

# Minutes of Regular Meeting

## Port Commission Port Freeport

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A Regular Meeting of the Port Commission of Port Freeport was held January 15, 2015 beginning at 4:08 PM at the Administration Building, 200 W. Second Street, 3<sup>rd</sup> Floor, Freeport, Texas.

### Commissioners present:

Mr. John Hoss, Chairman  
Mr. Paul Kresta, Vice Chairman  
Mr. Shane Pirtle, Secretary  
Mr. Ravi Singhania, Assistant Secretary  
Mr. Thomas S. Perryman, Commissioner

### Staff Members present:

Mr. Frank Mauro, Legal Counsel  
Mr. Glenn Carlson, Executive Port Director/CEO  
Mr. Jeff Strader, Chief Financial Officer  
Mr. Al Durel, Director of Operations  
Mr. Mike Wilson, Director of Economic Development  
Mr. Jason Hull, Director of Engineering  
Ms. Mary Campus, Controller  
Ms. Missy Bevers, Executive Assistant  
Ms. Lisa Riley, Marketing & P.R. Supervisor  
Mr. Brandon Robertson, IT Systems Administrator  
Mr. Cecil Booth, Project Engineer

### Absent was:

Mr. Bill Terry, Commissioner  
Mr. Chris Hogan, Director of Protective Services

### Also present:

Mr. Ed Zimny, Paul F. Richardson Associates  
Mr. Rich Worthington, Paul F. Richardson Associates  
Mr. Dave Johnston, Brown & Gay Engineers  
Mr. Jeff Taylor, Freese & Nichols  
Mr. Ron Bavarian, Freese & Nichols  
Mr. Ty Thomas, LAN  
Ms. Vivian Tomlinson, Turnkey Escort  
Ms. Anita Walker, Turnkey Escort  
Ms. Karen Leder, Turnkey Escort  
Mr. J.R. Gonzalez, Mammoet  
Mr. Piet Nooren, Mammoet

Mr. Louie Jones, Velasco Drainage District  
 Mr. Richard Fields  
 Mr. Alex Metcalf

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et seq., to review and consider the following:
2. Pledge of Allegiance: U.S. Flag & Texas Flag
3. Invocation – Commissioner Shane Pirtle
4. Approval of minutes from the Regular Meeting held December 11, 2014.

A motion was made by Commissioner Pirtle to approve the minutes as presented. The motion was seconded by Commissioner Kresta with all Commissioners present voting in favor of the motion.

5. Approval of the following disbursements for the period December 1-31, 2014:

PORT FREEPORT OPERATING ACCOUNT EXPENDITURES

Check No.	To	For	Amount	Purchase Order Number
72730	RELIANT	ELECTRICITY	65,738.01	N/A
72731	TIME MANAGEMENT	LEASE EXPENSE	2,400.00	N/A
72732	MARITIME ASSOCIATION	ILA- FRINGE BENEFITS	1,979.36	N/A
72733	TEI STAFFING	CONTRACT LABOR EXPENSE	612.56	N/A
72734	MICHAELA BEVERS	COMMUNITY EVENTS; AUTOMOBILE EXPENSE; OFFICE SUPPLIES	40.32	N/A
72735	ON THE RIVER RESTAURANT	GOVERNMENTAL RELATIONS-COMMISSIONER	190.04	N/A
72736	FEDEX	POSTAGE & FREIGHT	14.97	N/A
72737	DAVID LOPEZ	TELEPHONE	30.00	N/A
72738	CONSTANTINO MARTINEZ	TELEPHONE	30.00	N/A
72739	G&K SERVICES	M&R- 2ND ST ADMINISTRATION BUILDING; MAINTENANCE & OPERATIONS SUPPLIES	107.17	10696
72740	STEWART & STEVENSON SERVICES	M&R- TERMINAL OPERATIONS EQUIPMENT	1,149.34	N/A
72741	TEXAS ASSOCIATION OF COUNTIES	PREPAID INSURANCE	8,821.00	N/A
72742	BLUELINE SHOP & COPY CENTER	CIP- PARCEL 25 ASPHALT PAVING PROJECT	105.84	N/A
72743	CULLIGAN WATER SYSTEMS	M&R OPERATIONS BLDG	169.23	10703
72744	GRAYBAR ELECTRIC	M&R- TERMINAL OPERATIONS BUILDING; M&R- BUILDINGS BERTH 7	829.72	N/A
72745	PLANTATION HOUSE	OFFICE SUPPLIES; M&R- DOLE LEASE FACILITIES	110.00	N/A
72746	STEINBERG & ASSOCIATES	FREEPORT HARBOR CHANNEL IMPROVEMENTS	9,665.00	N/A
72747	BRAZOSPORT FACTS	CIP- NEW ADMINISTRATION BUILDING; CIP- DOCKS- INNER HARBOR BERTH REPAIRS; CIP- PARCEL 25 ASPHALT PAVING PROJECT; LEGAL FEES	918.00	N/A
72748	BRAZOSPORT PLUMBING & HEATING	M&R- ROADS- PORT ROAD	10,316.40	N/A
72749	JOHNSON SUPPLY	MAINT & OPERATIONS SUPPLIES	871.76	N/A
72750	OZARKA	OFFICE SUPPLIES	220.00	N/A
72751	BRAZOS FASTENERS	M&R- CRANE	12.00	N/A

72752	VELASCO DRAINAGE DISTRICT	CIP- NEW ADMINISTRATION BUILDING; CIP- DOCKS- VELASCO TERMINAL- PHASE II (BERTH 8 PERMITTING); CIP- B7 BACKLANDS CONCRETE PAVING PROJECT	7,745.00	N/A
72753	DOYLE & WACHTSTETTER, INC.	CIP- PARCEL 25 ASPHALT PAVING PROJECT	4,995.50	10802
72754	DANNENBAUM ENGINEERING	CIP-OTHER	18,276.44	10692
72755	BRAZORIA COUNTY DAY	COMMUNITY EVENTS	1,000.00	10823
72756	QUILL CORPORATION	OFFICE SUPPLIES	68.61	N/A
72757	DARLENE WINKLER	ADVERTISING- COMMUNITY; COMMUNITY EVENTS	70.12	N/A
72758	VERIZON WIRELESS	TELEPHONE	39.99	N/A
72759	ALEC JOURNEAY	CIP- DOCKS VELASCO TERMINAL; CIP- GATE 14 GUARD HOUSE; TELEPHONE; M&R- BUILDINGS BERTH 7; CIP- NEW ADMINISTRATION BUILDING	153.96	N/A
72760	ON HOLD MARKETING WORKS	LEASE EXPENSE	39.00	N/A
72761	JASON HULL	TECHNICAL TRAINING; TELEPHONE	164.19	N/A
72762	DELTA RIGGING & TOOLS	M&R- CRANE	165.00	N/A
72763	LISA RILEY	COMMUNITY EVENTS; FLEXIBLE SPENDING EMPLOYEE REIMBURSEMENT	298.92	N/A
72764	GLENN CARLSON	SALES/PROMOTION TRAVEL; TELEPHONE	307.10	N/A
72765	TEXAS PORT MINISTRIES	COMMUNITY EVENTS	27,700.00	N/A
72766	QUINTANA	CONTRACT LABOR EXPENSE; M&R- BUILDING BERTH 7	2,531.25	10828
72767	POWER VAC AMERICA, INC	M&R- OPERATIONS BLDG	7,985.00	10822
72768	CENTERPOINT ENERGY	WATER & GAS	20.13	N/A
72769	SUBURBAN PROPANE	FUEL/OIL GENERAL	69.94	10666
72770	NES EQUIPMENT SERVICES	CUSTOMER RELATED OPERATIONAL EXPENSE	803.94	N/A
72771	BROWN & GAY ENGINEERS	CIP-GATE 14 GUARD HOUSE; CIP- B7 BACKLANDS CONCRETE PAVING PROJECT	56,868.96	10634; 10709
72772	AQ TESTING SERVICES, LLC	M&R- 2ND ST. ADMINISTRATION BUILDING	1,645.00	10787
72773	BRANDON ROBERTSON	AUTOMOBILE EXPENSE; TELEPHONE	99.08	N/A
72774	DANELLA RAIL SERVICES CORP	CIP- M&R- RAILROAD TRACK RENOVATIONS	137,063.22	10736
72775	NICHOLAS MALAMBRI	TECHNICAL TRAINING; OFFICE SUPPLIES; TELEPHONE	138.74	N/A
72776	SANDI JOE'S CATERING	COMMUNITY EVENTS	1,299.00	10811
72777	JAMES NASH	INS. CLAIMS-VISION-DEPENDENT	376.00	N/A
72778	TEI STAFFING	CONTRACT LABOR EXPENSE	636.12	N/A
72779	OFFICE UNIVERSE, INC.	OFFICE SUPPLIES	133.02	N/A
72780	FEDEX	POSTAGE & FREIGHT; CIP-DOCKS-INNER HARBOR BERTH REPAIRS; CIP-DOCKS VELASCO TERMINAL; CIP-PARCEL 25 MULTI RAIL SPUR; CIP-PARCEL 25 ASPHALT PAVING PROJECT; CIP-B7 BACKLANDS CONCRETE PAVING PROJECT	90.15	N/A
72781	MARY CAMPUS	AUTOMOBILE EXPENSE	10.08	N/A
72782	RODNEY BLACKSTOCK	M&R- BERTH 7 CRANE	53.00	N/A
72783	THOMAS S. PERRYMAN	COMMISSION FEES- JANUARY	865.00	N/A
49541	RAVI K. SINGHANIA	COMMISSION FEES- JANUARY	665.00	N/A
49542	BILL J. TERRY	COMMISSION FEES- JANUARY	865.00	N/A
49543	PAUL A. KRESTA	COMMISSION FEES- JANUARY	895.00	N/A
49544	JOHN HOSS	COMMISSION FEES- JANUARY	920.00	N/A
49545	SHANE PIRTLE	COMMISSION FEES- JANUARY	865.00	N/A
72784	GULF COAST PAPER COMPANY	OFFICE SUPPLIES	746.42	N/A
72785	PC CARE INC.	CUSTOMER RELATED OPERATIONAL EXPENSE	471.22	N/A
72786	WASTE MANAGEMENT	CONTRACT SERVICES	366.34	N/A
72787	G&K SERVICES	MAINTENANCE & OPERATIONS SUPPLIES, OFFICE SUPPLIES	285.85	N/A

72788	LOWE'S	MAINTENANCE & OPERATIONS SUPPLIES; M&R- 2ND ST. ADMINISTRATION BUILDING; M&R- OPERATIONS BUILDING	3,136.78	N/A
72789	SUPERIOR CLEANING SERVICE	M&R- 2ND ST. ADMINISTRATION BUILDING; M&R- OPERATIONS BUILDING; M&R- SECURITY BUILDING; M&R- T.S. 1; M&R- T.S. 2; M&R- BUILDINGS BERTH 7	3,207.00	10779
72790	BLUELINE SHOP & COPY CENTER	OFFICE SUPPLIES; M&R- ROADS-PARCEL 46	342.00	N/A
72791	MATHESON GAS	MAINTENANCE & OPERATIONS SUPPLIES	137.70	N/A
72792	ECONOMIC DEVELOPMENT ALLIANCE	ECONOMIC DEVELOPMENT- BCP	5,500.00	N/A
72793	BRAZOSPORT FACTS	OFFICE SUPPLIES	555.80	N/A
72794	WEIGHING TECHNOLOGIES	M&R- SCALE HOUSE	21,395.93	N/A
72795	SUPERIOR FABRICATION	M&R- CRANE	632.00	N/A
72796	VULCAN CONSTRUCTION MATERIALS	M&R-DOCKS BERTH 7- VT	453.49	N/A
72797	KENNEMER, MASTERS & LUNSFORD	CONSULTANT FEES- AUDIT	10,422.21	10694
72798	SHRED IT HOUSTON	OFFICE SUPPLIES	123.86	N/A
72799	AT&T	TELEPHONE	843.07	N/A
72800	JESSE HIBBETTS	SALES/PROMOTION TRAVEL; AUTOMOBILE EXPENSE	74.73	N/A
72801	MARITIME REPORTER	SUBSCRIPTIONS	84.00	N/A
72802	DARLENE WINKLER	ADVERTISING- COMMUNITY; COMMUNITY EVENTS	228.22	N/A
72803	GENTRY MOTOR PARTS	MAINTENANCE & OPERATIONS SUPPLIES; M&R- VEHICLES	1,185.99	N/A
72804	JOC GROUP, INC.	DUES & MEMBERSHIPS- ADMINISTRATION	1,670.00	N/A
72805	HUNTER HEAVY EQUIPMENT	M&R- CRANE	1,725.50	N/A
72806	SHAW AV RENTAL	COMMUNITY EVENTS	150.00	N/A
72807	MCGRIFF, SEIBELS & WILLIAMS	PREPAID INSURANCE	44,129.55	N/A
72808	DELTA RIGGING & TOOLS	M&R- CRANE	635.00	N/A
72809	AIRGAS USA, LLC	M&R- CRANE	239.92	N/A
72810	QUINTANA	CONTRACT LABOR EXPENSE; M&R- CRANE	2,231.25	10828
72811	JEFF STRADER	TECHNICAL TRAINING; TELEPHONE	171.47	N/A
72812	HARLAN ENTERPRISES, INC	M&R- BERTH 7 CRANE	2,558.00	N/A
72813	COMCAST BUSINESS	CONTRACT SERVICES	1,721.92	N/A
72814	QUALITY TURF FARMS	M&R- CHIQUITA LEASE FACILITIES; M&R- OTHER	5,873.90	10776
72815	NES EQUIPMENT SERVICES	CUSTOMER RELATED OPERATIONAL EXPENSE	164.21	N/A
72816	COMFORT SUITES	FREEPORT HARBOR CHANNEL IMPROVEMENTS	418.08	N/A
72817	SUNSTATES SECURITY	SECURITY SERVICE FEES	36,439.21	N/A
72818	CONTRACTORS' SAFETY COUNCIL	DUES & MEMBERSHIPS- SAFETY	300.00	N/A
72819	FAMILY FITNESS	GROUP WELLNESS	114.90	N/A
72820	TEXAS STERLING CONSTRUCTION	CIP- B7 BACKLANDS CONCRETE PAVING PROJECT; FLEXIBLE SPENDING EMPLOYEE REIMBURSEMENT	770,648.65	10759
72821	MARY CAMPUS	INS. CLAIMS-VISION-DEPENDENT	40.00	N/A
72822	CITY OF FREEPORT	LEASE EXPENSE	10,000.00	N/A
72823	TEI STAFFING	CONTRACT LABOR EXPENSE	1,442.04	N/A
72824	ON THE RIVER RESTAURANT	SALES/PROMOTION TRAVEL	81.60	N/A
72825	OFFICE UNIVERSE, INC.	OFFICE SUPPLIES; M&R- GATE 8 GUARD BUILDING	442.32	N/A
72826	FEDEX	CIP-DOCKS INNER HARBOR BERTH REPAIRS; CIP-PARCEL 25 MULTI RAIL SPUR; CIP- PARCEL 25 ASPHALT PAVING; CIP-B7 BACKLANDS CONCRETE	134.31	N/A
72827	RODNEY BLACKSTOCK	SALES/PROMOTION TRAVEL	38.52	N/A
72828	DAVID LOPEZ	TELEPHONE	15.00	N/A
72829	CONSTANTINO MARTINEZ	TELEPHONE	15.00	N/A

72830	GULF COAST PAPER COMPANY	OFFICE SUPPLIES	94.94	N/A
72831	G&K SERVICES	MAINT & OPERATIONS SUPPLIES	123.03	10696
72832	CULLIGAN WATER SYSTEMS	M&R- OPERATIONS BUILDING; M&R 2ND ST ADMINISTRATION BUILDING	364.95	10703
72833	GRAYBAR ELECTRIC	M&R- SCALE HOUSE; M&R- T.S. COOL STORAGE FACILITY	771.78	N/A
72834	CORNETT PUBLISHING	ADVERTISING INDUSTRY	2,000.00	10821
72835	BRAZORIA COUNTY SEPTIC	CONTRACT SERVICES; CUSTOMER RELATED OPERATIONAL EXPENSE	1,253.00	N/A
72836	BRAZOSPORT FACTS	CIP-NEW ADMINISTRATION BUILDING; CIP-PARCEL 25 ASPHALT PAVING; LEGAL FEES; ADVERTISING COMMUNITY; OFFICE SUPPLIES	2,052.80	N/A
72837	EVCO INDUSTRIAL HARDWARE	M&R- BERTH 7 CRANE; M&R- CRANE; MAINTENANCE & OPERATIONS SUPPLIES; M&R- GATE 8 GUARD BUILDING	1,423.37	N/A
72838	C.F. MCDONALD ELECTRIC	CIP-OTHER-ELECTRICAL DISTRIBUTION	164,430.00	10773
72839	FIRST SOUTHWEST ASSET	CONSULTANT FEES- OTHER	1,555.00	N/A
72840	JOHNSON SUPPLY	M&R- T.S. 3; M&R- OPERATIONS BLDG; M&R- GATE 8 GUARD BUILDING	289.92	N/A
72841	B.E.A.R.S.	CONTRACT SERVICES	295.00	N/A
72842	VULCAN CONSTRUCTION MATERIALS	M&R- DOCKS BERTH 7 VT	426.30	N/A
72843	SWEENEY CHAMBER OF COMMERCE	DUES & MEMBERSHIPS- ADMINISTRATION	150.00	N/A
72844	ERC ENVIRONMENTAL CONSULTANTS	M&R- 2ND ST ADMINISTRATION BUILDING	3,115.00	10815
72845	DOYLE & WACHTSTETTER, INC.	CIP- PARCEL 25 ASPHALT PAVING	9,903.90	10810;10802
72846	MARVIN HOOSER	TELEPHONE	15.00	N/A
72847	RAVI K. SINGHANIA	TECHNICAL TRAINING- COMMISSIONERS	1,240.81	N/A
72848	COMCAST	CONTRACT SERVICES	227.49	N/A
72849	INTEGRATED ARCHITECTURE & DESIGN	CIP- NEW ADMINISTRATION BUILDING	9,735.78	10605
72850	THE LINCOLN NATIONAL LIFE	GROUP HEALTH & RELATED INSURANCE	670.22	N/A
72851	ADOBE EQUIPMENT COMPANY	M&R- TERMINAL OPERATIONS	892.58	N/A
72852	QUILL CORPORATION	OFFICE SUPPLIES	62.99	N/A
72853	RANDY APARICIO	TELEPHONE	15.00	N/A
72854	VERIZON WIRELESS	TELEPHONE	113.97	N/A
72855	VICKI SMITH	TELEPHONE	75.00	N/A
72856	TRIPLE B SERVICES, LLP	CIP-DOCKS-VELASCO TERMINAL	172,870.04	10735
72857	JAMES NASH	GROUP WELLNESS; SALES/PROMOTION TRAVEL; TELEPHONE	114.02	N/A
72858	BAYSTAR AGENCY	ADVERTISING- COMMUNITY	2,075.00	10803
72859	PBK, INC.	CIP-OTHER-ELECTRICAL DISTRIBUTION	4,800.00	10632
72860	MOFFAT & NICHOL	CIP-DOCKS-INNER HARBOR BERTH REPAIRS	420.00	10713
72861	BLANK ROME, LLP	LEGAL FEES	10,102.73	N/A
72862	SCOTT BROOKS	SALES/PROMOTION TRAVEL; AUTOMOBILE EXPENSE; TELEPHONE	151.10	N/A
72863	SHOPPA'S FARM SUPPLY, INC.	M&R- TERMINAL OPERATIONS	285.95	N/A
72864	AIRGAS USA, LLC	MAINTENANCE & OPERATIONS SUPPLIES	44.80	N/A
72865	MAURO & CORDOBA	LEGAL FEES	4,591.50	N/A
72866	MAURO & CORDOBA	LEGAL FEES	45.00	N/A
72867	MAURO & CORDOBA	LEGAL FEES	435.00	N/A
72868	MAURO & CORDOBA	LEGAL FEES	607.50	N/A
72869	MAURO & CORDOBA	LEGAL FEES	2,880.70	N/A
72870	MAURO & CORDOBA	LEGAL FEES	1,083.30	N/A
72871	WELLS FARGO	SALES/PROMOTION TRAVEL; GOVERNMENTAL RELATIONS; TECHNICAL TRAINING; COMMUNITY EVENTS; OFFICE SUPPLIES; FURNITURE & EQUIPMENT PURCHASE; SUBSCRIPTIONS; DUES, MEMBERSHIPS & LICENSES	5,459.38	N/A

72872	GLENN CARLSON	FLEXIBLE SPENDING EMPLOYEE REIMBURSEMENT; SALES/PROMOTION TRAVEL; GOVERNMENT RELATIONS; TELEPHONE	933.35	N/A
72873	QUINTANA	CONTRACT LABOR EXPENSE; M&R- T.S. 2; M&R- CRANE	3,158.25	10828
72874	IWS GAS AND SUPPLY OF TEXAS	M&R- CRANE	18.90	N/A
72875	CHRISTOPHER HOGAN	GOVERNMENT RELATIONS	63.28	N/A
72876	CANON SOLUTIONS AMERICA	M&R- OFFICE EQUIPMENT	653.70	N/A
72877	PAUL F. RICHARDSON ASSOCIATES	FREEPORT HARBOR CHANNEL IMPROVEMENTS	79,497.38	10610
72878	HURT COMPANY, INC.	FUEL/OIL GENERAL; FUEL/OIL CRANE	4,396.93	10836
72879	SUNSTATES SECURITY	SECURITY SERVICE FEES	19,284.91	N/A
72880	G4S TECHNOLOGY HOLDINGS	EQUIPMENT	30,193.04	10782
72881	DANELLA RAIL SERVICES CORP	CIP-M&R RAILROAD TRACK RENOVATIONS	210,944.36	10736
72882	SERVICE RADIO	M&R- BERTH 7 CRANE	240.00	N/A
72883	PORTS AMERICA	INCIDENTAL SERVICE FEES	740.00	N/A
72884	UNUM LIFE INSURANCE	GROUP HEALTH & RELATED INSURANCE	717.56	N/A
72885	ASSURANT EMPLOYEE BENEFIT	GROUP HEALTH & RELATED INSURANCE	828.79	N/A
72886	BEN WESTERLIN	AUTOMOBILE EXPENSE; TELEPHONE	264.84	N/A
72887	MET LIFE GROUP BENEFITS	GROUP HEALTH & RELATED INSURANCE	2,061.17	N/A
72888	SUN LIFE & HEALTH INSURANCE	GROUP HEALTH & RELATED INSURANCE	856.13	N/A
72889	BLUECROSS BLUESHIELD OF TEXAS	GROUP HEALTH & RELATED INSURANCE	31,957.09	N/A
72890	CITY OF FREEPORT	WATER & GAS	15.48	N/A
72891	CITY OF FREEPORT	WATER & GAS	215.71	N/A
72892	CITY OF FREEPORT	WATER & GAS	86.65	N/A
72893	CITY OF FREEPORT	WATER & GAS	15.48	N/A
72894	FEDEX	POSTAGE & FREIGHT	94.84	N/A
72895	MIKE WILSON	SALES/PROMOTION TRAVEL; GOVERNMENT RELATIONS	103.02	N/A
72896	DONNIE JOE EVANS	SALES/PROMOTION TRAVEL; TELEPHONE	130.28	N/A
72897	OZARKA	OFFICE SUPPLIES	228.85	N/A
72898	TURNKEY ELECTRIC	EQUIPMENT	23,500.00	10817
72899	AT&T	TELEPHONE	122.02	N/A
72900	AT&T	TELEPHONE	101.05	N/A
72901	AT&T	TELEPHONE	2,073.38	N/A
72902	COMCAST	CONTRACT SERVICES	149.76	N/A
72903	AT&T	TELEPHONE	517.01	N/A
72904	AT&T	TELEPHONE	437.38	N/A
72905	AT&T	TELEPHONE	262.27	N/A
72906	JASON HULL	GOVERNMENT RELATIONS; TELEPHONE	225.79	N/A
72907	PROTECTION 1 SECURITY SOLUTIONS	BADGE SUPPLIES	854.00	N/A
72908	BRUNO PUBLIC AFFAIRS	CONSULTANT FEES - OTHER	6,250.00	10824

PORT FREEPORT OPERATIONS ACCOUNT EXPENDITURES

Check No.	To	For	Amount	Purchase Order Number
262	STEWART TITLE	CIP- OTHER	23,985.39	N/A

PORT FREEPORT WIRE TRANSFERS

Document No.	To	For	Account	Amount	Purchase Order Number
4945	BANK OF AMERICA	2013A SERIES DEBT SERVICE PAYMENT	TEXPOOL 2013A BOND PAYMENT ACCOUNT	478,882.68	NA

4946	BANK OF AMERICA	SENIOR LIEN REVENUE NOTE 2013B DEBT SERVICE PAYMENT	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	3,855.30	NA
4947	TEXPOOL I&S 2006 SERIES	TRANSFER TO I&S	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	45,343.02	NA
4948	TEXPOOL 2013A SERIES DEBT SERVICE	TRANSFER TO 2013A SENIOR LIEN DEBT SERVICE FUND	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	231,926.00	NA
4949	TEXPOOL CAPITAL LEASE DEBT SERVICE	TRANSFER TO CAPITAL LEASE FOR DEBT SERVICE	TEXPOOL PORT OPERATIONS ACCOUNT	132,911.70	NA
4950	MASS MUTUAL RETIREMENT SOLUTIONS	TRANSFER OF EMPLOYEE 457 PLAN CONTRIBUTIONS	TEXAS GULF BANK PAYROLL ACCOUNT	6,999.90	NA
4951	MASS MUTUAL RETIREMENT SOLUTIONS	TRANSFER OF EMPLOYEE RETIREMENT PLAN LOAN PAYMENTS	TEXAS GULF BANK PAYROLL ACCOUNT	2,525.04	NA
4952	TEXAS GULF BANK ACCOUNTS PAYABLE	TRANSFER FOR ACCOUNTS PAYABLE	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	376,222.74	NA
4953	TEXAS GULF BANK PAYROLL ACCOUNT	TRANSFER FOR PAYROLL 12/11/2014	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	113,758.34	NA
4955	TEXAS GULF BANK ACCOUNTS PAYABLE	TRANSFER FOR ACCOUNTS PAYABLE	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	925,757.54	NA
4956	TEXAS GULF BANK ACCOUNTS PAYABLE	TRANSFER FOR ACCOUNTS PAYABLE	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	769,596.74	NA
4957	TEXAS GULF BANK PAYROLL ACCOUNT	TRANSFER FOR PAYROLL 12/24/2014	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	112,070.73	NA
4958	TEXAS GULF BANK PAYROLL ACCOUNT	TRANSFER FOR EMPLOYER MATCHING CONTRIBUTIONS	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	12,697.29	NA
4959	MASS MUTUAL RETIREMENT SOLUTIONS	TRANSFER OF EMPLOYEE 457 PLAN CONTRIBUTIONS	TEXAS GULF BANK PAYROLL ACCOUNT	7,013.29	NA
4960	MASS MUTUAL RETIREMENT SOLUTIONS	TRANSFER OF EMPLOYEE RETIREMENT PLAN LOAN PAYMENTS	TEXAS GULF BANK PAYROLL ACCOUNT	2,166.12	NA
4961	MASS MUTUAL RETIREMENT SOLUTIONS	TRANSFER OF EMPLOYER MATCHING 457 PLAN CONTRIBUTIONS	TEXAS GULF BANK PAYROLL ACCOUNT	12,697.29	NA
4962	TEXAS GULF BANK ACCOUNTS PAYABLE	TRANSFER FOR ACCOUNTS PAYABLE	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	36,685.58	NA

4963	TEXAS GULF BANK ACCOUNTS PAYABLE	TRANSFER FOR ACCOUNTS PAYABLE	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	36,000.00	NA
4964	BANK OF AMERICA	SENIOR LIEN REVENUE NOTE 2013B DEBT SERVICE PAYMENT	TEXAS GULF BANK PORT OPERATIONS ACCOUNT	4,402.24	NA

PORT FREEPORT PAYROLL ACCOUNT EXPENDITURES

Description/Date	Amount	Purchase Order Number
ADP 12/11/2014	107,418.46	N/A
ADP 12/24/2014	105,978.23	N/A

A motion was made by Commissioner Pirtle to approve the disbursements as presented. The motion was seconded by Commissioner Singhania with all Commissioners present voting in favor of the motion.

6. Report from Executive Staff and Commissioners.

- A. Receive report from Executive Port Director/CEO on activities and matters related to federal, state and local governmental affairs, Port tenant updates, USCOE, rail issues, HGAC/TPC, AAPA Committees, leases, contracts, upcoming Port and civic events and other related administrative and governmental matters.

Mr. Carlson stated that due to the high costs of cranes and added cost of drivers, Dole is moving back into the inner harbor at Berth 7. MSC production is increasing but still below expected levels however, there is a significant increase in bookings for MSC as they open up to all of South America countries. Mr. Carlson also reported on the test vessel Hoegh brought in Wednesday as well as a meeting held with all users on the channel for future tug requirements. A ground-breaking ceremony for the new Administration Building is scheduled for February 12<sup>th</sup>. He also noted that in the January issue of Port Bureau News contained a recap of Texas Ports vessel activity (year to date) with Freeport showing a 12.4% increase. The Port also has a full page advertisement in Journal of Commerce showcasing the cranes working over an MSC vessel. This was the yearly edition where all port directors, senior officials, etc talk about the coming year so this will get a lot of coverage.

- B. Receive report from CFO on monthly activity and matters related to financial results, investments, insurance, leases, contracts and other related administrative and governmental affairs.

Mr. Strader reported on the Vote Center concept Brazoria County implementing. Public hearings are now being held for citizens to attend and participate in. Ultimately, the County is asking for a resolution in the form of support to move to the new concept. This will be brought back to the Board at the February meeting. Mr. Strader also gave a brief presentation to the Board with the financial results for the first three months of the fiscal year.

- C. Receive report from Director of Engineering on activities and matters related to Freeport Harbor Federal Channel, capital projects and other projects, Hydrographic Report and other related facility engineering matters.



In addition to his report, Mr. Hull shared construction photos of ongoing Port projects which included the Berth 7 backland paving, Quintana Island beach nourishment, Transit Shed 1 and 2 rail renovations and the sheet pile repairs to Docks 1, 2, 3 and 5.

- D. Receive report from Director of Operations on activities and matters related to operations, vessel activity, tonnage and other related port operation matters.

Mr. Durel shared photos of the Mammoet chiller transport and the process it took to move out of the Port. He also shared pictures of the Hoegh test vessel that came in Wednesday, showing it at Docks 1 and 2 and then at Dock 5.

- E. Receive report from Director of Protective Services on activities and matters related to safety meetings/injury report, security meetings, EMS update and other related safety, security and environmental matters.

In Mr. Hogan's absence, Brandon Robertson reported on the EHS Threat and Risk Assessment class currently being hosted by EOC. Next month they will host Phase 2 of the class. He also reported that Dole alerted them of potential interference with some of wireless signals through security. IT was contacted and a new antenna put in place resolved the issues and concern was removed. Mold remediation in the Operations Building is progressing and on target to be completed in February.

- F. Receive report from Director of Economic Development on activities and matters related to sales reports, industry meetings and Port presentations, Port events, advertising and web activity, Foreign-Trade Zone and other related trade development or community relation matters.

Mr. Wilson reported that legislation for the amendments to the Heavy-Lift Corridor has been drafted and the Economic Development Alliance has passed a resolution supporting the amendments. Robert Worley is working to gather the support resolutions from the cities. He also noted that Brazoria County Day is around the corner and encouraged Commissioners to attend.

- G. Receive report(s) from Commissioners related to meetings and conferences attended Port presentations and other related Port Commission matters.

Commissioner Singhanian noted that he was able to participate in the RO/RO carrier vessel test repositioning from Berths 1, 2 to Berth 5 and added that he was very impressed with their safety philosophy. He also reported attending Highway 36A Corridor Improvements meeting.

- 7. Receive comments from the public.

There were no comments from the public.

- 8. Adoption of a reimbursement resolution expressing intent to finance expenditures incurred.

Mr. Strader explained this reimbursement resolution is declaring intent that should the items listed in Exhibit A of the resolution be financed, the resolution allows the Commission to repay and treat the debt as tax exempt for interest rate determination purposes. He further stated this is not a

resolution authorizing the reissue of debt, rather the repayment of these items should debt be authorized.

A motion was made by Commissioner Singhania to approve the resolution. The motion was seconded by Commissioner Kresta with all Commissioners present voting in favor of the motion.

9. Adoption of a resolution approving amendments to the Port Freeport Investment Policy.

Ms. Campus explained the Public Funds Investment Act requires the Board to annually review the Investment Policy as well as the authorized brokers, strategies and training. Since we are in an off legislative year, there are no changes to the policy.

A motion was made by Commissioner Singhania to approve the amendments. The motion was seconded by Commissioner Pirtle with all Commissioners present voting in favor of the motion.

10. Approval of a Professional Services Agreement for Berth 5 Mooring Modification Project.

Mr. Hull stated this project was needed to facilitate the Hoegh vessels as well as other vessels that call Berth 5. This project involves the addition of a capstan near the mooring pile and an all weather walking surface to the Dock. Mr. Hull recommends approval of this PSA in the amount of \$47,800,000 to LAN for this project.

A motion was made by Commissioner Singhania to approve the contract. The motion was seconded by Commissioner Kresta with all Commissioners present voting in favor of the motion.

11. Approval of a Professional Services Agreement for Parcel 14 Development Project.

Mr. Hull stated this agreement with Freese & Nichols is for the design services for Parcel 19 and 14. The infrastructure is needed for Hoegh, Tenaris and other users as well as the overall development of these parcels. Mr. Hull recommends approval of this agreement in the amount of \$4,907,900 for all six phases.

A motion was made by Commissioner Pirtle to sign and approve the PSA, proceed with parts A, B, C and D now and hold parts E and F until we are ready to move forward with them. The motion was seconded by Commissioner Perryman with all Commissioners present voting in favor of the motion.

12. Approval of Executive Port Director/CEO to execute a Letter of No Objection for CenterPoint Energy's 408 application for Transmission Line Installation.

Mr. Hull explained that CenterPoint has been told by the Corps they need the Port's approval of their plans to extend a transmission line across our property and is therefore requesting a Letter of No Objection from the Port for them to move forward.

A motion was made by Commissioner Pirtle to approve the letter. The motion was seconded by Commissioner Kresta with all Commissioners present voting in favor of the motion.

13. Resolution approving the application for tax abatement of Phillips 66 Company for property located in the Phillips 66 Company Reinvestment Zone No. 6, approving Tax Abatement

Agreement on the same terms and conditions as granted to Phillips 66 Company by Brazoria County and authorizing Chairman and Secretary to execute said agreement.

Mr. Strader stated that Phillips is requesting abatement for the second planned fractionator at the Sweeny refinery site. The Commission and the County has previously approved the first site in 2012. He further stated that Phillips is asking for 10 year abatement and the County has approved this application request.

A motion was made by Commissioner Perryman to approve the resolution. The motion was seconded by Commissioner Singhanian with all Commissioners present voting in favor of the motion with Commissioner Kresta abstaining.

14. Adoption of a resolution approving the acceptance of the Port's portion of proceeds received from high bidders on delinquent tax property held in trust by Brazoria County, Texas and authorizing the Chairman to join in conveyance to high bidders.

A motion was made by Commissioner Perryman to approve the resolution. The motion was seconded by Commissioner Pirtle with all Commissioners present voting in favor of the motion.

15. Approval of the Port's portion of fees associated with the Feasibility Study for the Highway 36A Rail Corridor.

Mr. Carlson stated the feasibility study is for a rail service between Rosenberg and Port Freeport and would include further defining the scope of the rail corridor, development of the revenue forecast, review of any environmental wetland issues and refinement of market opportunities. The total cost for the study is \$600,000 to be cost-shared among Fort Bend, Brazoria County and Port Freeport. Mr. Richard Fields, Chairman of the 36A Coalition, Dr. Alex Metcalf with TEMS and Mr. Dave Johnston with Brown & Gay expanded on the history of this project, the feasibility study process, timelines and what the Port would be getting for its participation in the cost sharing effort.

A motion was made by Commissioner Perryman to approve the Port's portion of fees. The motion was seconded by Commissioner Kresta with all Commissioners present voting in favor of the motion.

16. Update and possible approval of ABB Service Agreement.

Mr. Durel stated that we do not have an agreement in hand at this time but did receive an estimate for extended service from ABB, a local company, for a technician two days a week for a month. We would then proceed on a month to month basis as needed to accomplish two things; coverage/service and additional training time. Mr. Durel stated that the estimated cost for the service is \$17,500 per month. He is going to move forward with the first month and come back to the Board for approval of a 3 month agreement.

17. **EXECUTIVE SESSION** in accordance with Subchapter D of the Open Meetings Act, Texas Government Code Section 551.001, et. seq., to review and consider the following:

- A. Section 551.071 – Consultation with Attorney

Matters related to the Lease Agreement between Port Freeport and G&H Towing Company.

B. Section 551.072 – Deliberations about Real Property

2. The terms and conditions of a Second Amendment to the Lease Agreement between Port Freeport and Fluor Enterprises, Inc.
3. The terms and conditions of a Lease Agreement between Port Freeport and Zachry Industrial and CB&I, Inc.
4. Update on potential lease between Port Freeport and Phillips 66.
5. Receive update on potential modification to the Lease Agreement between Port Freeport and Maverick Tube Corporation.
6. The potential lease of Port property located adjacent to Berths 5 and 7, and Parcels 6, 7, 8, 13, 14, 19, 25, 26, 27, 29, 31, 34, 35a, 39 and 40.

C. Section 551.076 – Personnel Matters

1. Discussion on the appointment, employment, evaluation and duties of a public officer or employee, the Executive Port Director/CEO.
18. **RECONVENE OPEN SESSION** to review and consider the following:
19. Approval of the terms and conditions of a Lease Agreement between Port Freeport and Hoegh Autoliners.

Mr. Strader explained that the operating agreement before the Board is for 10 years and is in line with the terms and conditions as previously discussed in Executive Session. The agreement includes clear measures of protection relative to the recovery of the capital investment the Port is making. The MAG itself, under the 10 year term, will yield approximately \$27 million for the Port over the 10 year term. Management feels that adequate protection has been provided in this agreement and that Hoegh is a financially strong company. Commissioner Singhania congratulated staff for the signing of this contract and all the work put into the project that began almost a year ago.

A motion was made by Commissioner Singhania to approve the agreement. The motion was seconded by Commissioner Perryman with all Commissioners present voting in favor of the motion.

20. Approval of the terms and conditions of a Second Amendment to the Lease Agreement between Port Freeport and Fluor Enterprises, Inc.

Mr. Wilson stated this amendment is a renewal to the existing lease with all terms staying the same with the exception of the square footage being reduced from 100,000 to 40,194 due to Hoegh. The term is for one year at a rate of \$12,379.75 per month.

A motion was made by Commissioner Singhanian to approve the agreement. The motion was seconded by Commissioner Pirtle with all Commissioners present voting in favor of the motion.

21. Approval of the terms and conditions of a Lease Agreement between Port Freeport and Zachry Industrial and CB&I, Inc.

Mr. Wilson explained that Zachry and CB&I are in a partnership and have increased their acreage to 75 at \$1,200 per acre. The lease will begin January 1, 2015 and expire February 28, 2020 with two renewal options.

A motion was made by Commissioner Pirtle to approve the agreement. The motion was seconded by Commissioner Singhanian with all Commissioners present voting in favor of the motion.

22. Approval of an increase to annual membership investment fee for The Economic Development Alliance for Brazoria County

Mr. Carlson stated that the Port currently pays \$5,250 per year to the Alliance and has requested we increase that amount to \$10,000.

After a brief discussion, a motion was made by Commissioner Pirtle to increase the annual fees to \$8,000. The motion was seconded by Commissioner Perryman with all Commissioners present voting in favor of the motion.

23. Adjourn.

With no further business before the Commission, the meeting adjourned at 7:12 p.m.