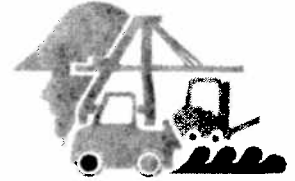




PORT AUTHORITY OF GUAM
ATURIDAT I PUETTON GUAHAN
Jose D. Leon Guerrero Commercial Port
GOVERNMENT OF GUAM

1026 Cabras Highway, Suite 201
Piti, Guam 96925



Telephone: (671) 477-5931/35

(671) 477-2683/85

Facsimile: (671) 477-2689/4445

Webpage: www.portofguam.com

FELIX P. CAMACHO
Governor of Guam

MICHAEL W. CRUZ
Lieutenant Governor

MINUTES OF THE
SPECIAL MEETING OF THE BOARD OF DIRECTORS
Monday, May 4, 2009

I. CALL TO ORDER

There being a quorum, the special meeting of the Board of Directors was called to order at 5:00 p.m., Monday, May 4, 2009. Present at the meeting were:

Monte Mesa, Chairman
Jovyna Lujan, Vice Chairperson
Marilou Lacson, Board Secretary
Joseph Camacho, Member
Glenn A. Leon Guerrero, General Manager
Atty. Rebecca Santo Tomas, Co-Counsel

Also present were Al Duenas-Guam Legislature, Fernando Santos-Seabridge and Port Management staff.

II. OLD BUSINESS

a. Authorization Funding Request

1. **\$114K for requirements of Master Plan:** As the members are aware, the General Manager said the Legislature has conditionally approved the Port's master plan. Documents required to be submitted back to the Legislature includes: Implementation Plan, Economic Impact Study and Financial Feasibility Study. Parsons Brinckerhoff Inc. (PBI), as the Owner's/Agent Engineer Consultant (OAE), was task to complete those pending documents to submit and present to the Legislature. It is therefore being requested for the Board to approve the funding for these requirements. Deliverables are expected within six to eight weeks.

Mr. Camacho asked how this task relates to the scope of work of the implementation plan. The General Manager said the Port, as the subgrantee, was awarded grant funding of \$466,166.00 through the Office of Economic Adjustment (OEA) for the Port Modernization and Implementation Plan. This amount is insufficient to support what is required of the OAE consultant to perform a more in-depth work, and come up with a complete base line from hydrographic survey, geotechnical services, environmental studies, etc., which amounts to \$3-\$4 million. He said this would allow the OAE consultants to produce an implementation plan for actual construction based on data as opposed to assumptions. The General Manager said the

\$466,166.00 only covers tasks that include the Mobilize Team/Kick-off Work and Implementation Plan.

The Chairman clarified whether the \$114,017.00 is part of the \$466,166.00. The General Manager replied negatively, and said the funding request is in addition to that amount. He said the Port has submitted a \$2 million grant application with OEA last week and understands that those funds will be available to the Port in June 2009. Also, through the assistance of OEA, will be submitting another \$2 million for the Port for field investigative studies, then environmental studies.

Mr. Camacho understands that the key point to this arrangement is that the Port will expend monies from its coffers to support these task orders being presented, but will be reimburse through the OEA grant. The General Manager replied positively, and said the Port did receive verbal approval on the \$2 million, but he expressed the importance of moving forward at this time with the requirements to get the master plan approved, as the cash would not be received until June 2009. Mr. Camacho reiterated and wanted assurance that the plan is to get the Port reimbursed. The General Manager replied positively.

Mr. Camacho made motion to approve the authorization funding request of \$114,017.00 Owner's/Agent Engineer Consultant Agreement Task Order No. 8 – Master Plan Approval Documents, seconded by Mrs. Lacson. Motion was unanimously approved.

2. **\$113K for RFP PMC:** The Chairman said further clarification is needed on this item regarding the Owner's Agent/Engineer Consultant Agreement Task Order No. 7 – Consultations on PMC Solicitation. However, he reminded the Board and management that the intent is to move forward in issuing the request for proposal for the Performance Management Contract.

3. **\$310K GEO Technical Services - Hydro Survey and Boring Permit:** The General Manager request the Board to authorize funding to allow OAE consultant to move forward in obtaining the required permits with regulatory agencies for survey activities, boring permits, and sediment sampling. He said these are all necessary and front-end major lead items that takes awhile to complete. The Chairman asked why there is a difference in funding request of \$310,000.00, while Task Order Nos. 4 & 6 amounts to \$294,554.00. The General Manager said there is another task order, however, does not currently have at this time.

Mr. Camacho made motion to approve the authorization funding request for the Owner's/Agent Engineer Consultant Agreement Task Order No. 4 at \$132,907.00 – Prepare Permit Applications, and Task Order No. 6 at \$161,647.00 – Hydrosurvey; totaling \$294,554.00. Motion was seconded by Mrs. Lacson and was unanimously approved.

The General Manager apologized and clarified that the task order not before the Board relates to Task Order Nos. 4 & 6, which involves the cost for travel and permit preparation. The GEO Tech specialist arrived Guam last week and performed fact-finding activities in support of

geotechnical borings permit applications. He also met with Port Engineer and other subconsultants to coordinate relevant information about the site, project and geotechnical drilling program, as well as, meeting with regulatory agencies to confirm permit application requirements. The General Manager then requested for Board approval of \$11,967.00.

Amended Motion: Mr. Camacho amended the motion to approve the authorization funding request of up to \$306,000.00 Owner's/Agent Engineer Consultant Agreement Task Order Nos. 4 & 6 – Prepare Permit Applications and Hydrosurvey, respectively; which also includes the cost of Travel/Permit Preparation Trip to Guam at \$11,967.00 of Task Order No. 3, seconded by Mrs. Lacson. Motion was unanimously approved.

b. **Board Policy Memorandum No. 2009-06 (Revised) – CAM Fee:** The Chairman said the revision made was on the verbiage on how the common area maintenance fee will be assessed, reflecting it be based on per square foot rather than by percentage of the square foot of the total building.

Mr. Camacho made motion to adopt Board Policy Memorandum No. 2009-06 (Revised) for a newly established Common Area Maintenance Fee at a rate of \$0.64 per square foot, seconded by Mrs. Lacson. Motion was unanimously approved.

c. **Creation of Procurement Supply Manager position:** Mrs. Lacson presented the request for creation of a Procurement & Supply Manager position in the classified service for Board review and approval to allow management to proceed with the transparency process.

Mrs. Lacson made motion to authorize management to proceed with the transparency process for creation of the Procurement & Supply Manager position in accordance with Section 6303(d), 4 GCA. Motion was seconded by Mr. Camacho and was unanimously approved.

d. **Deputy General Manager position:** The Chairman said as a result of the resignation of the Deputy General Manager, Mr. Joaquin P. Cruz and the Board's acceptance of such resignation, the Board would like to recruit for the vacant position. He asked that management be authorized to proceed with the process of announcing the position to begin accepting applications or resumes.

Mr. Camacho said in his review of the position description, he suggested it be updated to reflect current times and incorporate duties and responsibilities relating to expected challenges going forward in the development of the Port. There were no objections. Management was to work on the publication dates and provide a proposed updated position description by May 8, 2009.

At this time, the Vice Chairperson joined in on the meeting at 5:20 p.m.

For the benefit of the Vice Chairperson, the Chairman recapped meeting discussions and actions relating to the agenda items.

Mrs. Lacson made motion to ratify and accept the resignation of the Deputy General Manager, Mr. Joaquin P. Cruz and approve the publication of Deputy General Manager position, pending the finalization of the job duties and responsibilities, seconded by Mr. Camacho. Motion was unanimously approved.

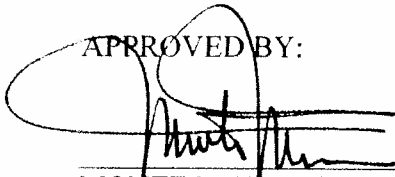
III. ADJOURNMENT

There being no further business to discuss, it was moved by Mrs. Lacson and seconded by the Vice Chairperson to adjourn the meeting at 5:30 p.m. The motion was unanimously passed.



MARILOU LACSON, Board Secretary, Board of Directors

APPROVED BY:



MONTE MESA, Chairman, Board of Directors

