

## Minutes of Meeting January 28, 2016

A Regular Meeting of the Port Commission of Port Freeport was held January 28, 2016 beginning at 4:00 PM at the Administration Building, 200 W. Second Street, 3<sup>rd</sup> Floor, Freeport, Texas.

### Commissioners present:

Mr. Ravi Singhania, Chairman  
Mr. Bill Terry, Vice Chairman  
Mr. Paul Kresta, Secretary  
Mr. Rudy Santos, Asst. Secretary  
Mr. Shane Pirtle, Commissioner  
Mr. John Hoss, Commissioner

### Staff Members Present:

Mr. Jason Cordoba, Legal Counsel  
Mr. Jeff Strader, Chief Financial Officer  
Mr. Jason Hull, Director of Engineering  
Mr. Mike Wilson, Director of Economic Development  
Mr. Chris Hogan, Director of Protective Services  
Mr. Jason Miura, Director of Business & Economic Development  
Ms. Dianna Kile, Director of External/Governmental Affairs  
Ms. Mary Campus, Controller  
Ms. Missy Bevers, Executive Assistant  
Mr. Brandon Robertson, Network Systems Manager  
Mr. Cecil Booth, Project Engineer  
Mr. Jesse Hibbetts, Terminal Manager  
Ms. Minette Macrae, Accounting Clerk

### Absent:

Mr. Al Durel, Director of Operations

### Also present:

Mr. Bobby Fuller, Texas Port Ministry  
Mr. K.R.Adams, Consultant  
Mr. Kevin Cadenhead, Kennemer, Masters & Lunsford  
Mr. James Nash, Horizon Terminals  
Mr. Jeff Taylor, Freese & Nichols  
Mr. Richard Fields, Aguirre & Fields  
Mr. George Kidwell, Velasco Drainage District  
D. Harris, LJA  
Mr. Copeland Rhea, Clay Development  
Mr. Holden Rushing, NAI Global  
Mr. Steve Pastor, NAI Global

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 – Mr. Bobby Fuller, Texas Port Ministry
4. Roll Call.  
All members of the Board were present.
5. Approval of minutes from the Special Meeting and Regular Meeting held January 14, 2016.

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

6. Approval of disbursements for the period December 1-31, 2015:

PORT FREEPORT OPERATING ACCOUNT EXPENDITURES

Check No.	To	For	Amount	Purchase Order Number
75282	Stewart Title - Lake Jackson office	CIP- Other	6,939.18	N/A
75283	Stewart Title - Lake Jackson office	CIP- Other	7,639.95	N/A
75284	Time Management	Lease Expense	2,400.00	N/A
75285	City of Freeport	Water & Gas	15.48	N/A
75286	City of Freeport	Water & Gas	1,189.36	N/A
75287	City of Freeport	Water & Gas	15.48	N/A
75288	City of Freeport	Water & Gas	159.71	N/A
75289	City of Freeport	Water & Gas	43.32	N/A
75290	City of Freeport	Water & Gas	56.04	N/A
75291	City of Freeport	Electricity, Water & Gas	4,277.45	N/A
75292	TEI Staffing	Contract Labor Expense	1,335.42	N/A
75293	Office Universe, Inc.	Office Supplies	71.12	N/A
75294	Specialties Company	M & R- Berth 7 Crane; M & R- TS 3; M & R- Vehicles	919.56	N/A
75295	FedEx	Postage & Freight	71.03	N/A
75296	Mike Wilson	Sales/Promotion Travel	217.85	N/A
75297	Nancy Stephens	Telephone	25.00	N/A
75298	Patrick's Enterprises, Inc.	Office Supplies	105.70	N/A
75299	Waste Management	Contract Services	252.55	N/A
75300	G & K Services	Other Receivables; Maintenance & Operations Supplies; M & R- 2nd St. Administration	328.34	10696
75301	Superior Cleaning Service	M & R- 2nd St. Administration; M & R- Operations Building; M & R- Security Building; M&R- TS 1; M & R TS 2	2,520.41	11041
75302	Texas Association of Counties	Insurance Expense	8,189.00	N/A
75303	Culligan Water Systems	M & R- 2nd St. Administration; M & R- 419 E. Broad St.; M & R- Operations Building; M & R- Buildings Berth 7	773.00	10923
75304	EVCO Industrial Hardware	M & R- Terminal Operations; M & R- Crane; M & R- Berth 7 Crane; Maintenance & Operations Supplies	1,216.74	N/A
75305	Bobby Ford, Inc.	M & R- Vehicles	430.74	N/A
75306	Sherwin Williams	M & R- Docks Berth 7- VT	202.70	N/A
75307	Art's Sign Service	M & R- Vehicles	94.06	N/A
75308	Northern Tool & Equipment	M & R- Terminal Operations Equipment	149.64	N/A
75309	Assurant Employee Benefits	Group Health & Related Benefits	3,379.61	N/A
75310	ABC, Inc.	Dues & Membership- Safety	775.00	N/A

75311	U.S. Healthworks Medical Group TX Inc.	Employment Related	155.00	N/A
75312	Jesse Hibbetts	Sales/Promotion Travel; Automobile Expense	155.79	N/A
75313	AT & T Long Distance	Telephone	3,927.29	N/A
75314	AT & T Mobility	Telephone	282.40	N/A
75315	Quill Corporation	Office Supplies	46.28	N/A
75316	Direct Energy Business	Electricity	48.35	N/A
75317	Verizon Wireless	Telephone	39.99	N/A
75318	Vicki L. Smith	Flexible Spending Employee Reimbursement; Employment Related; Telephone	210.75	N/A
75319	Brookside Equipment Sales, Inc.	M & R- Terminal Operations	410.77	N/A
75320	Gentry Motor Parts	Maintenance & Operations Supplies; M & R- Terminal Operations; M & R- Vehicles; M & R T.S. Sprinkler System	2,417.43	N/A
75321	AAA Asphalt Paving, Inc.	CIP- Pete Schaff Blvd. Pavement; Retainage Payable	186,443.72	10975
75322	Reliant	Electricity	66,039.73	N/A
75323	Airgas USA, LLC	M & R- Crane; Maintenance & Operation Supplies	160.51	N/A
75324	Jeff Strader	Technical Training	99.28	N/A
75325	Bruno Public Affairs	Consultant Fees- Other	3,125.00	N/A
75326	Swisher & Swisher, LLC	M & R- Other	660.00	11064
75327	Centerpoint Energy	Water & Gas	20.55	N/A
75328	Suburban Propane, L.P.	Fuel/Oil General	239.63	10865
75329	Quality Turf Farms, LC	M & R- MSC Lease Facilities; M&R- Other; Other Receivables	6,524.61	11029
75330	Angleton Tractor Company	M & R- Terminal Operations	302.58	N/A
75331	Hurt Company, Inc.	Fuel/Oil General	2,555.65	11065
75332	Sunstates Security, LLC	Security Service Fees	24,082.41	N/A
75333	Nicholas Malambri	CIP- TS 2 Demolition Project; CIP- Docks- Berth 5 Mooring; CIP- Parcel 25 Asphalt Paving; Automobile Expense; Office Supplies; Telephone; M & R- TS 5	190.64	N/A
75334	Freese and Nichols	CIP - Parcel 14 - Future Development, Rail Development, Phase III Ashphalt	156,934.63	10848, 10847
75335	HDR, Inc.	Freeport Harbor Channel Improvement	29,502.10	11020; 10933
75336	Mimecast North America, Inc.	M & R- Office Equipment	155.75	N/A
75337	Abbey Whitney	Automobile Expense	16.91	N/A
75338	K.R. Adams	Consultant Fees- Other	1,250.00	10897
75339	Crawford Electric Supply	M & R- Berth 7 Crane; M&R- TS 3; M&R- Vehicles	1,126.31	N/A
75340	Dianna Kile	Sales/Promotion Travel; Governmental Relations; Community Events	612.26	N/A
75341	Charles B. McFarland	Legal Fees	550.00	10981
75342	Sweeping Texas	M & R- Docks Berth7- VT; M & R- Parcel 25	875.00	N/A
75343	Junior Achievement of Brazoria County, Inc.	Community Events	125.00	N/A
75344	McDonough Engineering Co.	CIP- Parcel 25 Multi Rail Spur Project No. 14-17	35,341.25	10829
75345	Freese and Nichols	CIP- Parcel 14 Future Rail Development; CIP- Parcel 14 Rail Development; CIP- Parcel 14 Phase II- Asphalt; CIP- Parcel 14 Phase III- Asphalt	40,502.04	10848; 10847
75346	HDR, Inc.	Berth 2 Floodwall Modification	3,650.19	10852
75347	Leonard Bryant	M & R - Other	3,836.53	N/A
75348	Michaela Bevers	Commercial Events - Service Awards	1,275.00	N/A
75349	CenterPoint Energy	Electricity	300.00	N/A
75350	Texas Association of Counties	Insurance Expense	14,202.00	N/A
75351	VOID	VOID	VOID	N/A
75352	Sterling Structures, Inc.	CIP - New Administration Building	433,470.37	10837
75353	MorphoTrust USA	TWIC - Employment Related	128.00	N/A
75354	TEI Staffing	Contract Labor Expense	642.98	N/A
75355	Office Universe, Inc.	Office Supplies, M & R Gate 8	302.74	N/A
75356	Williams Diesel, Inc.	M & R Terminal Operations Equipment, M & R Berth 7 Crane, Maintenance & Operations Supplies	716.27	N/A
75357	Specialties Company	M & R Terminal Operations Equipment, Maintenance & Operations Supplies	228.30	N/A
75358	Campus~Mary	Automobile Expense	26.45	N/A

75359	Waste Management	Contract Services	146.99	N/A
75360	G & K Services	Janitorial Supplies	98.40	N/A
75361	Lowe's	M & R Terminal Facilities	280.94	N/A
75362	Blueline Shop & Copy Center	Community Events	44.00	N/A
75363	Culligan Water Systems	M & R - Operations Building	126.00	10923
75364	Matheson TriGas	Maintenance & Operations Supplies	164.85	N/A
75365	Economic Development Alliance	Community Events	160.00	N/A
75366	Brazosport Tire Inc.	M & R Terminal Operations Equipment, M & R Vehicles	1,812.50	N/A
75367	Brazosport Plumbing & Heating	M & R Buildings Berth 7	364.20	N/A
75368	VOID	VOID	VOID	N/A
75369	Brazoria County Clerks Office	Office Supplies	200.00	N/A
75370	Kennemer, Masters & Lunsford	Consultant Fees - Audit	11,000.00	10927
75371	U.S. Healthworks Medical Group TX Inc.	Employment Related	155.00	N/A
75372	The Brazoria County News	Advertising - Community	675.00	N/A
75373	AT & T	Telephone	845.38	N/A
75374	Sardelich, LPC~Elizabeth	Group Wellness	400.00	N/A
75375	Centerpoint Energy - Houston	CIP - New Administration Building	10,537.76	N/A
75376	Singhania~Ravi K.	Technical Training, Sales/Promotion Travel	2,779.75	N/A
75377	Boys & Girls Club of Brazoria	Community Events	800.00	N/A
75378	Ben Westerlin	Flexible Spending Employee Reimbursement	178.31	N/A
75379	Quill Corporation	Office Supplies	176.78	N/A
75380	Winkler~Darlene	Insurance Claims- Vision	280.00	N/A
75381	Verizon Wireless	Telephone	151.96	N/A
75382	Kresta~Paul A.	Technical Training	2,178.54	N/A
75383	On Hold Marketing Works	Lease Expense	39.00	N/A
75384	McGriff, Seibels & Williams of Texas	Insurance Expense	45,000.00	N/A
75385	Jason Hull	Telephone	132.50	N/A
75386	Airgas USA, LLC	Maintenance & Operations Supplies	189.63	N/A
75387	CenterPoint Energy	Electricity	1,500.00	N/A
75388	Canon Solutions America, Inc.	M & R Office Equipment	879.76	N/A
75389	Comcast Business	Contract Services	2,602.99	N/A
75390	Highway 36A Coalition, Inc.	Dues & Memberships	1,875.00	N/A
75391	Sunstates Security, LLC	Security Service Fees	24,246.64	N/A
75392	Family Fitness	Group Wellness	91.92	N/A
75393	G4S Secure Integration	M & R Gate 8 Guard Building	1,400.00	N/A
75394	Donald Mullett	Flexible Spending Employee Reimbursement	2,470.00	N/A
75395	Cecil Booth	Technical Training, Auto expense, Telephone, M & R Roads- Pete Schaff, M & R Roads - Turning Basin	1,660.81	N/A
75396	Whitney~Abbey	Commercial Events. Sales Prom/Travel, Auto Expense	172.17	N/A
75397	Adhere Creative	New Website Development	10,214.40	10931
75398	RICO Elevators, Inc.	M & R Berth 7 Crane	772.50	N/A
75399	Jason Miura	Flexible Spending Employee reimbursement	500.00	N/A
75400	Sitek Omni Services	CIP - TS 2 Demolition Project	20,890.00	11034
75401	USAED, Galveston District	Berth 2 Floodwall Modification	24,249.55	N/A
75402	AAA Asphalt Paving, Inc.	CIP - Pete Schaff Blvd. Pavement	908,448.57	N/A
75404	Bevers~Michaela	Community Events, Office Supplies	23.00	N/A
75405	Office Universe, Inc.	Office Supplies	333.72	N/A
75406	FedEx	Postage & Freight, M & R - T.S 5	33.99	N/A
75407	Wilson~Mike	Commercial events, Sales/Promotion Travel	90.09	N/A
75408	Stephens~Nancy	Ins. Claims - Vision	240.00	N/A
75409	Gulf Coast Paper Company	Office Supplies	464.93	N/A
75410	PC Care Inc.	Contract Services	339.90	N/A
75411	G & K Services	Janitorial & Uniform Services	78.15	10696
75412	Girouard's Ace Hardware	Maintenance & Operations Supplies, M & R -Terminal Operations Equipment, M & R Crane, M & R Vehicles, M & R Berth 7 Crane, M & R - Operations Building., M & R Gate 4, M & R Building Berth 7, M & R Warehouse 51, M & R T.S. Sprinkler System, M & R - Docks Berth 7, M & R Rail - General, M & R Terminal Facilities , M & R Dole Lease, M & R Parcel 25, M & R TS 5, M & R Security Boat	664.80	N/A

75413	Matheson TriGas	M & R - Berth 7 Crane	40.77	N/A
75414	Plantation House	Office Supplies	261.60	N/A
75415	Steinberg & Associates	Professional Consulting Fees	1,500.00	10858
75416	Angleton Chamber of Commerce	Community Events	30.00	N/A
75417	Brazoria County Septic	Contract Services	1,253.00	N/A
75418	Brazosport Facts	Legal Fees, Employment Related, Advertising	1,777.10	N/A
75419	Sherwin Williams	M & R Docks Berth 7	202.70	N/A
75420	Dooley Tackaberry	Safety Vest Supplies	167.00	N/A
75421	Pinkerton Consulting & Investigations	Employment Related	121.00	N/A
75422	Comcast	Contract Services	214.02	N/A
75423	Ben Westerlin	Flexible Spending Employee Reimbursement	120.00	N/A
75424	Winkler~Darlene	Insurance Claims - Vision	280.00	N/A
75425	Direct Energy Business	Electricity	186.90	N/A
75426	Smith~Vicki L.	Insurance Claims - Vision	40.00	N/A
75427	Brookside Equipment Sales, Inc.	M & R Terminal Operations	89.97	N/A
75428	Coastal Power Products	M & R Terminal Facilities	750.00	N/A
75429	AT&T	Telephone	284.53	N/A
75430	McGriff, Seibels & Williams of Texas	Insurance Expense	6,084.00	N/A
75431	PBK, Inc.	TS 2 Demolition Project, CIP - EOC - Customs & Border, M & R Warehouse 51	34,659.25	10909, 10957, 11036
75432	Airgas USA, LLC	Maint. & Operations Supplies	31.40	N/A
75433	Energia Resources, Inc.	M & R Terminal Operations, Crane	134.00	N/A
75434	Sunstates Security, LLC	Security Service Fees	24,875.39	N/A
75435	Robertson~Brandon	Automobile Expense, Telephone	108.93	N/A
75436	MassMutual Financial Group	Contract Services	800.00	N/A
75437	R.B. Hash & Associates, Inc.	CIP - M & R Warehouse 51	4,346.00	N/A
75438	Crawford Electric Supply	M & R Bldgs. Berth 7	232.44	N/A
75439	Dianna Kile	Ins. Claims - Vision, Flex Spending Employee Reimbursement	558.00	N/A
75440	Breakbulk US OpCo	Commercial events	8,195.00	11042
75441	Sweeping Texas	M & R Roads	875.00	N/A
75442	Comptroller of Public Accounts	Sales Tax Payable	2,285.15	N/A
75443	Brazosport Safety Council, Inc.	Dues & Memberships - Safety	300.00	N/A
75444	Smith~Vicki L.	Flexible Spending Employee Reimbursement, Insurance Claims - Employee Vision	779.44	N/A
75445	Donald Mullett	Telephone	25.00	N/A
75446	Dianna Kile	Government Relations, Technical Training, Community Events, Sales/Promotion Travel	365.13	N/A
75447	City of Freeport	Lease	10,000.00	N/A
75448	City of Freeport	Water & Gas	8,588.54	N/A
75449	City of Freeport	Water & Gas	15.48	N/A
75450	City of Freeport	Water & Gas	15.48	N/A
75451	City of Freeport	Water & Gas	56.04	N/A
75452	City of Freeport	Water & Gas	101.10	N/A
75453	City of Freeport	Water & Gas	15.48	N/A
75454	TEI Staffing	Contract Labor Expense	890.28	N/A
75455	Office Universe, Inc.	Office Supplies	76.13	N/A
75456	GulfTex Vending	Office Supplies	290.63	N/A
75457	Campus~Mary	Technical Training	884.94	N/A
75458	Evans~Donnie Joe	Telephone	25.00	N/A
75459	Lopez~David	Telephone	15.00	N/A
75460	Martinez~Constantino	Telephone	15.00	N/A
75461	Gulf Coast Paper Company	Office Supplies	306.55	N/A
75462	PC Care Inc.	Contract Services	339.90	N/A
75463	Patrick's Enterprises, Inc.	Maintenance & Operations Supplies	109.00	N/A
75464	G & K Services	Janitorial & Uniform Services	78.15	10696
75465	Culligan Water Systems	M & R - 419 E. Broad Street	70.00	10923
75466	Angleton Chamber of Commerce	Community Events	200.00	N/A

75467	Evco Industrial Hardware	M & R - Berth 7 Crane	223.22	N/A
75468	Johnson Supply	M & R T.S. 1	323.40	N/A
75469	Ready Refresh	Office Supplies	179.81	N/A
75470	Unum Life Insurance	Group Health & Related Benefits	864.52	N/A
75471	Northern Tool & Equipment	M & R Terminal Operations Equipment	89.99	N/A
75472	Hagemeyer North America Inc.	Furniture & Equipment	94.51	N/A
75473	Brazos Fence, Inc.	M & R - Gate 4	2,970.00	11069
75474	Shred It Houston	Office Supplies	125.59	N/A
75475	Ro'vin Garrett, RTA	CIP - Other	938.72	N/A
75476	Gulf Machine Services	M & R - Vehicles	365.00	N/A
75477	ERC Environmental Consultants Inc.	CIP - TS 2 Demolition Project	13,430.00	11081, 10961
75478	Hooser~Marvin	Telephone	15.00	N/A
75479	Grainger	M & R - Berth 7 Crane	74.61	N/A
75480	Comcast	Contract Services	149.42	N/A
75481	Integrated Architecture & Design	CIP - New Administration Building	8,290.40	10605
75482	AT & T Mobility	Telephone	470.49	N/A
75483	The Lincoln National Life	Group Health & Related Benefits	798.87	N/A
75484	Aparicio~Randy	Telephone	15.00	N/A
75485	Southeast TX Police Chiefs	Dues, Memberships & Licenses	50.00	N/A
75486	AT & T	Telephone	465.14	N/A
75487	Johnston~Roger	Dues, Memberships & Licenses	70.00	N/A
75488	Blank Rome LLP	Legal Fees	850.00	N/A
75489	Mauro & Cordoba	Legal Fees	7,707.00	N/A
75490	Mauro & Cordoba	Legal Fees	4,659.00	N/A
75491	Mauro & Cordoba	Legal Fees	1,775.00	N/A
75492	Mauro & Cordoba	Legal Fees	1,861.00	N/A
75493	Mauro & Cordoba	Legal Fees	2,632.00	N/A
75494	Mauro & Cordoba	Legal Fees	1,800.00	N/A
75495	Mauro & Cordoba	Legal Fees	240.00	N/A
75496	Wells Fargo	Other Receivables, Employment Related, Sales/Promotion Travel, Community Events, Technical Training, Governmental Relations, Office Supplies, Telephone, Dues & Memberships, Subscriptions, M & R Vehicles	13,557.22	N/A
75497	First Southwest Company	2015A Bond Issuance Costs	3,804.49	N/A
75498	Jeff Strader	Telephone	136.75	N/A
75499	Harlan Enterprisers, Inc.	Emergency Repairs	2,115.00	N/A
75500	Sunstates Security, LLC	Security Service Fees	24,243.38	N/A
75501	Audry Fuller	Telephone	15.00	N/A
75502	Donald Mullett	Telephone	25.00	N/A
75503	HDR, Inc.	CIP- Berth 2 Floodwall Modification	2,281.37	10852
75504	Bay Area Fire & Safety	M & R Terminal Facilities	1,560.00	11076
75505	Coastal Chemical Co LLC	M & R - Crane	762.51	N/A
75506	Vu Pham	Telephone	15.00	N/A
75507	VOID	VOID	VOID	N/A
75508	Freese & Nichols	CIP- Parcel 19 Phase II- Asphalt	26,675.60	10847
75509	TEI Staffing	Contract Labor Expense	667.71	N/A
75510	Specialties Company	M & R - Terminal Operations	619.13	N/A
75511	Gulftex Vending	Office Supplies	82.85	N/A
75512	G & K Services	Maintenance and Operations Supplies	95.43	10696
75513	Park Place Sports & Awards	Community Events - Promotional Items	62.25	N/A
75514	Art's Sign Service	M & R - Terminal Facilities - FTZ Signs for Hoegh	560.00	N/A
75515	Grainger	M & R - Docks Berth 2	339.69	N/A
75516	AAA Asphalt Paving, Inc.	CIP - Pete Schaff Blvd. Pavement	85,300.50	10975
75517	Bottom Dollar Carpet	M & R - Operations Building	693.10	N/A
75518	Harlan Enterprisers, Inc.	M & R - Berth 7 Crane	131.01	N/A
75519	Swisher & Swisher, LLC	M & R - Annual Herbicide	660.00	10896
75520	Suburban Propane, LP	Propane for Storage Tank	95.21	10865
75521	LJA Engineering, Inc.	CIP - Docks - Velasco Terminal	56,304.30	10615
75522	Sunstates Security	Security Service Fees	25,050.45	N/A
75523	Family Fitness	Group Wellness	91.92	N/A
75524	ABB, Inc.	M & R - Berth 7 Crane	220.00	N/A

75525	Sterling Structures, Inc.	CIP - New Administration Building	379,040.52	10837
75526	Freese & Nichols	CIP - Parcel 14 Rail Development, CIP - Parcel 14 - Phase III Asphalt, CIP - Parcel 14 - Future Development	15,992.74	10847
75527	HDR, Inc.	Freeport Harbor Channel Improvement	30,638.03	11053, 11054, 10933, 11020
75528	Crawford Electric Supply	M & R- Berth 7 Crane, M & R - Docks Berth 3, M & R - TS 3, M & R - Docks Berth 1	2,374.09	N/A
75529	Sweeping Texas	M & R - Roads	875.00	N/A
75530	RICO Elevators, Inc.	M & R - Berth 7 Crane	6,400.25	N/A
51821	Singhania, Ravi K.	Commission Fees- January 16	995.00	N/A
51822	Terry, Bill	Commission Fees- January 16	840.00	N/A
51823	Kresta, Paul A.	Commission Fees- January 16	970.00	N/A
51824	Hoss, John	Commission Fees- January 16	940.00	N/A
51825	Pirtle, Shane	Commission Fees- January 16	940.00	N/A
51826	Santos, Rudy	Commission Fees- January 16	940.00	N/A

PORT FREEPORT OPERATIONS ACCOUNT EXPENDITURES

Check No.	To	For	Amount	Purchase Order Number
N/A			N/A	N/A

PORT FREEPORT WIRE TRANSFERS

No.	To	For	Account	Amount	Purchase Order Number
5174	Texpool Capital Note Debt Service	Transfer to Capital Lease for Debt Service	Texpool - Port Operations Account	132,911.70	N/A
5175	Texpool 2013A Series Debt Service	Transfer to 2013A Series Debt Service	Texas Gulf Bank Port Operations Fund	232,255.00	N/A
5176	Texpool 2015A Series Debt Service	Transfer to 2015A Senior Lien Debt Service Fund	Texas Gulf Bank Port Operations Fund	156,009.00	N/A
5177	Texpool I & S - 2006 Series	Transfer to I & S	Texas Gulf Bank Port Operations	35,681.34	N/A
5178	Mass Mutual Retirement	Transfer for Employee 457 Plan Contribution	Texas Gulf Bank Payroll	10,932.30	N/A
5179	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	562,516.76	N/A
5180	Texas Gulf Bank Port Operations	Transfer for Accounts Payable - Bond Related	Texpool - 2015A Project Fund	79,493.48	N/A
5181	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	79,493.48	N/A

5183	Texas Gulf Bank Port Operations	Transfer for Accounts Payable - Bond Related	Texpool - 2015A Project Fund	908,448.57	N/A
5184	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable - Bond Related	Texas Gulf Bank Port Operations	908,448.57	N/A
5185	Texas Gulf Bank Payroll Account	Transfer for payroll 12/10/15	Texas Gulf Bank Port Operations	124,738.79	N/A
5186	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	179,147.50	N/A
5187	Mass Mutual Retirement	Transfer for Employee Retirement Plan Loan Payments - 12/10/15	Texas Gulf Bank Payroll	1,238.82	N/A
5188	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	779.44	N/A
5189	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	96,561.10	N/A
5190	Texas Gulf Bank Payroll Account	Transfer for payroll 12/23/15	Texas Gulf Bank Port Operations	126,933.05	N/A
5191	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Port Operations	122,136.11	N/A
5192	Mass Mutual Retirement	Transfer for Employee Retirement Plan Loan Payments - 12/23/15	Texas Gulf Bank Payroll	1,238.82	N/A
5193	Mass Mutual Retirement	Transfer for Employee 457 Plan Contribution	Texas Gulf Bank Payroll	11,219.09	N/A
5194	Texas Gulf Bank Port Operations	Transfer for Accounts Payable - Bond Related	Texpool - 2015A Project Fund	26,675.60	N/A
5195	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable - Bond Related	Texas Gulf Bank Operations	26,675.60	N/A
5196	Texas Gulf Bank Accounts Payable	Transfer for Accounts Payable	Texas Gulf Bank Operations	699,570.53	N/A

PORT FREEPORT PAYROLL ACCOUNT EXPENDITURES

Description/Date	Amount	Purchase Order Number
ADP 12/10/2015	115,912.41	N/A
ADP 12/23/2015	120,151.29	N/A

A motion was made by Commissioner Hoss to approve the disbursements. The motion was seconded by Commissioner Terry with all Commissioners present voting in favor of the motion.



7. Reports from Executive Staff:

- A. Receive report from Chief Financial Officer on monthly activity and matters related to financial results, investments, insurance, leases, real property matters and other related administrative affairs.

Mr. Strader gave brief financial update to the Board. He also introduced the newest member of our staff, Minette Macrae who is filling the vacant Accounting Clerk's position.

- B. 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 pictures of the Transit Shed 2 demolition progress as well as the inside of the new administration building including the dais for the boardroom, executive conference room and offices on the third floor.

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

In Mr. Durel's absence, Jesse Hibbetts updated the board on Dole's operation stating that they have been a little off schedule and have been trying to get back on schedule by off-chartering one their vessels and brought in a short-time vessel for a couple weeks to try and get them back on schedule. The transfer station that has been in place for them has been working well. Tenaris is averaging two ships a month while Hoegh is seeing about five ships a month. To date, Hoegh has brought in about 20,000 vehicles (import/export) which equals 70,600 tons. Commissioner Hoss commended the operations team on how good the Port looks especially with all the traffic moving through.

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

In addition to his report, Mr. Hogan stated that the camera project is in full force with a couple of the gates complete and some electrical that will need to be run. Cameras are also up at the non-TWIC lot and will be operational Monday or Tuesday the following week. Mr. Hogan added that with the addition of Jason Caywood on the team, his experience is saving the Port approximately \$12,000 since he is able to do the configuration. The AT&T phone service is also going through a fiber upgrade and being rerouted to the EOC. This will give more reliability in phone service, a backup internet connection and will save money long term.

- E. Receive report from Director of Business & Economic Development on activities and matters related to industry meetings and Port presentations, Port events, and other related trade development or community relation matters.

Mr. Miura presented his written reports to the Commissioner and stated that staff is still on track with the website for deployment for the beginning of March. He will address the Trade Mission to Panama later in the open session item.

- F. Receive report Director of External/Governmental Affairs on activities and matters related to federal, state and local governmental affairs, Port tenant updates, USCOE, rail issues, HGAC/TPC, Committees, upcoming Port and civic events and other related governmental affairs.

Ms. Kile extended an invite to the Board to attend the East End meeting for the residents and owners that will be held February 2 at 1:00 p.m. She also reported attending the Public Information Officer's meeting.

8. Receive report from Commissioners on matters related to meetings and conferences attended, Port presentations and other related Port Commission matters.

There were no reports from Commissioners.

9. Public Comment

There were no comments from the public.

10. Recognition of Freeport Terminals for achieving one year safety performance of no injuries.

Mr. Hogan stated that a representative from Freeport Terminals was not available to receive recognition. Commissioner Singhania stated that we will table this item until next month's meeting.

11. Receive report from Kennemer, Masters & Lunsford on the annual audit.

Mr. Kevin Cadenhead with Kennemer, Masters & Lunsford reported on the recently completed audit & exit conference held with management earlier in the week. He explained that a very detailed audit plan is put together prior to the audit and the Port was able to stay on that plan with no deviations. There were no recommendations made for control improvements and no control deficiencies or findings in the audit. Federal program spending was below the threshold which was seen in previous years with security projects therefore single audit procedures were not necessary. He went on to explain the biggest change in audit this year was the implementation of a pension standard which the Port was able to avoid in that our pension is based on defined contribution and not defined benefit. He added that KML is very proud of the controls in place at the Port and with the job staff has done to prepare for the auditors.

12. Receive presentation from Clay Development on proposal to act as master developer on Parcel 14.

Mr. Miura introduced Copeland Rhea with Clay Development to give a presentation regarding the potential benefits to entering a master development agreement for two parcels within Port property. Mr. Rhea also introduced Holden Rushing and Steve Pastor who are with NAI Global, the marketing arm of the team for this project.

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

Ms. Campus presented the investment policy for annual review and approval stating that there were no changes in the legislative session to the policy that required implementation. PFIA also requires the Board review authorized brokers, strategies and training which has been completed by herself and Mr. Strader. She recommends approval of the policy.

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

14. Approval of amendments to Port Policies 2.1 and 9.10 and Port Practices & Procedures 3.1 and 3.8.

Mr. Strader stated Policy 2.1 deals with the organization of the Board including the election of officers, term of offices and a new component comprised of the committee descriptions which were previously published in the Port's Practices & Procedures Manual. Mr. Strader has added the new Security/Safety Committee, enhanced descriptions of each committee and changed the Capital Planning Committee name to Strategic Planning Committee. This policy allows for Ad-Hoc Committees should the Chairman request them and also allows the Chairman to serve as an ex officio member of each committee and choose members of the committees. He also stated there would still be a need for the committees to charter themselves which is basically establishing rules, purpose and how the committees will be conducted. The committees are structured as advisory only. After some discussion regarding wording within the document, the Board requested staff and legal take another look at the policy and bring it back to the next meeting for approval.

Policy 9.10 and related procedures (3.1 and 3.8) have been reviewed by the Finance Committee and address the establishment of a treasurer within the organization to control the disbursements and the approval of them subject to the overall guidance of the Board. After doing some legal research, staff has found that the Commission needs to establish a set of policies/procedures that would control the disbursements funds out of the depository. This policy establishes a treasurer, naming Mr. Strader as CFO to be the treasurer and to be responsible for the annual review & update of these procedures subject to Commission approval. This policy will also require a change in the process in how expenditures are approved. A list of expenditures will be included with the monthly financial report and the Commission will be asked to approve that report. This is part of what the statutes call for.

A motion was made by Commissioner Hoss to approve Policy 9.10 to designate the CFO as Treasurer, adopt 3.1 & 3.8 procedures and defer Policy 2.1 to the February meeting. The motion was seconded by Commissioner Pirtle with all Commissioners present voting in favor of the motion.

15. Approval of Jason Miura, Director of Business & Economic to serve as representative on the Board of Directors for the Economic Development Alliance.

Mr. Strader explained that Glenn Carlson was the Port's delegate on the Board of Economic Development Alliance and with his departure, a replacement is needed. It is his recommendation Jason Miura replace Mr. Carlson's position on the Board.

A motion was made by Commissioner Pirtle to approve Mr. Miura to the Board of Economic Development. The motion was seconded by Commissioner Santos with all Commissioners present voting in favor of the motion.

16. Receive update from Jason Miura, Director of Business & Economic and Commissioners regarding recent Trade Mission trip to Panama.

Mr. Miura thanked that Board for allowing him to attend this trip to represent Port Freeport and getting the message to the Panamanians regarding our growth potential and direction toward the future. He went on to state that the trade delegation was well represented by Port Freeport, Fort Bend County, Brazoria County and the Rail District. He went over the agenda for their trip which included business breakfast with the

Mayor of Panama City followed by a business forum attended by the Chairman of Port of Panama Canal Authority where presentations were given on Port Freeport and the Rail District. The group also participated in an informative tour of the Panama Canal where they learned about the expansion of the Canal, the addition of the third set of locks. Additionally, the group also made presentations to the Panamanian Maritime Chamber and Colon Free Trade Zone community and visited Manzanillo International Terminal which is operated by SSA Marine. Upon return, a debriefing was held with Ambassador Sosa regarding the trip to talk about how to proceed moving forward and laying out a plan of action. Mr. Miura also stated that a delegation from Panama will be arriving in March to visit Port Freeport adding that this mission trip was a very eye-opening and informative trip. Commissioners Santos, Hoss and Singhanian also commented on the trip adding that it was very informative and overwhelming experience with a lot of interest from key people on the Panamanian side.

17. Discussion and update from Jason Miura, Director of Business & Economic Development regarding Brazoria-Fort Bend Rail District Meetings and approval of Port Freeport's contribution to the Brazoria-Fort Bend Rail District 2016 operating budget.

Mr. Miura stated that the Rail District is working diligently to schedule a workshop to discuss the district mission, goals and planning for the rail district as well as the development of the 2016 budget. In the last meeting, presentations were received from four law firms to represent the District however, since the District does not have funding at this time, it was suggested each sponsoring entity assist with general counsel support until a budget is established. Port Freeport will also be assisting administratively with assistance from Missy Bevers as Administrator and Abbey Whitney as Assistant Administrator of the District. During previous budget discussion, Mr. Miura stated that \$125,000 is the startup number the District has discussed and with that is asking Port Freeport to contribute \$50,000 to the Rail District. This contribution will be subject to reimbursement when the project is taken over by a private entity and funding by Brazoria County and Fort Bend County.

A motion was made by Commissioner Terry to approve a Port Freeport contribution of \$50,000 contingent on reimbursement of this \$50,000, reimbursement of the Port's contribution of \$200,000 to the study and other entities must contribute as well. The motion was seconded by Commissioner Santos with all Commissioners present voting in favor of the motion.

18. Receive update from Chris Hogan, Director of Protective Services regarding the implementation of security personnel and/or devices related to the Harbor Safety Program.

Mr. Hogan stated that since his update includes SSI information, he requested this item be moved to executive session for discussion.

19. Approval of proposed Board Meeting dates for 2016

Commissioner Singhanian stated that at the last meeting the Board requested looking at a revised proposal that includes two meeting dates per month which has been included in BoardPaq. Commissioner Pirtle has no problems with the revised schedule except for the February 11<sup>th</sup> date since several Commissioners will be traveling. All Commissioners agreed to cancel the February 11<sup>th</sup> date and only have one meeting that month on the 25<sup>th</sup>. Commissioner Singhanian also noted that March 10<sup>th</sup> will be a workshop and these dates are subject to change.

A motion was made by Commissioner Pirtle to approve the proposed meeting dates. The motion was seconded by Commissioner Terry with all Commissioners present voting in favor of the motion.

20. 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. Under authority of Sections 551.071 and 551.072 for discussion regarding:

1. Consultation with attorney regarding an Interlocal Agreement between Port Freeport and the City of Freeport.

B. Under authority of Section 551.072 for discussion regarding:

2. The potential exchange, lease, or value of Parcel 14, Port Freeport.

21. RECONVENE OPEN SESSION to review and discuss the following:

22. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:55 p.m.