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Caddo-Bossier Parishes Port Commission
Special Board Meeting
Regional Commerce Center, Board Room
6000 Doug Attaway Blvd., Shreveport, LA 71115
August 6, 2018, 11:00 a.m.

President Rick Prescott called the meeting to order at approximately 11:02 a.m. in the Board Room of the Regional Commerce Center, 6000 Doug Attaway Blvd., Shreveport, LA.

The roll was called. Commissioners: Rick Prescott, Roy Griggs, Walter O. Bigby, Jr., Erica R. Bryant, Sam N. Gregorio, James D. Hall, Capt. Thomas F. Murphy and James L. Pannell. We have a quorum. Absent: Steve Watkins.

Guest: Tyler Comeaux, BKI. Staff: Eric England, Dannye Malone and Hettie Agee.

Commissioner Prescott called for public comments on an agenda item. Hearing none, Commissioner Prescott called for the By-Laws Review. Commissioner Prescott said I've been in consultation with Dannye and Eric and I support what needs to be done in order for us to carry out the possible suggestions or changes that were presented to us by the company. I just want it to be on the record for the support of the changes of the By-Laws because it doesn't make sense for people to help us to make the Port better and we don't do anything about it. With that, Eric please begin.

Mr. England began. On pg. 2, Section 5, those two items we will cover as we get to Article VII, Section 1(c). The wording that's in there attempts to ensure that there's no ambiguity as to whose responsibility is for the hiring of professional services where our enabling legislation says the Commission may make these selections. It's further delegated in Article VII, Section 1(c). So we'll get to that in just a moment. Commissioner Bryant said are 5 and 6 the same. Mr. England said they are presented as they are to remain. Dannye said one other comment, typically with respect to Section (c), our enabling legislation authorizes the Commission to enter into contracts and leases, but typically what happens is that's delegated and Eric signs off on the leases and contracts on behalf of the Commission. So it really just correlates to Article VII, Section 1(c).

Mr. England said as we move to the bottom of pg. 2, the change is from the President shall serve as the Chief Executive to the Chairman. We see the President of the Commission

"This institution is an equal opportunity provider and employer."

MEMBERS: Rick C. Prescott, President; Roy Griggs, Vice President; Walter O. Bigby, Jr., Secretary-Treasurer; Erica R. Bryant; Sam N. Gregorio; James D. Hall; Capt. Thomas F. Murphy; James L. Pannell; Steve Watkins

-serving as a higher role of the Chairman of the Board as opposed to the Chief Executive. I am the Chief Administrative Officer of this Commission.

Pg. 3, in the Organizational Assessment, there was a recommendation that the Port Director that I become the Board's Secretary and that the position of Secretary-Treasurer be changed to just Treasurer. What we have come up with, and I think it will work better, is the Secretary-Treasurer in collaboration with the Executive Port Director, shall ensure that the minutes, ensure that the financials, etc. are completed. But it takes the burden off the Secretary-Treasurer of preparing those. It also removes the Board's Secretary, Hettie's position, from interacting with the Commission so that there's no ambiguity whatsoever as to that there is a one conduit, or two, taking into account Danye to the Board for matters of the Commission. Danye said Eric, there are some additional changes in Secretary-Treasurer of provisions which we added with respect to the Statewide Agreed Upon Procedure review. Mr. England said this codifies what we adopted previously, a previous action of the Commission. So long as we have Statewide Agreed Upon Procedures, that will be in lieu of the Internal Control Audit, but absent of the State AUP's, this will codify us seeking an Internal Control Audit every three years.

So as we go down to Article VII, this in keeping with the Organizational Assessment. The Organizational Assessment presented to us that we had a conflict between our Code of Conduct and our By-Laws. These changes that you see in the Sections, 1, A,B and C, as well as Section 2, eliminate these conflicts between the Code, our enabling legislation and our previous By-Laws. In other words, what this says is that I as your Chief Administrative Officer will be responsible for the development of staff, the development of the job descriptions and the hiring of professionals. So long as there are funds available in accordance with the Local Government Budget Act and there are funds available and it's in accordance with what has been presented, I as your Chief Administrative Officer will be authorized to make those without the processes we've had in place which incorporates Board participation. Commissioner Bryant said you're saying after we adopt it? Mr. England said yes. As long as we have the funds available, for example, the Janitorial and the Lawn Services are two examples we would not be going before the Executive Committee. The Job Descriptions, previously in the existing By-Laws, the Commission is responsible for all employment, all job descriptions. This will change that process. The two job descriptions that the Commission will be responsible for are those of Danye's position, Director of Legal Affairs and my position, the Port Director.

On the last page is a new article, Article XVI, that of Political Activity. This was not a part of the Organizational Assessment; yet it has been a part of what I would call some ongoing dialogue well over a number of years regarding employees participation in political activity. Within this article there are several items. It's to ensure that no employee shall run for political office, become involved in political activities. We don't want it to hinder us from

establishing a position on legislation, whether it's a federal issue, a statewide issue or even a local issue. There may be an issue that would come before us when we would take a position on that is a political process. Commissioner Prescott said so basically we need to cease from being involved with any political campaign? Dannye and Eric said employees. Commissioner Pannell asked would that be in line with the city and parish employees. Dannye said I think so, Mr. Pannell, because oftentimes public employees are placed in an untenable position to support or oppose a particular candidate and as such, I know that at Caddo, when I was Parish Attorney, you know I had written opinions on that. Certainly it effected the civil service employees, but we extended it, and Erica, I'm not sure if that's the practice today, but I know unclassified employees were discouraged from getting involved in political campaigns as well. Commissioner Bryant said most government agencies prohibit political activity from their employees because of how you're funded. Dannye said exactly. Commissioner Gregorio said let me make sure I understand. Our people would not be classified employees.....Dannye said we're not classified. Commissioner Gregorio said Civil Service. Dannye said we're not Civil Service. Commissioner Gregorio said so we're non Civil Service non classified, is this Article XVI consistent with the City of Shreveport rules for their employees? Dannye said I think it's fairly consistent with that and Caddo. Commissioner Gregorio, and the Caddo Commission, the same? Dannye said and it's primarily focusing on campaign contributions. Commissioner Gregorio said let me just ask the last question, which I think is probably obvious, but there's no State or federal prohibition against us adopting these type of rules? Dannye said no, not at all.

Motion by Commissioner Murphy, seconded by Commissioner Gregorio to accept the proposal to change the By-Laws to be presented to the full board for approval on August 16, 2018. Motion approved by the following vote: AYES: Commissioners: Rick C. Prescott, Roy Griggs, Walter O. Bigby, Jr., Erica R. Bryant, Sam N. Gregorio, James D. Hall, Capt. Thomas F. Murphy and James L Pannell. NAYS: 0. ABSENT: Steve Watkins. ABSTENTIONS: 0.

Mr. England said with that said, I'll call to your attention Article XII on pg. 7, it'll inform us all of how we've just taken this first action and a subsequent action will be taken—we're proposing it to be August 16, 2018. We'll present these for the commissioners to adopt and amend the By-Laws.

Now I will entertain a motion to go into Executive Session to discuss the Port Security. I would ask for our guest and staff to please leave the room and for Eric and Dannye to remain for the Executive Session. **Motion made by Commissioner Pannell and seconded by Commissioner Griggs to enter into Executive Session.**

Motion approved by the following vote: AYES: Commissioners: Rick C. Prescott, Roy Griggs, Walter O. Bigby, Jr, Erica R. Bryant, Sam N. Gregorio, James D. Hall, Capt. Thomas F. Murphy and James L. Pannell. NAYS: 0. ABSENT: Steve Watkins. ABSTENTIONS: 0.

The public will be invited to join the meeting after the Executive Session.

The Board met in Executive Session and discussed the previously referred to matter.
I will entertain a motion to go back into regular session.

Motion by Commissioner Gregorio, seconded by Commissioner Bigby to go back into regular session. Motion approved by the following vote: AYES: Commissioners: Rick C. Prescott, Roy Griggs, Walter O. Bigby, Jr., Erica R. Bryant, Sam N. Gregorio, James D. Hall, Capt. Thomas F. Murphy and James Pannell. NAYS: 0. ABSENT: Steve Watkins. ABSTENTIONS: 0.

Motion by Commissioner Murphy, seconded by Commissioner Bigby to allow Eric to proceed with the Security Master Plan 2018 items that were discussed. Motion approved by the following vote: AYES: Commissioners: Rick C. Prescott, Roy Griggs, Walter O. Bigby, Jr., James D. Hall, Capt. Thomas F. Murphy and James L. Pannell. NAYS: 0. ABSENT: Steve Watkins. ABSTENTIONS: 0.

The meeting was adjourned at approximately 11:53 a.m.

Respectfully submitted,

Walter O. Bigby, Jr.
Secretary-Treasurer

Meetings

Regular Board Meeting, Thursday, September 20, 2018 4:30 p.m.

Marketing and Operations Committee Meetings, Monday, September 10, 2018, 12 Noon
Regional Commerce Center, 6000 Doug Attaway Blvd, Shreveport, LA 71115