authorizing payment of \$358,540.80 to the United States Environmental Protection Agency for reimbursement of cleanup cost and authorizing the Port Attorney to take legal action against the Oakland Aviation High School.

At the privilege of the Board President, Pamela **Calloway**, Item 9 was taken first.

**9. ELECTION OF OFFICERS**

*On a Motion by Vice-President **Gonzales** seconded by Vice-President **Head** the following Officer was elected to 2nd Vice-President:*

Alan **Yee**, 2<sup>nd</sup> Vice-President

*On a Motion by Commissioner **Yee** seconded by Commissioner **Hamlin** the following Officer was elected to 1st Vice-President:*

James **Head**, 1<sup>st</sup> Vice-President

*On a Motion by Vice-President **Head** seconded by Commissioner **Gordon** the following Officer was elected President:*

Gilda **Gonzales**, President

All three motions were approved by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno**

## **2. MAJOR PROJECTS**

BART Staff, Thomas Dunscombe, presented Item **2.1**.

### **2.1 Report: BART Connector Update (Aviation)**

Darrel Carey & Sheryl Walton addressed the Board on Item **2.1**.

## **3. BUDGET & FINANCE**

There were no Budget and Finance Items to discuss.

## **4. STRATEGY & POLICY**

There were no Strategy and Policy Items to discuss.

## **5. CONSENT ITEMS**

The Assistant Board Secretary, Daria Edgerly, introduced the Consent Items.

*A Motion to approve the Consent Items was made by Commissioner **Yee** and seconded by Commissioner **Gordon**.*

- 5.1** Approval Of The Minutes Of The Regular & Special Meetings Of May 11, 2012, May 17, 2012, June 7, 2012, June 14, 2012 and June 21, 2012. (**Board Secretary**)
- 5.2** **Resolution No. 12-85**, Building Permit Application: Exxon Mobil - Installation of wells and equipment for cleanup project (**Engineering**)
- 5.3** **Ordinance 4196**, 2nd Reading Of Ordinance Approving The Terms And Conditions Of The Space/Use Permit With Revolution Foods, Inc. Granting Occupancy Of A Portion Of 50 Neil Armstrong Way.

- 5.4 **Ordinance 4197**, 2nd Reading Of Ordinance Approving And Authorizing 1) A Right Of Entry Agreement (“ROE”) With San Francisco Bay Area Rapid Transit (“BART”) For Access To Conduct Construction Of An Emergency Generator Around The Existing Vent Structure At TRAPAC Terminal, 2) An Easement Agreement With BART And 3) A Supplemental Agreement With TRAPAC.
- 5.5 **Ordinance 4198**, 2nd Reading Of Ordinance Approving And Authorizing Execution Of A License Agreement With SSA Terminals, LLC (“SSA Terminals”).
- 5.6 **Ordinance 4199**, 2nd Reading Of Ordinance Amending Section 1.303 Of Port Ordinance No. 867, Relating To Payment Of Public Employees’ Retirement System Contributions By Port Employees In Unit H (Senior Management) Hired Before October 1, 2009.

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

## 6. REMAINING ACTION ITEMS

Item 6.1 was puled.

- 6.1 ~~PULLED Approval of a Parking Operations Agreement for Various Port-Owned Parking Facilities in Jack London Square (CRE)~~

Chris Chan, Director of Engineering, presented Item 6.2.

*A Motion to approve Item 6.2 was made by Vice-President **Gonzales** and seconded by Commissioner **Yee**.*

- 6.2 **Resolution No. 12-86**, Budget Approval and Other Associated Authorizations for the Reconstruction of a Portion of Building M101 Roof, South Field, OAK (**Aviation/Engineering**)

*The Motion to approve Item 6.2 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (1) Excused: Commissioner **Uno***

Marilyn Mora, Assistant Director of Aviation, introduced Item 6.3.

*A Motion to approve Item 6.3 was made by Vice-President **Head** and seconded by Commissioner **Gordon**.*

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

- 6.3 **Ordinance No. 4200**, Approval of a Space/Use Permit with New Zoom, Inc. dba ZoomSystems to Operate a Non-Exclusive Automated Specialty Retail Concession at Oakland International Airport (**Aviation**)

Melisa Jones from Zoom Systems addressed the Board on Item **6.3**.

*The Motion to approve Item 6.3 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (2) Excused: 2<sup>nd</sup> Vice President **Head** and Commissioner **Uno***

Marilyn Mora, Assistant Director of Aviation, introduced Item **6.4**.

*A Motion to approve Item 6.4 was made by Vice-President **Gonzales** and seconded by Commissioner **Gordon**.*

**6.4 Ordinance No. 4201, Proposed Fiscal Year 2013 Airline Landing Fees and Terminal Space Rental Rates (Various Amounts) (Aviation)**

*The Motion to approve Item 6.4 passed by the following votes: (5) Ayes: 1<sup>st</sup> Vice-President **Gonzales**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Yee** and President **Calloway**; (2) Excused: 2<sup>nd</sup> Vice President **Head** and Commissioner **Uno***

Item **6.5** was pulled

**6.5 PULLED Adoption of an Ordinance Approving Second Amendments To Space Use Permits For Non-Exclusive Rental Car Concession with Avis Budget Car Rental, LLC, DTG Operations, Inc., Enterprise Rent A Car Company of San Francisco, Fox Rent A Car, Inc., The Hertz Corporation, and Enterprise Holdings, Inc., 7900 Earhart Road, Oakland, CA 94621 (Aviation)**

## **7. UPDATES/ANNOUNCEMENTS**

President **Calloway** reported on the press conference announcing the \$15 million Federal TIGER Transportation Grant for the former Oakland Army Base.

President **Calloway** gave the Year end Report of all of the accomplishments the Port made over the past year.

## **8. SCHEDULING**

There were no scheduling Items.

## **OPEN FORUM**

Al Lorea, Nicholas Peranio, Larry Hope, Kim Moses, Nancy Watson, Ron Brown, Ulysses Nadison, Bill Klinke, Sheryl Walton, Fred Pecker, Yuis Elenos, Graciela Hernandez, Liam Adhikari, Mary Ann Espinoza, Maria Luna, Jessica Medina, Patricia Cruz, Susan Lopez, Re Bunly and Wei-Ling Huber addressed the Board in Open Forum.


The Board went back into Closed Session at the hour of 6:39 p.m.

**1. CLOSED SESSION  
CLOSED SESSION REPORT**

There were no Items report out of Closed Session.

**ADJOURNMENT**

There being no additional business the meeting was adjourned at the hour of 6:41 p.m.



Daria Edgerly, Assistant Secretary  
Board of Port Commissioners

9-6-12

Date







**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**PAMELA CALLOWAY**  
President

**GILDA GONZALES**  
First Vice-President

**JAMES W. HEAD**  
Second Vice-President

**MARGARET GORDON**  
Commissioner

**EARL HAMLIN**  
Commissioner

**VICTOR UNO**  
Commissioner

**ALAN S. YEE**  
Commissioner

## Minutes

### Special Meeting of the Board of Port Commissioners Thursday July 26, 2012 - Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Calloway** called the Special Meeting of the Board to order at 1:07 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Gonzales**, 2<sup>nd</sup> Vice-President **Head**, Commissioner **Gordon**, Commissioner **Hamlin**, Commissioner **Uno**, Commissioner **Yee** and President **Calloway**.

#### ELECTION OF OFFICERS

On a motion by Commissioner **Hamlin**, seconded by Commissioner **Yee**, the Board approved **Resolution No. 12-87**, Declaring the Election of Officers at the meeting of July 12, 2012. To wit: Gilda Gonzales, President, James Head, 1<sup>st</sup> Vice-President and Alan Yee, 2<sup>nd</sup> Vice-President. The vote to approve the Resolution was unanimous.

President **Gonzales** convened the Board in Closed Session at 1:14 p.m. to hear the following:

#### 1. CLOSED SESSION

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

*Sherri "Jean" Parks v. Port of Oakland; Alameda County Superior Court No.: RG 07361568*

*Kheven LaGrone v. City of Oakland et al., and Port of Oakland Court of Appeal of the State of California, First Appellate District, Case Nos.: A130030, A129306*

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5 Alameda County Superior Court Case No.: RG10538457*

1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 12 matter(s)

1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

1.4 THREAT TO PUBLIC SERVICES OR FACILITIES - Consultation on Threats to Public Security or Access. Pursuant to Subdivision (a) of California Government Code Section 54957.

**Consultation with:** Port Security Officer

1.5 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE

1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

Commissioner **Uno** left Closed Session at 2:30 pm. Commissioners **Gordon** and **Calloway** left Closed Session at 4:20 pm.

## ROLL CALL/OPEN SESSION

*President **Gonzales** called the Open Session to order at 5:00 p.m., and the following Commissioners were in attendance: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, and President **Gonzales**.*

*Commissioners **Calloway**, **Gordon** & **Uno** were excused.*

## CLOSED SESSION REPORT

*The Board Secretary reported that on a Motion by Vice-President **Yee**, seconded by Commissioner **Hamlin**, the Board had approved in Closed Session (4 Ayes, 3 Excused) the following Resolutions:*

**Resolution No. 12-88** Ratifying, Confirming And Approving Retention Of Special Counsel.

**Resolution No. 12-98** Approving And Authorizing Execution Of A Settlement Agreement And General Release Of All Claims With Benny Taylor.

## 2. MAJOR PROJECTS

Environmental Programs & Planning Director, Richard Sinkoff reported on Item **2.1**.

- 2.1 Report:** Former OAB Project Update: Port Community Benefits Program on the Outer Harbor Intermodal Terminal (OHIT) – Rail Phase 1 (**OAB Team**)

## 3. BUDGET & FINANCE

Chief Financial Officer, Sara Lee, reported on Items **3.2** and **3.3**. Item **3.1** was deferred to a subsequent meeting.

- 3.1 DEFERRED Report:** ~~Unaudited Financials for the 11 months ending May 31, 2012~~

- 3.2 Report:** Informational Update on Potential Bond Debt Refunding

*A Motion to approve Item 3.3 was made by Commissioner **Hamlin** and seconded by Vice-President **Head**.*

- 3.3 Resolution No. 12-89,** Authorization to, Pursuant to the Tax Equity and Fiscal Responsibility Act of 1982 (“TEFRA”), and in Connection with the Potential Refinancing of Existing Obligations and Potential Financing of Certain Projects: (1) Publish the Notice of Public Hearing, (2) Hold the Public Hearing and (3) Appoint Staff to Conduct the Hearing

## 4. STRATEGY & POLICY

*This segment of the meeting is reserved for action or discussion on Strategy and Policy Issues.*

## 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve the Consent Items was made by Vice-President **Yee** and seconded by Vice-President **Head**.*

- 5.1 Resolution No. 12-90,** Building Permit Application: Landmark Aviation - Renovation of Hangar 5, Building #L510 (**Engineering**)

- 5.2 Resolution No. 12-91,** Delegation Of Authority To The Executive Director Or His Designee To Perform the Duties Within The Cap-And-Trade Program Thru The First Compliance Period Ending December 31, 2014 (**Engineering**)

- 5.3 **Ordinance 4200**, 2nd Reading Of Ordinance Approving And Authorizing A Space/Use Permit With New Zoom, Inc., Doing Business As Zoomsystems, To Operate A Non-Exclusive Automated Specialty Retail Concession At Oakland International Airport.
- 5.4 **Ordinance 4201**, 2<sup>nd</sup> Reading Of Ordinance Amending Port Ordinance No. 3634, As Amended, Relating To Landing And Tenant Terminal Space Rental Fees At Metropolitan Oakland International Airport.

*The Motion to approve the Consent Items passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, and President **Gonzales**; (3) Excused: Commissioner **Calloway**, Commissioner **Gordon** and Commissioner **Uno**.*

## 6. REMAINING ACTION ITEMS

James Kwon, Director of Maritime, presented Item **6.1**.

*A Motion to approve Item **6.1** was made by Vice-President **Head** and seconded by Commissioner **Hamlin**.*

- 6.1 Authorization for the Executive Director to Enter into a Utility Easement with Pacific Gas and Electric for a Natural Gas Pipeline Replacement Project at Howard Terminal. **(Maritime)**

*The Motion to approve Item **6.2** passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, and President **Gonzales**; (3) Excused: Commissioner **Calloway**, Commissioner **Gordon** and Commissioner **Uno**.*

Deborah Ale-Flint, Director of Aviation presented Items **6.2**, **6.4**, **6.6**.

*A Motion to approve Item **6.2** was made by Vice-President **Yee** and seconded by Vice-President **Head**.*

- 6.2 **Resolution No. 12-92**, Authorization for the Director of Aviation to Accept the Transportation Security Administration's Law Enforcement Reimbursement Grant and all its Terms and Conditions, Including the Signing of the Statement of Joint Objectives and any Other Necessary Documents. **(Aviation)**

*The Motion to approve Item **6.2** passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, and President **Gonzales**; (3) Excused: Commissioner **Calloway**, Commissioner **Gordon** and Commissioner **Uno**.*

Item **6.3** was pulled.

- 6.3 Capital Budget Authorization for Upgrade of Airport Security Access Control and Alarm Monitoring System (ACAMS) to C-CURE 9000. **(Aviation)**

*A Motion to approve Item 6.4 was made by Vice-President Yee and seconded by Vice-President Head.*

Damon Dukakis of CAL IMG Marketing addressed the Board on Item 6.4.

- 6.4 Resolution No. 12-93, Authorization for the Executive Director to Enter Into A Five Year Strategic Marketing Partnership Agreement with Cal IMG Sports Marketing and Waive Formal Competitive Bidding. (Aviation)**

*The Motion to approve Item 6.4 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

Item 6.5 was pulled.

- 6.5 ~~Authorize Execution Of Agreements For Three Years With Up To Two One Year Extensions With:~~**  
~~(1) LAZ Parking California, LLC For Airport Parking Operations;~~  
~~(2) Ampco System Parking, Inc. For Airport Shuttle Fleet Operations~~  
~~(3) Ampco System Parking, Inc. For Airport Curbside Management Services (“CMS”)~~  
**(Aviation)**

*An alternative Motion on Item 6.5 was made by Vice-President Head and seconded by Vice-President Yee.*

**Resolution No. 12-93A, Resolution Approving And Authorizing A Three-Month Extension Of (1) The Airport Parking Management Contract With AMPCO System Parking Pacific Park Management, Oakland Airport Management, LLC (Ampco PPM) At The Oakland International Airport And (2) The Fleet And Terminal Curbside Operation Agreement With Veolia-Shuttleport California, LLC At The Oakland International Airport.**

*The alternative Motion on Item 6.5 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

*A Motion to approve Item 6.6 was made by Vice-President Head and seconded by Vice-President Yee.*

- 6.6 Resolution No. 12-94, Reject Bids Received for Airport Fleet Maintenance Request for Bids (“RFB”) and Authorize Staff to Reissue Solicitation as a Request for Proposals (“RFP”) (Aviation)**

*The Motion to approve Item 6.6 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

Chris Chan, Director of Engineering, presented Item **6.7**.

*A Motion to approve Item 6.7 was made by Vice-President Yee and seconded by Vice-President Head.*

- 6.7 Resolution No. 12-95**, Authorization to negotiate and issue change orders to the Shore Power System Construction Contract with Block Construction, Inc. to implement Shore Power Common Utility System Upgrade 7<sup>th</sup> Street Project (**Engineering**)

*The Motion to approve Item 6.7 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

Denyce Holsey, Director of Administration, presented Items **6.8** and **6.9**

*A Motion to approve Item 6.8 was made by Vice-President Head and seconded by Commissioner Hamlin.*

- 6.8 Resolution No. 12-96**, Approval to enter into an Agreement between the Port of Oakland and Alliant Insurance Services, Inc. for Employee Insurance Benefits Brokerage Services for a period of three (3) years. (**Administration**)

*The Motion to approve Item 6.8 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

*A Motion to approve Item 6.8 was made by Vice-President Yee and seconded by Commissioner Hamlin.*

- 6.9 Resolution No. 12-97**, Public Employee Discipline/Dismissal/Release for Employee Number 332619. (**Administration**)

*The Motion to approve Item 6.9 passed by the following votes: (4) Ayes: 1<sup>st</sup> Vice President Head, 2<sup>nd</sup> Vice-President Yee, Commissioner Hamlin, and President Gonzales; (3) Excused: Commissioner Calloway, Commissioner Gordon and Commissioner Uno.*

## **7. UPDATES/ANNOUNCEMENTS**

Environmental Programs & Planning Director, Richard Sinkoff *reported on the Damon Slough.*

Aviation Director, Deborah Ale-Flint, *reported on the landing of Air Force One at Oakland International Airport and the greeting of President Obama by local officials and staff.*

## **8. SCHEDULING**



The Board President reported that the Board would be in recess during the month of August.

## ADJOURNMENT

At 4:57 Commissioner **Hamlin** left the meeting (by prior arrangement). The meeting adjourned for lack of a quorum, but remaining members heard all of the speakers who had signed up for Open Forum.

## OPEN FORUM

The following speakers addressed the Board in Open Forum: Darrel Carey, Gloria Flores, Kendra Petty, Mike Kuziak, William Ortiz, Darnarryl Evans, Bill Aboudi, MaryAnn Espinoza, Adrianna Carranza, Bikram Thapa, Monica Guzman, Patricia Cruz Solorio, Rick Markell, Hakima Achab, Kim Sulsar, Re Bunley and Kevin Christenson.



John Betterton, Secretary  
Board of Port Commissioners

9-6-2012

Date







**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**GILDA GONZALES**  
President

**JAMES W. HEAD**  
First Vice-President

**ALAN S. YEE**  
Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners Thursday August 16, 2012 –Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

President **Gonzales** called the Special Meeting of the Board to order at 1:04 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**

Commissioner **Hamlin** was excused.

President **Gonzales** convened the Board in Closed Session at 1:05 p.m. to hear the following:

#### 1. FIRST CLOSED SESSION

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*City of Oakland v. ABM Industries, AMPCO System Parking, Does 1 to 5  
Alameda County Superior Court Case No.: RG10538457*

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08*

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 4 matter(s)**

**1.3 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, City of Oakland, and California Capital & Investment Group, Inc  
**Agency Negotiator:** Director of Maritime, James Kwon  
**Under Negotiation:** Price and Terms of Payment

**1.4 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**1.5 PUBLIC EMPLOYMENT**

**Title:** Port Attorney

**ROLL CALL/OPEN SESSION**

*President **Gonzales** called the Open Session to order at 4:00 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**

Commissioner **Hamlin** was excused.

President **Gonzales** welcomed Commissioners **Butner** and **Parker** to the Board.

**CLOSED SESSION REPORT**

The Port Attorney stated that there were no items to report out of Closed Session, but that the Board had not finished the Closed Session discussion and would reconvene in Closed Session after hearing Open Forum Speakers.

**2. MAJOR PROJECTS**

There were no Major Project Items to discuss.

**3. BUDGET & FINANCE**

Delphine Prevost reported on Item **3.1**.

**3.1 Report: Unaudited Financials for the 11 months ending May 31, 2012**

#### 4. STRATEGY & POLICY

*Deputy Executive Jean Banker and Mara Rosales, of Rosales Law Partners, addressed the Board on Item 4.1.*

##### 4.1 Report: SRD: Strategy, Function, Value Discussion

#### 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

A Motion to approve the Consent Items was made by Vice-President **Head** and seconded by Vice-President **Yee**.

##### 5.1 Minutes of the Regular Meeting of July 12, 2012 (**Board Secretary**)

##### 5.2 Ordinance 4202, 2nd Reading Of Ordinance Authorizing And Approving An Easement Agreement With Pacific Gas & Electric Company For A Natural Gas Pipeline Replacement At Howard Terminal.

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Hamlin**.*

#### 6. REMAINING ACTION ITEMS

Aviation Director, Deborah Ale-Flint, presented Item **6.1**.

A Motion to approve the Item **6.1** was made by Vice-President **Head** and seconded by Vice-President **Yee**.

##### 6.1 Resolution No. 12-100, Capital Budget Authorization for Upgrade of Airport Security Access Control and Alarm Monitoring System (ACAMS) to C-CURE 9000. (**Aviation**)

*The Motion to approve Item 6.1 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Hamlin**.*

#### 7. UPDATES/ANNOUNCEMENTS

President **Gonzales** reported on Item **7.1**.

##### 7.1 Report: Port Response to SEIU Financial Presentation made to the Board on July, 12, 2012

The following people addressed the Board on Item **7.1**: Nicholas Periand, Stave Gilbert and Alex Tonisson.

## 8. SCHEDULING

There were no Scheduling Items to discuss.

## OPEN FORUM

Hakima Arhab, Re Bunly, Jessica Medina and Bikram Thupa addressed the Board in Open Forum.

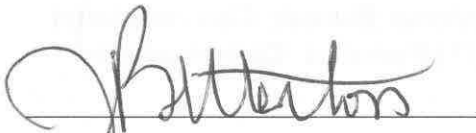
## 1. SECOND CLOSED SESSION

President **Gonzales** reconvened the Board in Closed Session to complete the Agenda.

There were no items to report out of the Second Closed Session.

## ADJOURNMENT

There being no additional business the Board adjourned at 6:39 p.m.



John Betterton, Secretary  
Board of Port Commissioners

9.6.2012

Date







**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners Thursday September 6, 2012 – 1:00 p.m.

#### ROLL CALL

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

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**.

Commissioner **Parker** was excused.

With a request for personal privilege, President **Gonzales**, asked that time be taken at the beginning of the meeting to honor the two previous Board members: Commissioner Margret Gordon and Commissioner Pamela Calloway. Commissioners and staff thanked them both for the service to the Port and to the City.

President **Gonzales** convened the Board in Closed Session at 1:51 p.m. to hear the following:

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

*Kheven LaGrone v. City of Oakland et al., and Port of Oakland Court of Appeal of the State of California, First Appellate District, Case Nos.: A130030, A129306*

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 7 matter(s)

**1.4 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** called the Open Session to order at 4:13 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales***

*Commissioner **Parker** was excused.*

**CLOSED SESSION REPORT**

The Port Attorney reported out of Closed Session two items:

**Resolution 12-99**, Approving Terms And Authorizing The Executive Director To Approve And Execute A Settlement Agreement To Resolve A Parking Tax Dispute Among The City Of Oakland; AMPCO Systems Parking, Inc; ABM Industries, Inc.; And The Port Of Oakland.

The Resolution was passed by the Board in Closed Session, on August 16, 2012, by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Hamlin**.

**Resolution 12-101**, Registering The Displeasure Of The Board Of Pert Commissioners Concerning Labor-Related Disruptions At The Oakland International Airport And Directing The Port Attorney And Staff To Expediently Take All Appropriate Actions To Ensure Compliance With Labor Peace Assurances And Living Wage Laws.

Commissioner **Butner** was recused on this item and was not present in the room during the discussion or decision of this item.

The Resolution was passed by the Board with the following votes: (5) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Recused: Commissioner **Butner**; (1) Excused: Commissioner **Hamlin**.

## 2. MAJOR PROJECTS

There were no Major Project Items discussed.

## 3. BUDGET & FINANCE

There were no Budget & Finance Items discussed.

## 4. STRATEGY & POLICY

Item 4.1 was pulled at the direction of the President **Gonzales** and directed to be brought back to the Board in October.

- 4.1 **PULLED:** Approval of an Ordinance to Amend the By-Laws and Administrative Rules (“By-Laws”) of the Board of Port Commissioners (“Board”)

## 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items

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

- 5.1 Approval Of The Minutes Of The Special Meetings Of March 26, 2012 May 7, 2012, July 26, 2012 and August 16, 2012. **(Board Secretary)**
- 5.2 **Resolution No. 12-103**, Authorization to Apply for, Accept, and Execute Grant Agreements from the California Natural Resources Agency to Help Reduce the Cost of Abating Former Landfills at Various Port of Oakland Sites. **(Environmental)**
- 5.3 **Resolution No. 12-104**, Authorization to Extend the Previously Authorized Purchase Authority for Wholesale Electric Power for the Oakland International Airport, Portions of the Harbor Area, and the Oakland Army Base Operations Through December 31, 2020. **(Engineering)**
- 5.4 **Resolution No. 12-105**, Building Permit Application: Rolls Royce - Installation of Emergency Generator **(Engineering)**
- 5.5 **Resolution No. 12-106**, Building Permit Application: Shell Pipeline Company, L.P. - Perimeter Dike and Tank Farm S, Isolation of 10" Fuel Line **(Engineering)**
- 5.6 Quarterly Report of Construction Change Orders for 4th Quarter FY 11/12 **(Engineering)**

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker***

## 6. REMAINING ACTION ITEMS

Engineering Director, Chris Chan, presented Items **6.1** & **6.2**.

*A Motion to approve the Item **6.1** was made by Vice-President **Yee** and seconded by Commissioner **Uno**.*

- 6.1 Resolution No. 12-107**, Authorization to the Executive Director to Enter Into a 5-Year Power Purchase Agreement with East Bay Municipal Utility District to Purchase Renewable Energy (**Engineering**)

*The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker***

*A Motion to approve the Item **6.2** was made by Vice-President **Head** and seconded by Vice-President **Yee**.*

- 6.2 Resolution No. 12-108, 12-109, 12-110, 12-111, 12-112, 12-113, 12-114, 12-115, 12-116 & 12-117** Fiscal Year 2011/2012 On-Call Contract Usage Report and Authorization for the Executive Director to Execute Various On-Call Contracts (**Engineering**)

*The Motion to approve Item **6.2** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker***

Aviation Director, Deborah Ale-Flint, presented Item **6.3**.

*A Motion to approve the Item **6.3** was made by Vice-President **Head** and seconded by Vice-President **Yee**.*

The following people addressed the Board on Item **6.3**: Ron Bushman, Michael Lenneman, Padesse Dereje, Scott Hutcheson, Doug Marshall and Michael Herth.

- 6.3 Resolution No. 12-118**, Authorize Execution of Agreements for Three Years with up to Two One-year Extensions with:
- (1) LAZ Parking California, LLC for Airport Parking Operations;
  - (2) AMPCO System Parking, Inc. for Airport Shuttle Fleet Operations
  - (3) AMPCO System Parking, Inc. for Airport Curbside Management Services ("CMS") and Ratify Executive Director Determination of Protests (**Aviation**)

*The Motion to approve Item **6.3** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker***

The Board Secretary, John Betterton, reported on an Urgency Item not previously on the Agenda.

On a Motion by Commissioner **Uno**, seconded by Vice-President **Yee** the Board voted to hear the Item by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker**

A Motion to approve the Item **6.4** was made by Vice-President **Yee** and seconded by Commissioner **Uno**.

**6.4 Resolution No. 12-102**, Budget Approval and Other related Authorizations for the Runway Safety Area (RSA) Project at Oakland International Airport.

The Motion to approve Item **6.4** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Parker**

## 7. UPDATES/ANNOUNCEMENTS

Media & Public Relations Manager, Roberto Bernardo, announced that the Director of External Affairs, Isaac Kos-Read and his wife, Mary Massella, had given birth to a baby girl, Tess Abella Kos-Read.

## 8. SCHEDULING

There were no Scheduling Items discussed.

## OPEN FORUM

There were no speakers in Open Forum.

## ADJOURNMENT

There being no additional business the Board adjourned at 4:38 p.m.



John Betterton, Secretary  
Board of Port Commissioners

10.4.2012

Date









**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
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**EARL HAMLIN**  
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**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners Thursday September 13, 2012 – 9:00 a.m.

#### ROLL CALL

President **Gonzales** called the Regular Meeting of the Board to order at 9:03 a.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and President **Gonzales**.

Commissioner **Uno** was excused.

President **Gonzales** convened the Board in Closed Session at 9:04 A.m. to hear the following:

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 4 matter(s)

- 1.3 PUBLIC EMPLOYEE DISCIPLINE/DISMISALL/RELEASE

- 1.4 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), & Western Council of Engineers (WCE)

## ROLL CALL/OPEN SESSION

President **Gonzales** called the Open Session to order at 11:50 a.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and President **Gonzales**.

Commissioner **Uno** was excused.

## CLOSED SESSION REPORT

The Acting Port Attorney, Michelle Heffes, reported that on a Motion by Vice-President **Head**, seconded by Commissioner **Hamlin**, the Board had passed in Closed Session the following Resolution:

**Resolution 12-119**, Approving a Personnel Action Involving Port Employee Number 400893.

*The Resolution passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Hamlin** and President **Gonzales**; (1) Excused: Commissioner **Uno**.*

Additionally, the Acting Port Attorney, Michelle Heffes, reported that in Closed Session the Board had discussed their due diligence and obligations under the Bond reissuance (Item **3.2**)

## 2. MAJOR PROJECTS

There were no Major Project Items discussed.

## 3. BUDGET & FINANCE

*Chief Financial Officer, Sara Lee, reported to the Board on Items **3.1** and **3.2**.*

### 3.1 Report: 2012 Bond Refinancing Opportunities

A Motion to approve Item **3.2** was made Vice-President **Yee** and seconded by Vice-President **Hamlin**.

### 3.2 Resolution No. 12-120, Approval of the Issuance of the Port of Oakland Refunding Revenue Bonds 2012 Series P (AMT), Refunding Revenue Bonds 2012 Series Q (Non-AMT), Refunding Revenue Bonds 2012 Series R (Taxable); Redemption of all or a portion of the Port of Oakland Revenue Bonds 2002 Series L (AMT), 2002 Series M (Non-AMT), 2002 Series N (AMT); and authorization of Certain Related Actions and Documents

*The Resolution passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Hamlin** and President **Gonzales**; (1) Excused: Commissioner **Uno**.*

#### 4. STRATEGY & POLICY

There were no Strategy and Policy Items discussed.

#### 5. CONSENT ITEMS

There were no Consent Items discussed.

#### 6. REMAINING ACTION ITEMS

There were no Remaining Action Items discussed.

#### 7. UPDATES/ANNOUNCEMENTS

There were no Updates & Announcements.

#### 8. SCHEDULING

The Board President, Gilda **Gonzales**, announced that the Board would hold a workshop in the Fall of 2012.

##### 8.1 Board Workshop – Fall 2012

#### OPEN FORUM

There were no speakers in Open Forum.

#### ADJOURNMENT

There being no additional business the Board adjourned at 12:21 a.m.



John Betterton, Secretary

10.4.2012

Date









**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

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**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners Thursday September 20, 2012

#### ROLL CALL

President **Gonzales** called the Regular Meeting of the Board to order at 1:02 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

President **Gonzales** convened the Board in Closed Session at 1:03 p.m. to hear the following:

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 5 matter(s)

- 1.3 PUBLIC EMPLOYEE APPOINTMENT

Title: Port Attorney

- 1.4 PUBLIC EMPLOYEE PERFORMANCE EVALUATION

Titles: Executive Director, Port Auditor, Board Secretary

**1.5 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION (approximately 4:00 p.m.)**

*President **Gonzales** called the Open Session to order at 4:18 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

**CLOSED SESSION REPORT**

There were no Items to report out of Close Session.

**2. MAJOR PROJECTS**

Port Engineer Chris Chan and Angela Yuen, Port Principal Programmer/Analyst, gave an update on the Enterprise Resource Management Project (ERP)

**2.1 Report: ERP Update (Engineering)**

**3. BUDGET & FINANCE**

There were no "Budget & Finance" issues.

**4. STRATEGY & POLICY**

Alameda County Transportation Commission, Executive Director, Arthur Dao reported on Item 4.1 and the upcoming Ballot Measure (B-1) which would double the transportation sales tax from ½ cent to 1 cent to fund a new Transportation Expenditure Plan for Alameda County

**4.1 Report: Alameda County Transportation Commission, presentation regarding the Transportation Expenditure Plan (Government Affairs)**

*On a motion by Vice-President **Uno**, seconded by Commissioner **Hamlin** the board unanimously approved (7 ayes) the Port's support for Measure B-1.*

Deputy Executive Director, Jean Banker, and Jake Sloan of Daviler-Sloan, Inc., reported on Item 4.2

**4.2 Report: MAPLA Progress Report for June 1, 2011 through June 30, 2012 (SRD)**

**5. CONSENT ITEMS**

The Board Secretary introduced the Consent Items.

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

**5.1 Ordinance No. 4203, Authorization of Grant of Easement with East Bay Municipal Utility District (Aviation)**

**5.2 Resolution No. 12-121, Amendment to Temporary Rental Agreement with DeSilva Gates Construction (Aviation)**

**5.3 Report: Executive Director Awards of Recent Public Works and Professional Services Contracts (Engineering)**

*The Motion to approve the Consent Items passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

**6. REMAINING ACTION ITEMS**

Aviation Director, Deborah Ale-Flint, presented Items **6.1** and **6.2**.

A Motion to approve the Item **6.1** was made by Vice-President **Head** and seconded by Commissioner **Parker**.

Bill Dabney addressed the Board on Item 6.1.

**6.1 Resolution No. 122, Request for Authorization to enter into Other Transaction Agreement (OTA) with the Transportation Security Administration relating to Checked Baggage Recapitalization Screening Design Services. (Aviation)**

*The Motion to approve Item **6.1** passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

A Motion to approve the Item **6.2** was made by Vice-President **Head** and seconded by Vice-President **Yee**.

- 6.2 Resolution No. 123**, Authorization to execute a Professional Services Agreement with Harris Miller of Miller & Hanson, Inc. to provide aviation-related acoustical consulting services for an amount not to exceed \$375,000 in support of the Noise and Environmental Compliance Office for five years. **(Aviation)**

*The Motion to approve Item 6.2 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

Chief Financial Officer, Sara Lee, introduced Item **6.3**.

*A Motion to approve the Item 6.3 was made by Vice-President **Yee** and seconded by Vice-President **Head**.*

- 6.3 Resolution No. 124**, Authorization to enter into a Two-Year contract with up to Two Extensions for a Total of Five Years with Aramark Uniform Services for the Port's Uniform Rental and Laundry Service Needs **(Aviation, Maritime, Finance)**

*The Motion to approve Item 6.3 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## 7. UPDATES/ANNOUNCEMENTS

Executive Director, Omar Benjamin, reported on the "Eat Real" Festival in Jack London Square.

## 8. SCHEDULING

There were no "scheduling" item to report.

## OPEN FORUM

There were no speakers in Open Forum.

## ADJOURNMENT

There being no additional business the Board adjourned at 5:47 p.m.



John Betterton, Secretary  
Board of Port Commissioners

10.6.2012

Date





**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

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Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday October 4, 2012 – 1:00 p.m.

#### ROLL CALL

President **Gonzales** called the Regular Meeting of the Board to order at 1:06 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

President **Gonzales** convened the Board in Closed Session at 1:07p.m. to hear the following:

#### 1. CLOSED SESSION

##### 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08

Kheven LaGrone v. City of Oakland et al., and Port of Oakland Court of Appeal of the State of California, First Appellate District, Case Nos.: A130030, A129306

##### 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 6 matter(s)

##### 1.3 PUBLIC EMPLOYEE PERFORMANCE EVALUATION

**Titles:** Executive Director, Port Auditor, Board Secretary

**1.4 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** called the Open Session to order at 4:18 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

**CLOSED SESSION REPORT**

There were no Items to report out of Close Session.

Bill Aboudi addressed the Board on Item 1.1

**2. MAJOR PROJECTS**

Items **2.1** and **2.2** were pulled.

Bill Aboudi addressed the Board on Item **2.1**.

**2.1 PULLED Project Status Report: ~~Oakland Army Base (Maritime)~~**

**2.2 PULLED Budget Authorization and Related Approvals to Construct the Outer Harbor Intermodal Terminal Railyard, Phase 1, at the Former Oakland Army Base (Maritime/Engineering)**

**3. BUDGET & FINANCE**

*Chief Financial Officer Sara Lee reported on Items **3.1** and **3.2**.*

**3.1 Unaudited Financial Results for the 12 months ending June 30, 2012**

**3.2 Unaudited Capital Expenditures for the 12 months ending June 30, 2012**



#### 4. STRATEGY & POLICY

Port Attorney, Michele Heffes, introduced Item **4.1**.

A Motion to approve the Item **4.1** was made by Vice-President **Yee** and seconded by Commissioner **Uno**.

- 4.1 Ordinance No. 4204**, Approval of an Ordinance to Amend the By-Laws and Administrative Rules (“By-Laws”) of the Board of Port Commissioners (“Board”)

*The Motion to approve Item 4.1 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

#### 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve the Consent Items was made by Vice-President **Head** and seconded by Vice-President **Yee**.*

- 5.1** Approval Of The Minutes Of The Regular Meetings Of September 6, 2012 and September 13, 2012. (**Board Secretary**)
- 5.2 Resolution No. 12-125**, Building Permit Application: Hertz Corporation - Reconfigure exit lanes, \$175,000 (**Engineering**)
- 5.3 Resolution No. 12-126**, Building Permit Application: Hertz Corporation - Upgrade wireless communication system, \$69,000 (**Engineering**)
- 5.4 Resolution No. 12-127**, Building Permit Application: Ports America - Upgrade of wireless communication system, \$485,000 (**Engineering**)
- 5.5 Resolution No. 12-128**, Building Permit Application: Ports America - Installation of back-up generators, \$625,000 (**Engineering**)
- 5.6 Resolution No. 12-129**, Building Permit Application: Andale Restaurant - Tenant Improvements, \$60,000 (**Engineering**)

*The Motion to approve the Consent Items passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## 6. REMAINING ACTION ITEMS

Aviation Director, Deborah Ale-Flint, presented Items **6.1**.

A Motion to approve the Item **6.1** was made by Vice-President **Head** and seconded by Commissioner **Parker**.

### **6.1 Ordinance No. 4205, Approval and Authorization for Execution of Fifth Supplemental Lease Agreement to Ground Lease with United States of America, Department of Transportation, Federal Aviation Administration (Aviation)**

The Motion to approve Item **6.1** passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

A Motion to approve the Item **6.2** was made by Vice-President **Yee** and seconded by Commissioner **Uno**.

Commissioner **Butner** was recused on Item 6.2 and did not take part in the question or decision on the Item.

### **6.2 Ordinance No. 4206, Approval of a License and Concession Agreement with Brotzeit-Lokal, LLC for Premises Located at 1000 Embarcadero Road, Oakland (CRE)**

The Motion to approve Item **6.2** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Recused: Commissioner **Butner**

The Director of Administration, Denyce Holsey, introduced Item **6.3**.

*A Motion to approve the Item **6.3** was made by Commissioner **Uno** and seconded by Vice-President **Head**.*

### **6.3 Resolution No. 12-130, Cancellation of Aviation Facilities Maintenance Manager Eligible List (Administration)**

*The Motion to approve Item **6.3** passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## 7. UPDATES/ANNOUNCEMENTS

The Board Secretary announced the Special Meetings of October 5<sup>th</sup> an 6<sup>th</sup>.

## 8. SCHEDULING

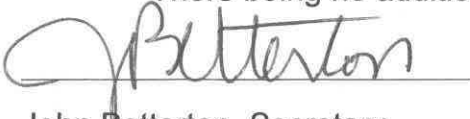
*There were no scheduling items.*

**OPEN FORUM**

Bill Aboudi and Amana Harris addressed the Board in Open Forum.

**ADJOURNMENT**

There being no additional business the Board adjourned at 5:07 p.m.



John Betterton, Secretary  
Board of Port Commissioners

10.6.2012

Date







**OMAR BENJAMIN**  
Executive Director

**Michele Heffes**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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President

**JAMES W. HEAD**  
First Vice-President

**ALAN S. YEE**  
Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Friday & Saturday, October 5<sup>th</sup> & 6<sup>th</sup>, 2012 – 8:30 a.m.

Waterfront Plaza Hotel -10 Washington Street – Oakland, CA 94607

*The President of the Board called a two-day Special Meeting which took place at the Waterfront Plaza Hotel in Jack London Square. The meeting was to consider the appointment of a Port Attorney.*

### DAY 1 (October 5<sup>th</sup>)

#### ROLL CALL

*President **Gonzales** called the Special Meeting of the Board to order at 8:47 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

#### OPEN FORUM

There were no members of the Public present when the Board Secretary called for speakers for Open Forum.

*President **Gonzales** convened the Board in Closed Session at 8:47 to hear the following:*

#### 1. CLOSED SESSION

##### 1.1 PUBLIC EMPLOYEE APPOINTMENT

Title: Port Attorney

**OPEN FORUM**

There were no members of the Public present when the Board Secretary called for speakers for Open Forum.

**RECESS**

President **Gonzales** recessed the 1<sup>st</sup> meeting at 4:10 p.m...

**DAY 2 (October 6<sup>th</sup>)**

**ROLL CALL**

President **Gonzales** called the Special Meeting of the Board to order at 8:50 a.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

**OPEN FORUM**

There were no members of the Public present when the Board Secretary called for speakers for Open Forum.

**1. CLOSED SESSION**

President **Gonzales** convened the Board in Closed Session at 8:51 p.m. to hear the following:

**1.1 PUBLIC EMPLOYEE APPOINTMENT**

**Title: Port Attorney**

**CLOSED SESSION REPORT**

There were no Items to report out of Closed Session.

**OPEN FORUM**

There were no members of the Public present for Open Forum.

**ADJOURNMENT**

There being no additional business the Board adjourned at 3:40 p.m.



John Betterton, Secretary  
Board of Port Commissioners

10.6.2012

Date







**OMAR BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

**Special Meeting of the Board of Port Commissioners**  
**Friday October 12th - 5:45 p.m.,**  
**Continued until Monday, October 15th**

### ROLL CALL

*President **Gonzales** called the Special Meeting of the Board to order at 5:47 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

### MOTION TO EXCUSE 48-HOUR NOTICE

The Port Attorney explained that in order to continue with the meeting the Board would need to pass a Motion to excuse the 48-hour Special Meeting Notice, and that the Motion would require a 2/3rds vote of Commissioners present.

Vice-President **Head** made a motion, seconded by Vice-President **Yee** to excuse the 48 hour notice. The Motion passed by unanimous consent.

### 1. CLOSED SESSION

*President **Gonzales** convened the Board in Closed Session at 5:49 p.m. to hear the following:*

- 1.1 **CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 1 matter**

## ROLL CALL/OPEN SESSION

*President **Gonzales** reconvened the Open Session at 8:46 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## CLOSED SESSION REPORT

The Port Attorney reported that there were no Items to report out of Closed Session.

## OPEN FORUM

There were no Speakers in Open Forum.

## ADJOURNMENT

The Board President, Gilda **Gonzales**, announced that the meeting would be continued until Monday at 5:00 p.m.

## Monday, October 15<sup>th</sup>, 2012 (Continuation)

## ROLL CALL

*President **Gonzales** reconvened the Special Meeting of the Board at 5:07 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, ,  
Commissioner **Uno** and President **Gonzales***

*Commissioner **Butner** participated by telephone in the Closed Session portion of the Meeting.*

*Commissioner **Parker** was delayed and was excused.*

The Port Attorney explained that in order to continue with the meeting the Board would need to pass a new Motion to excuse the 48-hour Special Meeting Notice, and that the Motion would require a 2/3rds vote of Commissioners present.

Vice-President **Head** made a motion, seconded by Commissioner **Uno** to excuse the 48 hour notice. The Motion passed by the following votes: Ayes (5) *1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**; Excused (2) Commissioner **Parker** and Commissioner **Butner**.*

## 1. CLOSED SESSION

*President **Gonzales** convened the Board in Closed Session at 5:10 p.m. to hear the following:*

- 1.1 **CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 1 matter**

## ROLL CALL/OPEN SESSION

*President **Gonzales** reconvened the Open Session at 7:39 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

*Commissioner **Butner** was excused.*

## CLOSED SESSION REPORT

The Port Attorney reported that the Board had approved the following:

**Resolution 12-131**, Approving The Retention Of Outside Independent Counsel To Assist The Board Of Port Commissioners In An Ongoing Investigation Of Allegations Of Improper Expenditures.

*The Resolution passed by the following votes: Ayes (5) 1<sup>st</sup> Vice President **Head**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; Abstain (1): 2<sup>nd</sup> Vice-President **Yee**; Excused (1) Commissioner **Butner**.*

## OPEN FORUM

There were no Speakers in Open Forum.

## ADJOURNMENT

There being no additional business the Board adjourned at 7:40 p.m.



John Betterton, Secretary  
Board of Port Commissioners

11.15.2012

Date









**OMAR R. BENJAMIN**  
Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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Commissioner

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Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday October 18, 2012 – 1:00 p.m.

Board Room – 2<sup>nd</sup> Floor

#### ROLL CALL

*President **Gonzales** called the Regular Meeting of the Board to order at 1:02 p.m., and the following Commissioners were in attendance:*

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

*President **Gonzales** convened the Board in Closed Session at 1:03p.m. to hear the following:*

#### 1. CLOSED SESSION

- 1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08*

- 1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 13 matter(s)

- 1.3 PUBLIC EMPLOYEE PERFORMANCE EVALUATION

**Titles:** Executive Director, Port Auditor, Board Secretary

**1.4 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**1.5 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** called the Open Session to order at 6:33 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

**CLOSED SESSION REPORT**

The Port Attorney reported that the Board had unanimously approved in Closed Session the following Resolutions:

**Resolution 12-132**, Placing Executive Director Omar Benjamin on Administrative Leave effective immediately.

**Resolution 12-133**, Appointing Deborah Ale-Flint acting Executive Director effective immediately

*At 6:35 .pm. the Board Meeting was disrupted by shouting and the Board President admonished the crowd pursuant to the Port's Rules for Public Participation. Again she asked that they remain orderly and silent but the shouting continued. The President ordered the room cleared and moved the remainder of the meeting to the Courtyard Conference Room. Members of the media and other participants not participating in the disruption joined the meeting in the Courtyard Conference Room.*

## 2. MAJOR PROJECTS

Mark Erikson, Senior Maritime Projects Administrator presented Item **2.1**

### 2.1 Project Status Report: Oakland Army Base (**Maritime**)

Chris Chan, Director of Engineering presented Item **2.2**.

A Motion to approve the Item **2.2** was made by Vice-President **Yee** and seconded by Vice-President Head.

### 2.2 **Resolution No. 12-134**, Budget Authorization and Related Approvals to Solicit Proposals to Design and Build the Outer Harbor Intermodal Terminal Railyard, Phase 1, at the Former Oakland Army Base. (**Maritime**)

*The Motion to approve Item 2.2 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## 3. BUDGET & FINANCE

There were no Budget & Finance Items.

## 4. STRATEGY & POLICY

The Board accepted the report on Item **4.1** without discussion.

### 4.1 Informational Report: Governmental Affairs Update (**External Affairs**)

## 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve Consent Items 5.1 through 5.12 was made by Vice-President **Head** and seconded by Vice-President **Yee**.*

### 5.1 Approval Of The Minutes Of The Regular Meetings Of September 20, 2012, October 4, 2012 and the Special Meeting of October 5, 2012 & October 6, 2012. (**Board Secretary**)

### 5.2 **Ordinance No. 4203**, 2<sup>nd</sup> Reading Of An Ordinance Approving And Authorizing The Executive Director To Execute A Grant Of Easement To The East Bay Municipal Utility District ("EBMUD").

### 5.3 **Resolution No. 12-135**, Building Permit Application: Ports America - Berth 24, Installation of shore power, (\$ TBD) (**Engineering**)

- 5.4 **Resolution No. 12-136**, Budget Approval and Other Associated Authorizations for the Construction of a Large Vehicle Wash Rack, North Field, OAK (**Aviation**)
- 5.5 **Ordinance No. 4207**, Approval of Various *Space/Use Permits* for the Installation and Operation of Automated Teller Machines (ATMs) at Oakland International Airport (**Aviation**)
- 5.6 **Ordinance No. 4208**, Approval of the Second Amendment to Utility and Janitorial Agreement with the United States of America, acting through the Transportation Security Administration at Oakland International Airport (**Aviation**)
- 5.7 **Resolution No. 12-137**, Approval of a Telecommunications License Agreement with New Cingular PCS, LLC dba AT&T Mobility at Oakland International Airport (**Aviation**)
- 5.8 **Resolution No. 12-138**, Approval of a 10 Year Sublease With One Option to Renew for a Five Year Term for Approximately 9,200 sq. ft. Located at 1 Broadway, Oakland, CA (**CRE**)
- 5.9 **Resolution No. 12-139**, Approval of an Assignment of a Ground Lease from Motel 6 Operating LP to G6 Hospitality Property, LLC for Property Located at 1805 Embarcadero, Oakland, California. (**CRE**)
- 5.10 **Ordinance No. 4204**, 2<sup>nd</sup> Reading Of An Ordinance Amending The By-Laws And Administrative Rules Of The Board Of Port Commissioners.
- 5.11 **Ordinance No. 4205**, 2<sup>nd</sup> Reading Of An Ordinance Approving The Terms And Conditions And Authorizing The Execution Of A Fifth Supplemental Lease Agreement To Ground Lease With United States Of America, Department Of Transportation, Federal Aviation Administration (“FAA”).
- 5.12 **Ordinance No. 4206**, 2<sup>nd</sup> Reading Of An Ordinance Approving A License And Concession Agreement With Brotzeit-Lokal, LLC For The Premises Located At 1000 Embarcadero, Oakland, California With A Monthly Rental Revenue Of \$215,566.
- 5.13 Informational Report: Annual Change Order Report on Construction Contracts Completed during FY 11/12 (**Engineering**)

*The Motion to approve the Consent Items passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## 6. REMAINING ACTION ITEMS

There were no remaining “Action Items”.

## 7. UPDATES/ANNOUNCEMENTS

There were no “Updates & Announcements”.

**8. SCHEDULING**

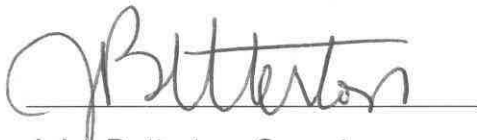
There were no "Scheduling Items".

**OPEN FORUM**

*Mesha Adams, Danielle Ramsey, Lian Allen and Caroline Keegan Addressed the Board in Open Forum.*

**ADJOURNMENT**

There being no additional business the Board adjourned at 7:30 p.m.



John Betterton, Secretary  
Board of Port Commissioners

11.15.2012

Date

Subject: [Illegible]

Date: [Illegible]

[Illegible text]

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[Illegible text]

[Illegible text]

[Illegible text]

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[Illegible text]

**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
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Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Wednesday, October 24, 2012 – 11:30 a.m.

Board Room – 2<sup>nd</sup> Floor

The President of the Board, Gilda **Gonzales** called a Special Meeting to consider the appointment of a Port Attorney.

#### ROLL CALL

*President **Gonzales** called the Special Meeting to order at 11:48 a.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales***

#### 1<sup>st</sup> OPEN FORUM

*There were no speakers in the 1<sup>st</sup> Open Forum.*

*President **Gonzales** convened the Board in Closed Session at 11:49 a.m. to hear the following:*

#### 1. CLOSED SESSION

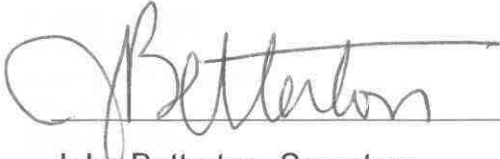
1.1 PUBLIC EMPLOYEE APPOINTMENT - Title: Port Attorney

#### 2<sup>nd</sup> OPEN FORUM

*There were no speakers in the 2<sup>nd</sup> Open Forum.*

**ADJOURNMENT**

There being no additional business the Board adjourned at 1:49 p.m.



John Betterton, Secretary  
Board of Port Commissioners

10.18.2012

Date







**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
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Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners Thursday November 1, 2012 – 1:00 p.m.

#### ROLL CALL

*President **Gonzales** called the Regular Meeting of the Board to order at 1:04 p.m., and the following Commissioners were in attendance:*

*2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*1<sup>st</sup> Vice President **Head** was absent, but participated in Closed Session by telephone.*

#### 1. FIRST CLOSED SESSION

*President **Gonzales** convened the Board in Closed Session at 1:04 p.m. to hear the following:*

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08*

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 7 matter(s)**

**1.3 CONFERENCE WITH REAL PROPERTY NEGOTIATOR. As provided under California Government Code Section 54956.8:**

**Property:** Former Oakland Army Base and Adjacent Properties  
**Negotiating Parties:**  
**Agency Negotiator:** Deputy Executive Director, Jean Banker  
**Under Negotiation:** Price and Terms of Payment

**1.4 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

**1.5 PUBLIC EMPLOYEE PERFORMANCE EVALUATION**

**Titles:** Executive Director, Port Auditor, Board Secretary

**1.6 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.7 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** reconvened the Open Session of the Regular Meeting of the Board at 5:00 p.m., and the following Commissioners were in attendance:*

*2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*1<sup>st</sup> Vice President **Head** was excused.*

*President **Gonzales** asked that the meeting observe a moment of silence for Mark Arnett, a crane mechanic who was killed in an accident while on the job. Mr. Arnett was a member of the International Mechanics and Aerospace Workers Union.*

**CLOSED SESSION REPORT**

The Port Attorney reported that no final actions had been taken in Closed Session, but that the Board had not finished the Closed Session Agenda and would continue the Closed Session after Open Forum.

**2. MAJOR PROJECTS**

Scott Van Duesen, of BART, gave an update on the BART/Airport Connector. Molly McArthur, of BART, gave a presentation on the art selected for the new connector stations.

**2.1 BART Major Project Update (Aviation)**

**3. BUDGET & FINANCE**

There were no Budget & Finance Items discussed.

#### 4. STRATEGY & POLICY

There were no Strategy & Policy Items discussed.

#### 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve Consent Items 5.1 through 5.3 was made by Commissioner **Uno** and seconded by Vice-President **Yee**.*

- 5.1 **Ordinance No. 4204**, 2<sup>nd</sup> Reading Of An Ordinance Approving And Authorizing Space/Use Permits With Bank Of America, N.A., Pacific Rim Asset Allocation Doing Business As Bay ATM And Wells Fargo Bank, N.A., For The Installation And Operation Of Automated Teller Machines At Oakland International Airport.
- 5.2 **Ordinance No. 4205**, 2<sup>nd</sup> Reading Of An Ordinance Ratifying Execution Of The Second Amendment To Utility And Janitorial Agreement With The United States Of America, Acting Through The Transportation Security Administration At Oakland International Airport ("TSA").
- 5.3 **Ordinance No. 4206**, 2<sup>nd</sup> Reading Of An Ordinance Approving And Authorizing The Execution Of A Telecommunications License Agreement And Amendment To Telecommunications License Agreement With New Cingular Wireless PCS, LLC Doing Business As AT&T Mobility, Located At Hangar 3, Building L-310 East, North Field, Oakland International Airport, Oakland, California.

The Motion to approve the Consent Items, **5.1** through **5.3**, passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.

- 5.4 **Report:** Quarterly Report of Construction Change Orders for 1st Quarter FY 12/13 (**Engineering**)
- 5.5 **Report:** Informational Report: Report of Appointments, Separations and Leaves of Absence for FY 2012-13 First Quarter (July 1, 2012 – September 30, 2012) (**Administration**)

#### 6. REMAINING ACTION ITEMS

The Acting Director of Aviation, Kristi McKinney, reported on Item **6.1**.

A Motion to approve Item **6.1** was made Vice-President **Yee** and seconded by Commissioner **Parker**.

**6.1 Resolution No. 12-140, Authorization to procure and install pre-conditioned air units on Terminal 1 passenger boarding bridges at the Oakland International Airport (Aviation/Engineering)**

The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.

Commercial Real Estate Director, Pam Kershaw, reported on Item **6.2**.

A Motion to approve Option 1 of Item **6.2** was made Commissioner **Uno** and seconded by Commissioner **Butner**.

Steve Hanson, Steve Fagalde and Doug Bloch addressed the Board on Item **6.2**.

**6.2 Resolution No. 12-141, Approval of Parking Operations Agreements for Various Port-Owned Parking Facilities in Jack London Square (CRE)**

The Motion to approve, Option 1 of Item **6.2** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.

The Director of Administration, Denyce Holsey, introduced Items **6.3** and **6.4**.

A Motion to approve Item **6.3** was made Vice-President **Yee** and seconded by Commissioner **Hamlin**.

**6.3 Resolution No. 12-142, Deletion of One (1) Position of Port Programmer/Analyst and the Addition of One (1) Position of Information Technology Business Analyst II in the Information Technology Department. (Administration)**

The Motion to approve Item **6.3** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.

A Motion to approve Item **6.4** was made Commissioner **Parker** and seconded by Commissioner **Butner**.

**6.4 Resolution No. 12-143, Approval of Temporary Supplemental Compensation for Executive Director (Acting) (Administration)**

The Motion to approve Item **6.4** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.

## **7. UPDATES/ANNOUNCEMENTS**

There were no updates or announcements.

**8. SCHEDULING**

The Board Secretary announced that the Board had called a Special Meeting for Friday, November 9<sup>th</sup> at 9:30 am.

**OPEN FORUM**

There were no speakers in Open Forum.

**SECOND CLOSED SESSION**

*President **Gonzales** re-convened the Board in Closed Session at 5:42 p.m. to hear the remainder of the Closed Session Items.*

**SECOND CLOSED SESSION**

There were no Items to report out of the Second Closed Session.

**ADJOURNMENT**

There being no additional business the Board adjourned at 7:37 p.m.



John Betterton, Secretary

12.6.2013

Date

## **PUBLIC PARTICIPATION**

### **Disability Related Modifications**

Any person who requires a disability-related modification or accommodation, including auxiliary aids or services, in order to participate in the meeting, may submit a written request, electronic request, or telephone request [via the California Relay Service (telephone) for the hearing impaired at (800) 735-2922], to the Secretary of the Board **no later than five working days** prior to the scheduled meeting date.

John Betterton, Secretary of the Board  
530 Water Street, Oakland, CA 94607  
jbetterton@portoakland.com  
(510) 627-1696

### **Language & Interpretive Services**

As a grantee of federal aid grant funds from the US Department of Transportation, the Port is responsible for ensuring equal access to its programs, services, and benefits. To request bilingual interpreters or materials in alternate formats, please contact the Assistant Secretary of the Board **no later than five working days** prior to the scheduled meeting date.

Daria Edgerly, Assistant Secretary of the Board  
530 Water Street, Oakland, CA 94607  
dedgerly@portoakland.com  
(510) 627-1337

### **Scented Products**

Please refrain from wearing scented products to this meeting so attendees who experience chemical sensitivities may attend.

### **To Speak on an Agenda Item**

You may speak on any item appearing on the Agenda. Please fill out a Speaker's Card and give it to the Board Secretary before the start of the meeting or immediately after conclusion of Closed Session. Cards received after the start of the meeting will be treated as a single request to speak in Open Forum. All speakers will be allotted a minimum of one minute.

### **Agenda & Related Materials**

Should you have questions or concerns regarding this Agenda, or wish to review any of the Agenda Related Materials, please contact the Board Secretary, John Betterton, at (510) 627-1696, or visit our web page at [www.portoakland.com](http://www.portoakland.com)

To receive Port Agendas and Agenda Related Materials by email, please email your request to [jbetterton@portoakland.com](mailto:jbetterton@portoakland.com)







**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

530 Water Street • Oakland, California 94607  
(510) 627-1696(w) • (510) 839-5104(f) • TDD/TTY 711

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Website: [www.portofoakland.com](http://www.portofoakland.com)

**GILDA GONZALES**  
President

**JAMES W. HEAD**  
First Vice-President

**ALAN S. YEE**  
Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners

Friday November 9, 2012 – 9:30 a.m.

#### ROLL CALL

*President **Gonzales** called the Special Meeting of the Board to order at 9:36 a.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

#### 1. CLOSED SESSION

*President **Gonzales** convened the Board in Closed Session at 9:36 a.m. to hear the following:*

- 1.1 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 3 matter(s)
- 1.2 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE
- 1.3 PUBLIC EMPLOYEE PERFORMANCE EVALUATION

**Titles:** Executive Director, Port Auditor, Board Secretary

#### ROLL CALL/OPEN SESSION

*President **Gonzales** reconvened the Open Session of the Special Meeting of the Board at 1:48 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## CLOSED SESSION REPORT

The Deputy Port Attorney, Donnel Choy, reported that the Board had unanimously approved in Closed Session(7 Ayes) the following Resolution:

**Resolution No. 12-131**, Approving The Retention Of Outside Independent Counsel, Arnold & Porter, To Assist The Board In An Ongoing Investigation Of Allegations Of Improper Expenditures.

### 2. MAJOR PROJECTS

*This segment of the meeting is reserved for action and discussions regarding the status of Major Projects and issues of special importance.*

### 3. BUDGET & FINANCE

There were no Budget & Finance Items discussed.

### 4. STRATEGY & POLICY

There were no Strategy & Policy Items discussed.

### 5. CONSENT ITEMS

There were no Consent Items discussed.

### 6. REMAINING ACTION ITEMS

There were no Remaining Action Items discussed.

### 7. UPDATES/ANNOUNCEMENTS

There were no Updates & Announcements.

### 8. SCHEDULING

There were no Scheduling Items.

**OPEN FORUM**

There were no speakers in Open Forum

**ADJOURNMENT**

There being no additional business the Board adjourned at 1:49 p.m.



John Betterton, Secretary

Dec 6, 2013  
Date









**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

# PORT OF OAKLAND

## BOARD OF PORT COMMISSIONERS

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**GILDA GONZALES**  
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Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners

Thursday November 15, 2012 – 1:00 p.m.

#### ROLL CALL

President **Gonzales** called the Regular Meeting of the Board to order at 1:03 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

#### 1. CLOSED SESSION

President **Gonzales** convened the Board in Closed Session at 1:04 p.m. to hear the following:

**1.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08

**1.2 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 8 matter(s)**

**1.3 CONFERENCE WITH REAL PROPERTY NEGOTIATOR. As provided under California Government Code Section 54956.8:**

**Property:** Former Oakland Army Base and Adjacent Properties

**Negotiating Parties:**

**Agency Negotiator:** Acting Maritime Director, Jean Banker

**Under Negotiation:** Price and Terms of Payment

**Property:** Oak to Ninth District

**Negotiating Parties:** Oakland Harbor Partners LLC

**Agency Negotiator:** Director of Commercial Real Estate  
**Under Negotiation:** Price and Terms of Payment

**1.4 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

**1.5 PUBLIC EMPLOYEE PERFORMANCE EVALUATION**

**Titles:** Executive Director, Port Auditor, Board Secretary

**1.6 PUBLIC EMPLOYEE APPOINTMENT**

**Title:** Port Attorney

**1.7 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL/OPEN SESSION**

*President **Gonzales** reconvened the Open Session of the Regular Meeting of the Board at 5:29 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

**CLOSED SESSION REPORT**

*The Port Attorney reported that on a Motion by Vice-President **Head**, **seconded by Commissioner Hamlin**, the Board had unanimously approved in Closed Session the following:*

**Resolution 12-153**, Ratifying And Approving Retention Of Special Council, Farella Braun & Martel to Provide Expert Assistance In Connection With The Oakland Army Base

President **Gonzales** asked to take Item **6.4** out of order.

The Director of Administration, Denyce Holsey, introduced Items **6.4**.

*A Motion to approve Item **6.4** was made Vice-President **Yee** and seconded by Commissioner **Parker**.*

**6.4 Resolution No. 12-153, Appointment of Port Attorney (Administration)**

*The Motion to approve Item **6.4** passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*Vice-President **Head** left the meeting at 5:39 pm.*

**2. MAJOR PROJECTS**

Port Principal Engineer, Imee Osantowski, introduced Items **2.1** and **2.2**.

*A Motion to approve Item **2.1** was made Vice-President **Yee** and seconded by Commissioner **Hamlin**.*

**2.1 Resolution No. 12-145, Authorization for the Executive Director to enter into Agreements for ERP Support (Engineering)**

*The Motion to approve Item **2.2** passed by the following votes: (5) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno**; (1) No; President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

*A Motion to approve Item **2.1** was made Vice-President **Yee** and seconded by Commissioner **Parker**.*

**2.2 Resolution No. 12-146, Authorization To Execute Agreements And Easements With Various Third Party Utility Agencies For The Relocation And Maintenance Of Their Utility Infrastructure At The Outer Harbor Intermodal Terminal (OHIT) Railyard, Phase 1 (Engineering)**

*The Motion to approve Item **2.2** passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

**3. BUDGET & FINANCE**

*Chief Financial Officer, Sara Lee, reported on Items **3.1** through **3.4**.*

**3.1 Report: Unaudited Financial Results For The 2 Months Ended August 31, 2012**

*A Motion to approve Item 3.2 was made Commissioner **Butner** and seconded by Vice-President **Yee**.*

**3.2 Resolution No. 12-147, Authorization To Enter Into Amendments To The Reimbursement Agreements Associated With The Letters Of Credit For The Port's Commercial Paper Program**

*The Motion to approve Item 3.2 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

President **Gonzales** was briefly excused from the meeting and Vice-President **Yee** assumed the Chair.

*A Motion to approve Item 3.3 was made Commissioner **Hamlin** and seconded by Commissioner **Parker**.*

**3.3 Resolution No. 12-148, Authorization To Establish Contract Purchase Agreements (Formerly Known As Open Accounts) With Selected Suppliers For Fiscal Year 2012-13 For Amounts That Will Exceed \$50,000, And Re-Allocate Amounts As Necessary During The Course Of The Fiscal Year And Waive Formal Competitive Bidding**

*The Motion to approve Item 3.3 passed by the following votes: (5) Ayes: Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Yee**; (1) Excused: 1<sup>st</sup> Vice President **Head**, President **Gonzales**.*

*A Motion to approve Item 3.4 was made Commissioner **Parker** and seconded by Commissioner **Butner**.*

**3.4 Resolution No. 12-149, Approval To Reimburse The City Of Oakland For General Services And Lake Merritt Trust Services Rendered In Fiscal Year 2011-12**

*The Motion to approve Item 3.4 passed by the following votes: (5) Ayes: Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Yee**; (1) Excused: 1<sup>st</sup> Vice President **Head**, President **Gonzales**.*

President **Gonzales** rejoined the meeting.

#### **4. STRATEGY & POLICY**

There were no Strategy & Policy Items discussed.

## 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve Consent Item 5.1 was made by Commissioner **Uno** and seconded by Vice-President **Yee**.*

- 5.1** Approval of the Minutes of the Regular Meeting of October 18, 2012, the Special Meetings of October 12, 2012 and October 24, 2012.

*The Motion to approve the Consent Item 5.1, passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

## 6. REMAINING ACTION ITEMS

*The Acting Director of Aviation, Kristi McKenney, reported on Items 6.1 and 6.2.*

*A Motion to approve Item 6.1 was made by Commissioner **Uno** and seconded by Vice-President **Yee**.*

- 6.1** **Resolution No. 12-150**, Authorization to execute a Memorandum of Agreement (MOA) with Transportation Security Administration (TSA) and related contracting approvals to relocate a CT-80 baggage scanning machine in the baggage make-up space, Terminal 1, Oakland International Airport (OAK) (**Aviation**)

*The Motion to approve Item 6.1 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

*A Motion to approve Item 6.2 was made Vice-President **Yee** and seconded by Commissioner **Hamlin**.*

- 6.2** **Resolution No. 12-151**, Approval To Execute An Extension Of The Shuttle Fleet Maintenance Contracts With Penske Truck Leasing Company And With Kelly's Truck Repair For An Additional Six Months, To June 30, 2013 (**Aviation**)

*The Motion to approve Item 6.2 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

The Director of Administration, Denyce Holsey, introduced Items **6.3**.

*A Motion to approve Item 6.3 was made by Commissioner **Butner** and seconded by Vice-President **Yee**.*

**6.3 Resolution No. 12-152, Approval of:**

1. Joint Powers Authority (JPA) Agreement with the California State Association of Counties Excess Insurance Authority (CSAC EIA)
2. Amendment of the Agreement with Alliant Insurance Services, Inc. and
3. Authorize the Executive Director (Acting) to enter into new benefits agreements  
**(Administration)**

*The Motion to approve Item 6.3 passed by the following votes: (6) Ayes: 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: 1<sup>st</sup> Vice President **Head**.*

**7. UPDATES/ANNOUNCEMENTS**

There were no Updates or Announcements.

**8. SCHEDULING**

There were no Scheduling Items

**OPEN FORUM**

The following people addressed the Board in Open Forum: Terry Smith, Joseph Cook, Nandeep Grevoal, Njambi Mongain, Hakima Arhab, Kia Mitchell and Lian Allen

**ADJOURNMENT**

*There being no additional business the Board adjourned at 6:27 p.m.*



John Betterton, Secretary

12.20.12

Date







**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
Secretary of the Board

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**GILDA GONZALES**  
President

**JAMES W. HEAD**  
First Vice-President

**ALAN S. YEE**  
Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meeting of the Board of Port Commissioners Thursday November 29, 2012 – 1:00 p.m.

#### ROLL CALL

President **Gonzales** called the Special Meeting of the Board to order at 1:03 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

#### 1. CLOSED SESSION

President **Gonzales** convened the Board in Closed Session at 1:04 p.m. to hear the following:

- 1.1 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 3 matter(s)
- 1.2 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE
- 1.3 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

Commissioner **Parker** left Closed session at 4:45 pm.

Commissioner **Butner** was recused on one of the matters in Item 1.1 f and left the meeting at 5:02 before the matter was discussed.

## ROLL CALL/OPEN SESSION

*President **Gonzales** reconvened the Open Session of the Special Meeting of the Board at 5:29 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Uno** and President **Gonzales**.*

*Commissioner **Parker** & Commissioner **Butner** were excused.*

## CLOSED SESSION REPORT

*The Acting Port Attorney, Michele Heffes, reported that there were no final actions to report out of Closed Session*

### 2. MAJOR PROJECTS

There were no Major Projects discussed.

### 3. BUDGET & FINANCE

There were no Budget & Finance Items discussed.

### 4. STRATEGY & POLICY

There were no Strategy & Policy Items discussed.

### 5. CONSENT ITEMS

There were no Consent Items considered.

### 6. REMAINING ACTION ITEMS

There were no Remaining Action Items.

### 7. UPDATES/ANNOUNCEMENTS

There were no Updates & Announcements

### 8. SCHEDULING

There were no Scheduling Items.

**OPEN FORUM**

There were no Public Speakers in Open Forum.

**ADJOURNMENT**

*There being no additional business the Board adjourned at 5:30 p.m.*

  
John Betterton, Secretary

12.20.12  
Date

## PUBLIC PARTICIPATION

### **Disability Related Modifications**

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John Betterton, Secretary of the Board  
530 Water Street, Oakland, CA 94607  
jbetterton@portoakland.com  
(510) 627-1696

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Daria Edgerly, Assistant Secretary of the Board  
530 Water Street, Oakland, CA 94607  
dedgerly@portoakland.com  
(510) 627-1337

### **Scented Products**

Please refrain from wearing scented products to this meeting so attendees who experience chemical sensitivities may attend.

### **To Speak on an Agenda Item**

You may speak on any item appearing on the Agenda. Please fill out a Speaker's Card and give it to the Board Secretary before the start of the meeting or immediately after conclusion of Closed Session. Cards received after the start of the meeting will be treated as a single request to speak in Open Forum. All speakers will be allotted a minimum of one minute.

### **Agenda & Related Materials**

Should you have questions or concerns regarding this Agenda, or wish to review any of the Agenda Related Materials, please contact the Board Secretary, John Betterton, at (510) 627-1696, or visit our web page at [www.portoakland.com](http://www.portoakland.com)

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**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
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Second Vice-President

**CESTRA BUTNER**  
Commissioner

**EARL HAMLIN**  
Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

**Regular Meeting of the Board of Port Commissioners**  
**Thursday December 6, 2012 – 1:00 p.m.**  
**Board Room – 2<sup>nd</sup> Floor**

### ROLL CALL

*President **Gonzales** called the Regular Meeting of the Board to order at 1:05 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*Commissioner **Butner** was excused.*

Closed Session was taken out of order and heard at the end of the meeting.

### 1. CLOSED SESSION

### 2. MAJOR PROJECTS

Senior Projects Administrator, Mark Erickson, presented Item **2.1**.

**2.1** Major Project Update: Oakland Army Base (**Maritime**)

### 3. BUDGET & FINANCE

*This segment of the meeting is reserved for action or discussion regarding the status of Budget and Finance issues.*

### 4. STRATEGY & POLICY

The Acting Director of Aviation, Kristi McKenney presented Item **4.1**.

**4.1** Aviation Business Strategy (**Aviation**)

The Manager of Business Development & International Marketing, Lawrence Dunnigan, presented Item **4.2**.

#### **4.2 Maritime Business Strategy (Maritime)**

### **5. CONSENT ITEMS**

The Board Secretary introduced the Consent Items.

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

- 5.1** Approval of the Minutes of the Regular Meeting of November 1, 2012 the Special Meeting of November 9, 2012.
- 5.2 Resolution No. 12-155**, Building Permit Application: Landmark Aviation - Pavement repair and upgrades near Hangar 5 (**Engineering**)
- 5.3 Resolution No. 12-156**, Building Permit Application: SSA, 1717 Middle Harbor Road - New Guard Booth (**Engineering**)
- 5.4 Resolution No. 12-157**, Building Permit Application: Alaska Airlines - Kiosk Installation at Terminal 1 Ticketing Building (**Engineering**)

*The Motion to approve the Consent Items passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Butner***

### **6. REMAINING ACTION ITEMS**

There were no remaining "Remaining Action Items".

### **7. UPDATES/ANNOUNCEMENTS**

There were no "Updates & Announcements"

### **8. SCHEDULING**

There were no "scheduling" items.

### **FIRST OPEN FORUM**

There were no speakers in the first Open Forum

### **1. CLOSED SESSION**

*President **Gonzales** convened the Board in Closed Session at 2:03 p.m. to hear the following:*



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

**Property:**Oak to Ninth District  
**Negotiating Parties:**Oakland Harbor Partners LLC  
**Agency Negotiator:**Director of Commercial Real Estate  
**Under Negotiation:**Price and Terms of Payment

**Property:**1 Airport Drive, Oakland, CA  
**Negotiating Parties:**Port of Oakland, and Various Parties  
**Agency Negotiator:**Acting Director of Aviation, Kristi McKenney  
**Under Negotiation:**Price and Terms of Tenancy

**Property:**Sally Ride Way, Oakland, CA  
**Negotiating Parties:**Port of Oakland and FedEx Corporation  
**Agency Negotiator:**Acting Director of Aviation, Kristi McKenney  
**Under Negotiation:**Price and Terms of Tenancy

**Property:**Berths 20-26 Outer Harbor Terminal Facilities  
**Negotiating Parties:**Port of Oakland and Ports America Outer Harbor Terminals  
**Agency Negotiator:**Acting Director of Maritime, Jean Banker  
**Under Negotiation:**Price and Terms of Payment

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

**Property:**Berths 33-37  
**Negotiating Parties:**Port of Oakland and Evergreen Marine Corporation (Taiwan) Ltd  
**Agency Negotiator:**Acting Director of Maritime, Jean Banker  
**Under Negotiation:**Price and Terms of Payment

**Property:**Berths 55-56  
**Negotiating Parties:**Port of Oakland and Total Terminals, Inc, LLC (TTI)  
**Agency Negotiator:**Acting Director of Maritime, Jean Banker  
**Under Negotiation:**Price and Terms of Payment

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

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

**Property:**Joint Intermodal Terminals  
**Negotiating Parties:**Port of Oakland and Burlington Northern Santa Fe  
**Agency Negotiator:**Acting Director of Maritime, Jean Banker  
**Under Negotiation:**Price and Terms of Payment

**CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION.**

Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9: 4 matter

**1.3 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.**

- 1.4 Employee Organizations:**International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

**ROLL CALL**

*President **Gonzales** called the Regular Meeting of the Board to order in Open Session at 4:43 p.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*Commissioner **Butner** was excused.*

**CLOSED SESSION REPORT**

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

**OPEN FORUM**

The following people addressed the Board in Open Forum: Adrianna Carranza, Monica Guzman, Wei-Ling Huber, Rosie Jimenez, Deborah Bayer, Yvette Nixon, Fidelia Hernandez, Richard Mead, Hakhima Arhab and Mary Ann Espinoza

**ADJOURNMENT**

There being no additional business the Board adjourned at 5:08 p.m.



John Betterton, Secretary  
Board of Port Commissioners

2013

Date







**DEBORAH ALE FLINT**  
Acting Executive Director

**MICHELE HEFFES**  
Acting Port Attorney

**ARNEL ATIENZA**  
Port Auditor

**JOHN T. BETTERTON**  
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**VICTOR UNO**  
Commissioner

## MINUTES

### Special Meetings of the Board of Port Commissioners

Monday 12/10/12 (8:00 a.m. – 12:30 p.m.)

President **Gonzales** called a Special Meeting for the purpose of holding a two day workshop on "Highly Effective Board Governance". The Workshop was held in the Board Room on December 10th and was facilitated by Mark Levine of Mark Levine Associates. The second half of the Workshop was scheduled for December 20th, but due to time constraints, on that day, the second meeting was rescheduled for January 11, 2013.

#### ROLL CALL

President **Gonzales** called the Special Meeting of the Board to order at 8:08 a.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

#### CLOSED SESSION REPORT

Acting Port Attorney, Michele Heffes, reported that the Board had unanimously passed (6 Ayes, 1 Excused: **Butner**) the following Resolution during the Closed Session deliberations on December 6<sup>th</sup>, and that these actions had become final after that meeting.

**Resolution 12-154**, Approving And Authorizing Execution Of A Retirement And Release Agreement With James Kwon.

Additionally, she reported that the Board had directed staff to release the Purchase Card Audit and the final report by Arnold and Porter.

#### WORKSHOP

President **Gonzales** introduced the facilitator Mark Levine, who led the Board and staff through the first day's Agenda (*see attached*)

Theme: "Elevating our Game": Highly Effective Board Governance


Commissioner **Parker** was excused from the meeting at 11:08 A.M.

**OPEN FORUM**

There were no speakers in Open Forum.

**RECESS**

*There being no additional business the Board adjourned at 12:24 p.m*

  
John Betterton, Secretary

1.10.2013  
Date



# WORKSHOP AGENDA

## Theme: “Elevating Our Game”: Highly Effective Board Governance

**DAY ONE**  
**Monday 12/10/12**  
(8:00 a.m. – 12:30 p.m.)

&

**DAY TWO**  
**Thursday, 12/20/12**  
(1:00 p.m. – 5:00 p.m.)

### Outcomes for the Workshop:

- Agree on specific steps to strengthen the governance practices of the Board
- Build cohesion and trust among Commissioners
- Identify next steps in preparation for the December 20th workshop

---

### DAY ONE MONDAY (December 10<sup>th</sup>)

7:30 Breakfast

8:00 Opening

- Remarks by President Gilda Gonzales
- Overview, Ground Rules
- Reflections on Conversations Held on November 16
- The “Key Questions” we will strive to answer today

8:30 Opening activity

- Overview: Power of Public Narrative
- Two Minute “Stories of Self”
- Common Themes and Shared Values among the Stories

9:15 “Port Board 101” Fact Sheet/Commissioners Code of Conduct

9:30 Interview Results and Staff Report on Interview Questions

- Review, Discuss, Identify Main Takeaways

10:00 BREAK

10:15 Facilitator’s Presentation: “Governance as Leadership” and “Nature of Trust”

11:45 Begin Work on Key Questions:

Overview and the standard we strive for today – What does success for work on the key questions look like?

- **Topic #1** - How can we increase trust among Commissioners and between Board and senior staff? And, how can we address the perception of “agendas”?
- **Topic #2** - What is our “statement of intention” for how we do our governance work? (Using the “menu” derived from interviews)
- **Topic #3** – Is there agreement that the President and other Officers have a leadership role as contrasted with a ceremonial role? If yes, how can the Officers best share important information from Ad Hoc Executive Team discussions with the full Commission?
- **Question #4** - Should the Board keep (or keep and modify) the Committee as a Whole structure, or establish Committees? And, what are the boundaries of the role of individual Commissioners in relating to important topics or issues within business lines?

12:15 Wrap Up

- Recap Next Steps
- Workshop Evaluation
- Commissioners Final Comments

12:30 Recess

## DAY TWO THURSDAY (December 20th)

### 1:00 Opening

- Overview
  
- Ground Rules
  
- Reflect back on 12/10 Workshop

### 1:15 Focus on Key Governance Questions

- Team Report on Topic 1 – Increasing Trust
  - Discuss, reach agreement and articulate next steps
- Team Report on Topic 2 – Statement of Intention
  - Discuss/reach agreement and articulate next steps
- Team Report on Topic 3 – Officer Role and Information Sharing
  - Discuss, reach agreement and articulate next steps
- Team Report on Topic 4 – Committee structure and Individual Commissioner Roles
  - Discuss, reach agreement and articulate next steps

### 2:30 BREAK

### 2:45 Generative Discussion and Debrief

### 3:45 Work on Remaining Key Governance Questions

- How can we adapt meeting procedures to support more focus on strategic and big picture/generative questions, and, ideally, greater transparency?
  
- How can the Board give clearer direction to staff, and how can information presented to the Board succinctly show progress against key measures and indicators?

### 4:30 Recap Next Steps

- Evaluate
  
- Final Comments by Commissioners – “what difference will the changes we have agreed to make for the Board and the Port?”

### 5:00 Adjourn







**DEBORAH ALE FLINT**  
Acting Executive Director

**DANNY WAN**  
Port Attorney

**ARNEL ATIENZA**  
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Commissioner

**BRYAN R. PARKER**  
Commissioner

**VICTOR UNO**  
Commissioner

## MINUTES

### Regular Meeting of the Board of Port Commissioners Thursday December 20, 2012 – 8:30 a.m.

#### ROLL CALL

*President **Gonzales** called the Regular Meeting of the Board to order at 8:33 a.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

#### 1. FIRST CLOSED SESSION

*President **Gonzales** convened the Board in Closed Session at 8:34 a.m. to hear the following:*

**1.1 CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION. Significant Exposure to Litigation Pursuant to Subdivision (b) of California Government Code Section 54956.9: 12 matter(s)**

Commissioner **Butner** was recused on one matter discussed under Item 1.1. He was not in the room and did not take part in the discussion.

**1.2 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION. Pursuant to Subdivision (a) of California Government Code Section 54956.9.**

*SSA Terminals, LLC and SSA Terminals (Oakland), LLC v. the City of Oakland, Acting by and Through its Board of Port Commissioners Docket No. 09-08*

**1.3 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE**

#### 1.4 PUBLIC EMPLOYEE APPOINTMENT

**Title:** Executive Director

#### 1.5 PUBLIC EMPLOYEE PERFORMANCE EVALUATION

**Titles:** Acting Executive Director, Acting Port Attorney,  
Port Auditor, Board Secretary

#### 1.6 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Employee Organizations:** International Brotherhood of Electrical Workers (IBEW Local 1245), International Federation of Professional and Technical Engineers (IFPTE Local 21), Service Employees International Union (SEIU Local 1021), and Western Council of Engineers (WCE)

#### 1.7 CONFERENCE WITH LABOR NEGOTIATORS. Pursuant to Subdivision (a) of California Government Code Section 54957.6.

**Unrepresented Employees:** Director of Aviation, Chief Audit Officer, Port Attorney, Deputy Executive Director, Executive Director, Secretary of the Board, Director of Engineering, Director of Administration, Director of Commercial Real Estate, Director of External Affairs, Director of Maritime, Director of Social Responsibility Division, Director of Environmental Programs & Planning, Chief Financial Officer, Chief Technology Officer, Deputy Port Attorney IV, Human Resource Supervisor

#### ROLL CALL/OPEN SESSION

*President **Gonzales** reconvened the Open Session of the Regular Meeting of the Board at 11:27 a.m., and the following Commissioners were in attendance:*

*1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

*President **Gonzales** called for a moment of silence to remember the victims of the Sandy Hill Elementary School Shooting in New Town, Connecticut.*

#### CLOSED SESSION REPORT

The Port Attorney reported that no final actions had been taken in Closed Session and that the Items in Closed Session had not been completed and thus a Second Closed Session would be required.



## 2. MAJOR PROJECTS

The Director of Engineering, Chris Chan, presented Item **2.1** and called on Mr. Otis Cliatt of Anacosta Rail Holdings, Inc. to address the Board.

*A Motion to approve Item 2.1 was made Vice-President Yee and seconded by Vice-President Head.*

The following people addressed the Board on Item **2.1**: Robert Au, Mark McClure, Phil Tagami, Paul Junge, Fred Blackwell, Greg McConnell, Mark Hanson, Kate O'Hara, Joyce Guy, Chris Stotka and Michael Stolarczyk.

- 2.1** Authorize the Executive Director to Enter into the Preliminary Operating Agreement for the Intermodal Rail Terminal, Phase 1 at the former Oakland Army Base with the highest ranked proposer (**Maritime**)

*The makers of the Motion withdrew their Motion. President Gonzales asked that staff answer questions raised by the Commissioners and speakers, and that the Item be returned for consideration at the meeting of January 10, 2013.*

## 3. BUDGET & FINANCE

The Chief Financial Officer, Sara Lee, reported on Items **3.1** and **3.2**.

- 3.1 Report:** Unaudited Financial Results for 3 Months Ended September 30, 2012

- 3.2 Report:** Unaudited capital expenditure report for 3 months ended September 30, 2012

## 4. STRATEGY & POLICY

In the interest of time, Item **4.1** was pulled at the recommendation of staff.

- 4.1 PULLED Report:** ~~Port of Oakland Export Market Study (Maritime)~~

## 5. CONSENT ITEMS

The Board Secretary introduced the Consent Items.

*A Motion to approve Consent Item 5.1 through 5.3 was made by Commissioner Uno and seconded by Commissioner Hamlin.*

- 5.1** Approval of the Minutes of the Regular Meeting of November 15, 2012 and the Special Meeting of November 29, 2012. (**Board Secretary**)
- 5.2 Resolution No. 12-160,** Building Permit Application: Fed Ex - Installation of sidewalk along Air Cargo Road, Air Cargo Road at Sally Ride Way (**Engineering**)

- 5.3 Resolution No. 12-161**, Building Permit Application: T-Mobile, 1 Airport Drive, Terminals 1 and 2 - Relocate and add antennas for cell phone carrier (**Engineering**)

*The Motion to approve the Consent Items passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## **6. REMAINING ACTION ITEMS**

*The Acting Director of Aviation, Kristi McKenney, reported on Items **6.1** and **6.2**.*

President **Gonzales** was excused from the meeting at 12:45 p.m. and returned at 12:48 p.m. She did not participate in the discussion or decision on Item **6.1**.

*A Motion to approve Item **6.1** was made Commissioner **Uno** and seconded by Vice-President **Yee**.*

- 6.1 Resolution No. 12-162, 12-163, 12-164, 12-165 & 12-166**, Budget Approval and Associated Authorizations for Several Utility Improvements at Oakland International Airport (**Aviation**)

*The Motion to approve Item **6.1** passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) Excused: President **Gonzales***

*A Motion to approve Item **6.2** was made Vice-President **Head** and seconded by Vice-President **Yee**.*

- 6.2 Resolution No. 12-167**, Capital Budget Authorization to Install Searidge Technologies' Video Monitoring System for Continuity of Operations in the New Federal Aviation Administration ("FAA") Air Traffic Control ("ATC") Tower. Authorization for Executive Director to Enter into an Agreement with Searidge Technologies (**Aviation**)

*The Motion to approve Item **6.2** passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

Commercial Real Estate Director, Pamela Kershaw, presented item **6.3**.

*A Motion to approve Item **6.3** was made by President **Gonzales** and seconded by Commissioner **Uno**.*

The following people addressed the Board on Item **6.3**: William Threlfall, Rick Rickard, John Sutter, Fred Blackwell and Greg McConnell.

- 6.3 Ordinance No. 4210**, Approval of a Second Amendment to the Agreement for Purchase and Sale and Ground Lease of Real Property and Escrow Instructions for the Oak to Ninth District Project (**CRE**)

*The Motion to approve Item 6.3 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

Director of Administration, Denyce Holsey, presented Item **6.4**.

Commissioner **Hamlin** was excused from the meeting at 1:48 p.m. and returned at 1:52 p.m. He did not participate in the discussion or decision on Item **6.4**.

*A Motion to approve Item 6.4 was made by Vice-President **Head** and seconded by Vice-President **Yee**.*

- 6.4 Ordinance No. 4211 & Resolution No. 12-168**, Approval of an Ordinance and Resolution Allowing New Employees hired on or after January 1, 2013 and any employees with respect to future contributions to pay their CalPERS employee contributions for Retirement through Pre-Tax Payroll Deductions into the California Public Employees' Retirement System (CalPERS) (**Administration**)

*The Motion to approve Item 6.4 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**; (1) Excused: Commissioner **Hamlin***

Item **6.5** was pulled on the recommendation of staff.

- 6.5 PULLED: Salary adjustment for Acting Executive Director (Administration)**

*On a motion by Vice-President **Uno** seconded by Vice-President **Head**, the Board unanimously (7Ayes) passed a Motion to excuse the Sunshine Ordinance requirements for supplementing Items 6.6 through 6.9 on the posted Agenda, because not allowing the Item to be supplemented would have adverse impacts that may result in substantial harm to the Port.*

Labor Advisor, Marsha Peterson, presented Items **6.6** through **6.9**.

*A Motion to approve Item 6.6 was made by Vice-President **Uno** and seconded by Commissioner **Parker**.*

- 6.6 Ordinance No. 4212 & Resolution No. 12-169**, The Approval of Successor Memorandum of Understanding (MOU) for the period FY- 2012-2015 with Service Employee International Union ("SEIU"), Local 1021 and the enactment of the Ordinances and Adoption of the Resolutions Necessary to Fully Implement this MOU (**Labor**)

*The Motion to approve Item 6.6 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) No: President **Gonzales***

*A Motion to approve Item 6.7 was made by Vice-President **Head** and seconded by Commissioner **Hamlin**.*

Alex Tonisson addressed the Board on Item **6.7**.

- 6.7 Ordinance No. 4213 & Resolution No. 12-170**, The Approval of Successor Memorandum of Understanding (MOU) for the period FY- 2012-2015 with International Federation of Professional and Technical Engineers ("IFPTE"), Local 21, and the enactment of the Ordinances and Adoption of the Resolutions Necessary to Fully Implement this MOU (**Labor**)

*The Motion to approve Item 6.7 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) No: President **Gonzales***

*A Motion to approve Item 6.8 was made by Commissioner **Hamlin** and seconded by Vice-President **Yee**.*

- 6.8 Ordinance No. 4214 & Resolution No. 12-171**, The Approval of Successor Memorandum of Understanding (MOU) for the period FY- 2012-2015 with International Brotherhood of Electrical Workers ("IBEW"), Local 1245 and the enactment of the Ordinances and Adoption of the Resolutions Necessary to Fully Implement this MOU (**Labor**)

*The Motion to approve Item 6.8 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) No: President **Gonzales***

*A Motion to approve Item 6.9 was made by Vice-President **Uno** and seconded by Commissioner **Parker**.*

- 6.9 Ordinance No. 4215 & Resolution No. 12-172**, The Approval of Successor Memorandum of Understanding (MOU) for the period FY- 2012-2015 with Western Council of Engineers and the enactment of the Ordinances and Adoption of the Resolutions Necessary to Fully Implement this MOU (**Labor**)

*The Motion to approve Item 6.9 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) No: President **Gonzales***

On a motion by Vice-President **Head** seconded by Vice-President **Uno**, the Board unanimously (7Ayes) passed a Motion to excuse the Sunshine Ordinance requirements for supplementing Item **6.10** on the posted Agenda, because not allowing the Item to be supplemented would have adverse impacts that may have resulted in substantial harm to the Port.

*A Motion to approve Item 6.10 was made by Vice-President **Head** and seconded by Commissioner **Parker**.*

- 6.10 Ordinance No. 4216 & Resolution No. ,** The Enactment of the Ordinances and Adoption of the Resolutions Necessary to Adjust the Salaries and Benefits for Employees that are not Represented by a Labor Union (**Labor/Administration**)

*The Motion to approve Item 6.10 passed by the following votes: (6) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker** and Commissioner **Uno**; (1) No: President **Gonzales***

The Director of Engineering, Chris Chan, presented Item **6.11**.

*A Motion to approve Item 6.11 was made by Vice-President **Yee** and seconded by Commissioner **Butner**.*

**6.11 Resolution No. 12-173, Authorize Capital Expenditures and Associated Actions to Implement the Port's Data Resiliency Project (Engineering/IT)**

*The Motion to approve Item 6.11 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

The Director of Environmental Programs & Planning, Richard Sinkoff, presented Item **6.12**.

*A Motion to approve Item 6.12 was made by Commissioner **Uno** and seconded by Vice-President **Head**.*

**6.12 Resolution No. 12-174, Authorization to Enter into Contracts for On-Call" Environmental Planning, Compliance and Air Quality Professional Services; Authorization to Extend the Terms of existing "On-Call" Analytical Laboratory Services. (Environmental)**

*The Motion to approve Item 6.12 passed by the following votes: (7) Ayes: 1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.*

## **7. UPDATES/ANNOUNCEMENTS**

There were no "Updates & Announcements".

## **8. SCHEDULING**

Item **8.1** was pulled at the recommendation of staff.

**8.1 PULLED: Adoption of 2013 Board Meeting Calendar (Board Secretary)**

## **OPEN FORUM**

There were no public Speakers in Open Forum

## **SECOND CLOSED SESSION**

*President **Gonzales** convened the Board in a Second Closed Session at 2:35 p.m. to complete the Closed Session Agenda.*

## SECOND OPEN SESSION / ROLL CALL

President **Gonzales** reconvened the Second Open Session of the Regular Meeting of the Board at 3:34 p.m., and the following Commissioners were in attendance:

1<sup>st</sup> Vice President **Head**, 2<sup>nd</sup> Vice-President **Yee**, Commissioner **Butner**, Commissioner **Hamlin**, Commissioner **Parker**, Commissioner **Uno** and President **Gonzales**.

## SECOND CLOSED SESSION REPORT

Port Attorney, Danny Wan, reported that on a Motion by Vice-President **Head**, seconded by Commissioner **Parker**, the Board had unanimously approved (7Ayes) in Closed Session the following:

**Resolution No. 12-158**, Approving And Authorizing Execution Of A Settlement And Release Agreement With General Insurance Company Concerning The East Basin Marina / Parcel Litigation.

He also reported that on a Motion by Commissioner **Butner**, seconded by Vice-President **Yee**, the Board had unanimously approved (7 Ayes) in Closed Session the following:

**Resolution No. 12-159**, Approving And Authorizing Execution Of A Settlement Agreement And Partial Release With Respect To Jack London Square Development Parcels C (Site A), D, E, And F With Zurich American Insurance Company

## ADJOURNMENT

*There being no additional business the Board adjourned at 3:34 p.m.*

  
\_\_\_\_\_  
John Betterton, Secretary

1-10-2013  
Date