

MINUTES OF EVERETT PORT COMMISSION SPECIAL MEETING  
July 2, 2009

PRESENT: Philip B. Bannan President  
Michael F. Hoffmann Vice President  
Constance M. Niva Secretary  
Karen Clements Chief Fin. Officer  
John M. Mohr Executive Director  
Brad Cattle Port Attorney

CALL TO ORDER: The Special Meeting was called to order at 9:00 a.m. by Commission President Phil Bannan.

1. COLLINS BUILDING STATUS REPORT

**Reaffirmation of Resolution No. 914**

Executive Director John Mohr reported that the Port received a records request asking that the Port provide its By-laws and Articles of Incorporation. The Port does not have By-laws or Articles of Incorporation, but through a records search of the historical documents, Port staff found a resolution that was adopted in 1918 that set forth rules for the transaction of business for the Port of Everett. In the 1930's, the Port changed its way of conducting its voting procedure on resolutions, but did not take any affirmative action to supersede the resolution that was adopted in 1918.

Port attorney Brad Cattle said when the Port District was created in 1918, Resolution No. 8 was adopted by the Port Commission containing a procedural provision stating that a resolution would not be acted upon at the same meeting that it was introduced unless there was unanimous consent of the Commissioners. At the meeting that the resolution was introduced, the actual vote on the resolution did not have to be unanimous, but all commissioners would have to agree that the resolution would be considered at the meeting at which it was introduced.

Resolution No. 914 was discussed in detail at the Commission meeting on June 9, but was not actually presented to the Commission at that meeting because Staff was anticipating receiving an exhibit that was to be attached to the resolution in a form of a letter from the Corps of Engineers. The resolution was provided to the Commission on June 16 at the Commission meeting. It was listed on the agenda provided to the Commission. It was on the agenda that was circulated to the mailing list, and it was on the agenda that was published and listed as an action item. At the June 16<sup>th</sup> meeting, Port staff gave a lengthy presentation to the Commissioners based upon the assumption that the Commission would take action at the June 16<sup>th</sup> meeting. Brad Cattle asked the Commission to confirm whether or not they were intending to take action on Resolution No. 914 on June 16. Phil Bannan, Michael Hoffmann and Connie Niva confirmed that it was their intention to take action at the June 16<sup>th</sup> Commission meeting. The Port had unanimous consent to proceed with the resolution on June 16. In order to make sure that the Port is in full compliance with Resolution No. 8, Port staff has brought Resolution No. 914 back for a reaffirmation by the Commission.

Brad Cattle asked the Commission to consider Resolution No. 914 and reaffirm their previous vote so that the Port is in full compliance with the historic procedural resolution that the Port adopted in 1918.

Commissioner Hoffmann inquired about the intent of Resolution No. 8. John Mohr responded that Resolution No. 8 called for the adoption of rules for the transaction of business of the Port of Everett.

Brad Cattle stated that Resolution No. 914 was discussed in detail both at the prior meeting of June 9 and at the meeting of June 16 in which the Commission took action. Michael Hoffmann stated that the reaffirmation process is really a technicality.

ORIGINAL

Commissioner Connie Niva moved to reaffirm the adoption of Resolution No. 914. Commissioner Phil Bannan seconded the motion. A vote was called for:

Vote: 2-1  
Yes: Bannan, Niva  
No: Hoffmann  
Abstained: None

Motion carried.

2. COMMISSIONER COMMENTS

There were no Commissioner comments.

3. CITIZEN COMMENTS

Dave Mascarenas, Everett, inquired why the Commission didn't hear this matter at the regularly scheduled Work Session meeting instead of calling a Special Meeting. Commissioner Bannan said that he called for the Special Meeting so that the Port could move forward with its other business at the Work Session.

Valerie Steel, Everett, inquired about the notice procedure for Special meetings. Port attorney Brad Cattle responded that there is a 24 hour notice requirement prior to the meeting, and the Port has complied with that process.

Eileen Langhaus, Everett, commented that she wanted the Port to keep the Collins Building.

George Secor, Everett, said that the Port's decision to deconstruct the building is correct, and that he was speaking for the majority. The Port Commission is the custodian of public money, and he supports the Commission's decision to deconstruct the building.

There was no Executive Session.

THE SPECIAL MEETING was adjourned at 9:20 a.m.

APPROVED: this 11<sup>th</sup> day of August 2009. EVERETT PORT COMMISSION

By:

Philip B. Bannan  
Philip B. Bannan, President

Michael F. Hoffmann  
Michael F. Hoffmann, Vice President

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Secretary