

MINUTES
PORT OF ASTORIA
SPECIAL MEETING
APRIL 17, 2008
PORT COMMISSION CHAMBERS

Chairman Dan Hess called the Special Meeting to order and took roll call.

Commissioners present: Dan Hess, Kathy Sanders, Bill Hunsinger, and Larry Pfund.

Staff present: Ron Larsen, Rita Fahrney

CONDUCT COMMISSION CANDIDATE INTERVIEWS.

Chairman Hess explained because the commission members deadlocked on their first vote for a candidate for the commission vacancy, the two candidates will be re-interviewed. He explained the options if the commission members are unable to make a majority decision between the two candidates. The members can start over with the process with no time constraints for when the vacancy must be filled, or they can request the Clatsop County Commission to make a decision.

Commission members re-interviewed both John Veenendaal and Chris Connaway, followed by public comment from members of the audience. Chairman Hess called for a brief recess.

Following the recess, the Special Meeting was reconvened. Chairman Hess requested board members use the written ballots given to them to vote for their choice to fill the vacancy. Acting Director, Ron Larsen read the results of the ballots as follows:

Commissioner Dan Hess	John Veenendaal
Commissioner Bill Hunsinger	Chris Connaway
Commissioner Kathy Sanders	John Veenendaal
Commissioner Larry Pfund	Chris Connaway

Chairman Hess announced no majority vote. The vote has again resulted in a tie. Commissioner Hunsinger commented the vote is not an easy decision as there are two great candidates. Commissioner Sanders recommended starting the process over with a May 23rd cut off date. This timeframe would allow for other candidates that may have been campaigning for other elected positions in the County that may not have won but are also interested in the position as a Port commissioner. If the vote remains tied at that time, the Port Commission can allow the County Commission to select a candidate. Commissioner

Hunsinger stated he would prefer to have the County step in and select a candidate, with either choice being good. This will enable the board to finish the process and move on. Commissioner Sanders explained the County Commission is not obligated to choose one of the two candidates the Port Commission has voted on.

Some discussion led by State Representative, Deborah Boone, followed on Rules of Order. Commissioner Pfund stated he had hoped the vote tonight would also complete the process and he could work with either; however, he liked the answers to interview questions Chris Connaway provided and he liked Mr. Veneendaal's answers to a number of questions. Further discussion followed on options for filling the vacancy. Commissioner Sanders moved to re-open the advertising for additional candidates, with a May 23rd closing date. Commissioner Pfund seconded the motion. Commissioners Hess, Sanders and Pfund voted yes. Commissioner Hunsinger abstained. Motion carried with majority vote.

BOARD CONDUCT. Commissioner Sanders passed out a handout covering Board Ground Rules. This document was to be reviewed at the recent training session the Port Commission had with Stacey McLaughlin, but due to time constraints, was not addressed. Commissioner Hunsinger voiced his preference would be to review the document in another session with Stacey and so moved. Commissioner Pfund, for the sake of discussion, seconded the motion. Discussion followed on the purpose of the Board Ground Rules, establishing rules defining the roles of commission members. Commissioner Sanders stated she would like the commission to review the rules tonight and adopt them. The board members need ground rules and consequences for failure to adhere. Commissioner Pfund noted there would be additional cost to have another training session. Chairman Hess voiced his opinion he would also like to have the presented rules, subject to corrections, adopted at this meeting. Commissioner Pfund rescinded his second to Commissioner Hunsinger's motion. The motion died for lack of a second. Following are the Board Ground Rules as reviewed and amended by port commissioners:

BOARD GROUND RULES

COMMUNITY'S INTERESTS COME FIRST.

Commissioners will represent the needs and interests of all of the people in the County - not just their districts.

DON'T SPRING SURPRISES ON OTHER BOARD MEMBERS OR THE MANAGER.

Nothing will be brought up unexpectedly at a meeting-we agree to ask to place an item on the agenda.

COMMUNICATION BETWEEN THE STAFF AND THE BOARD IS ENCOURAGED.

Personnel complaints and criticism received by the board or individual members will be directed to the manager.

FOLLOW THE CHAIN OF COMMAND.

The last stop, not the first will be the Board. Inquiries will be referred to the manager-who will take it from there. We agree not to meddle.

OWN YOUR OWN ISSUES. The board will not be a ball carrier for others-but rather, will encourage others to present their own issues, problems or proposals to the board.

PRACTICE THE GOVERNANCE ROLE.

We will emphasize planning, policymaking, and communication rather than becoming involved in management issues.

ANNUALLY CONDUCT A SELF-ASSESSMENT EVALUATION. We will address our behavior by an annual self-attendance or leaks of confidential information.

CLEARLY STATED GOALS. We will set clear goals for ourselves, the Executive Director, and the Port.

UTILIZE MANAGER INPUT. We will listen to our manager's recommendations, suggestions and proposals on matters that come before the Board.

THE BOARD WILL ACT AS A BODY.

INDIVIDUAL BOARD MEMBERS DO NOT HAVE AUTHORITY. When Board members serve on various committees their role will be defined by the board as an appointed active participant. The board member will communicate the position of the board on matters discussed by the committee.

DEBATE THE ISSUES NOT ONE ANOTHER.

CONDUCT AT A BOARD MEETING IS IMPORTANT. We agree to avoid words and actions that create a negative impression on an individual, the board or the Port. We encourage debate and differing opinions, but we will do it with care and respect.

AVOID MARATHON BOARD MEETINGS.

THE MEETINGS WILL BE EFFICIENT AND EFFECTIVE. If a board member believes he

or she doesn't have enough information or has questions, either the manager or board chair will be called before the meeting or the member may request a postponement of action.

PRACTICE EFFICIENT DECISION-MAKING.

Board meetings are for decision-making, action and votes, not endless discussion. We agree to move the question when discussion is repetitive.

SPEAK TO AGENDA ISSUES.

The board will not play to the audience. We agree to speak to the issues on the agenda and attend to our fellow board members.

EXECUTIVE/CLOSED SESSIONS WILL BE HELD ONLY FOR APPROPRIATE SUBJECTS.

Board members will be extremely sensitive to the legal ramifications of our meetings and comments.

Executive Sessions may be held for the following:

1. To consider the initial employment of a public officer, employee or staff member.
2. To consider dismissal, discipline, complaints or charges against a public official, employee, official, staff or individual agent.
3. To review and evaluate the job performance of a chief executive officer, or other officer or staff member.
4. To deliberate with persons designated to conduct labor negotiations.
5. To conduct labor negotiations.
6. To consider records that are exempt by law from public disclosure.
7. To consult with counsel concerning litigation filed or likely to be filed against the public body.
8. To consult with persons designated to negotiate real property transactions.

BE ACCOUNTABLE.

Board members will be accountable to the public for competent, conscientious, respectful, ethical and effective governance.

BE PREPARED AND PARTICIPATE.

Board members are obligated to prepare for meetings and to participate productively in discussion.

THE BOARD HAS ONLY ONE EMPLOYEE.

For most official purposes the board has only one (1) employee - the Executive Director. The Executive Director is responsible for the rest of the staff.

RELATIONSHIPS.

Each individual is responsible for his or her own behavior. Board members agree to treat one another, the public and members of staff with respect.

DIVERSITY.

Board members agree to value and honor differences.

CONSEQUENCES.

Failure to adhere to these rules and behave in a responsible manner may result in the following measures:

- 1) Being gavelled down by the Board President for failure to come to order during a meeting.
- 2) Being removed from a meeting for disorderly conduct.
(Requires a vote of the commission.)
- 3) Being given a letter or resolution of censure.
(Requires a vote of the commission.)
- 4) Being given a letter or resolution requesting the commissioner's resignation. (Requires a vote of the commission.)

Discussion followed on the need for board rules to agree on behaviors that will serve as a tentative agreement that can be corrected, clarified, and have further questions addressed. Commissioner Hunsinger stated he would have liked to have Andy Jordan available to discuss the rules with. Commissioner Pfund moved to approve the tentative agreement on Board Rules, abiding to it subject to approval of a finished document with all questions, language and clarifications answered. Commissioner Sanders seconded the motion. The motion carried unanimously.

Ron Larsen reported he has received a letter of concern about board conduct from staff department heads. It will be placed in commission member's boxes.

PUBLIC COMMENT.

Chairman Hess advised the Port of Astoria has received a letter from MSRC clarifying their position at the Port. Bill Roach, MSRC, further clarified their intentions, noting that MSRC does not talk for the Port and does not want the Port talking for them. Additionally, they prefer to work with staff on negotiations, as has been past practice.

DISCUSSION – WORKSHOP VS SPECIAL MEETING VS REGULAR MEETING.

Ron Larsen explained Port Attorney, Andy Jordan, states there are three different board meetings – special, emergency and regular. Work sessions can be held within these three categories, but “workshops” themselves do not exist in statutes. He briefly reviewed with members the different types of meetings. Discussion followed on practices used during past workshops. Staff can present information in special meetings that can have board action taken. Commissioner Pfund emphasized the need for board members to have contracts especially given to them at meetings prior to the regular meetings in order to review and discuss with staff.

OTHER BUSINESS.

Commissioner Hunsinger discussed his past request for an executive session to discuss questions relating to personnel issues. He has talked to Andy Jordan about the issues. Ron Larsen reviewed with the commission members the statutes for conducting executive sessions. While an executive session can be held to review the job performance of the executive officer, Ron can choose to have a public or executive session. Board members agreed on the need to address the statutes with the attorney. Commissioner Sanders recalled the Port By-Laws state board members cannot request executive sessions unless there are two members so requesting. There cannot be executive sessions for general personnel matters. Criteria has to be followed. Commissioner Pfund stated he also would like to determine if an executive session can be held and if the personnel matter fits the criteria for executive session he would provide the second request.

There being no further business, the special meeting was adjourned.