

Minutes of Port Commission Regular Meeting
April 25, 2024
In Person & Videoconference

A Regular Meeting of the Port Commission of Port Freeport was held April 25, 2024, beginning at 1:02 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

This meeting agenda with the agenda packet is posted online at www.portfreeport.com

The meeting will be conducted pursuant to Section 551.127 of the Texas Government Code titled "Videoconference Call." A quorum of the Port Commission, including the presiding officer, will be present at the Commissioner Meeting Room located at 1100 Cherry Street, Freeport, Texas. The public will be permitted to attend the meeting in person or by videoconference.

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Commissioners present in person:

Mr. Ravi Singhania, Chairman
Mr. Rob Giesecke, Vice Chairman
Ms. Barbara Fratila, Secretary
Mr. Kim Kincannon, Asst. Secretary
Mr. Rudy Santos, Commissioner
Mr. Dan Croft, Commissioner

Staff Members Present:

Mr. Grady Randle, Legal Counsel
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Rob Lowe, Director of Administration/CFO
Mr. Jason Hull, Director of Engineering
Mr. Chris Hogan, Director of Protective Services
Mr. Jason Miura, Director of Business & Economic Development
Mr. Brandon Robertson, Director of Information Technology
Mr. Jesse Hibbetts, Director of Operations
Ms. Missy Bevers, Executive Assistant
Ms. Mary Campus, Controller
Ms. Christine Lewis, Safety Coordinator
Mr. Cecil Booth, Project Engineer
Mr. Chas Gryseels, Engineering Specialist
Ms. Bailee Anderson, Accounting Analyst
Mr. Jason Caywood, System Administrator

Also, present:

Mr. Chris Moore, Texas Port Ministry
Mr. Chris Motley, Freeport Fire Chief
Mr. Jason Foltyn, HDR
Ms. Heather Cook, Randle Law Office
Ms. Melanie Oldham
Mr. Alexander Higuera

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
2. Invocation – Mr. Chris Moore, Texas Port Ministry
3. Pledge of Allegiance – U.S. Flag and Texas Flag
4. Roll Call – Commissioner Singhanian noted that Commissioner Santos was running late while all other Commissioners were present in the Board Room.
5. Safety Briefing – Ms. Christine Lewis provided tips to avoid distracted driving.
6. Call to identify and discuss any conflicts of interest that may lead to a Commissioner abstaining from voting on any posted agenda item.

There were no conflicts noted by Commissioners.

7. Public Comment – There was no public comment.
8. Public Testimony – There was no public testimony.
9. Approval of minutes from the Special Meeting held March 7, 2024 and the Regular Meeting held March 28, 2024.

A motion was made by Commissioner Kincannon to approve the minutes. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion.

10. Continuation of the April 11, 2024 Workshop, including but not limited to the following:
 - A. Operations Update
 - B. Capital Projects Update

Operations Update

Mr. Hibbetts began his presentation by discussing Volkswagen vessel operations stating they brought in 3 vessels for the month of March with a total of 7,966 autos discharged. April's forecast shows 8 vessels for a discharge of 16,428 autos. Mr. Hibbetts also noted that almost 75% of the vessels are LNG fueled. He also shared photos of a near full Volkswagen facility from April 4. He also talked about the companies working alongside Volkswagen including APS Stevedoring, Wallenius Wilhelmsen Services (WWS) and Rail Link Operations (RL). APS handles the vessel operations hiring an average of 140-160 ILA workers per vessel

noting they are doing an excellent job with safety for the operation. WWS handles the auto processing for Volkswagen, Porsche, Audi, Bentley and Lamborghini which includes upgrades, manuals before the vehicles are shipped out by truck or rail. In addition, they handle the loading and unloading of the auto racks. Rail Link is the rail switcher for the operation and working very well with UP, WWS, VW and the Port. They are handling bi-level auto racks (two-tier auto racks) and switching the cars in the facility for Volkswagen. Staff anticipates 2 switches per day once everything is up and running and all logistics have been worked out. He explained that a switch is when UP brings the cars into the facility (dropping them on the Port's tracks), Rail Link will then switch the cars to the Volkswagen tracks. Mr. Hibbetts noted that Rail Link has approximately 3-4 people on site daily handling the switching, while WWS has about 90 people working for the processing. This plus the labor working the vessel operations gives a total of 250 people working at various times. Ms. Saathoff added the Port is expecting VW to be railing about 200 vehicles units outbound going to 6 different states in the U.S. outside the Texas market (Utah, California, Colorado, Illinois, Minnesota, Oregon). Mr. Hibbetts then shifted the discussion to Del Monte whose first vessel (M/V Rose) is expected to arrive June 23 with an LOA (length overall) of 629', holding 638 containers and has 634 electrical plugs. Del Monte expects 800-900 moves per week. These numbers are in line with what staff was expecting. Mr. Hibbetts shared pictures of the Del Monte Terminal showing the area behind Berth 7 under construction with the installation of reefer racks which will handle 688 plugs. He noted that Gulf Stevedores will be the stevedore for Del Monte and is setting up their temporary cross-dock which will be located behind Berth 8. He also shared photos of the construction site for the new Freeport Warehouse cross-dock facility and a map/drawing of the traffic flow to the new cross-dock facility. Mr. Hibbetts then gave an update on TxDOT projects and Gate 12 Construction stating that his team meets with TxDOT and their contractors weekly to discuss the FM 1495 Project. He noted that contractors finished the pouring at 4th Street and the tie-in, and have moved down to Highway 36, southbound side of the tie-in. The team is also working to ensure safety is maintained by coordinating with stevedores, flaggers, security and safety. Gate 12 is under construction and estimated to be completed January 2025. The Ops team is working with engineering on the Expansion Area repaving projects due to traffic flows to the warehouse facility and Gate 12. The areas tagged for repaving include 8th Street, Poplar Street, Terminal Street and 5th Street. Mr. Hibbetts also shared a picture of the dirt work at the Gate 12 construction site. Lastly, Mr. Hibbetts shared updated photos of the Del Monte warehouse construction site, Dockzilla (temporary cross-dock) and a full Volkswagen site.

Commissioner Santos arrived at the meeting during the Operations Update at 1:13 p.m.

Capital Plan Update

Mr. Hull began his update by sharing the following milestones for FY2024 as related to the Port's Strategic Initiatives...

**PORT FREEPORT
PORT CAPITAL EXPANSION PLAN
Fiscal Year 2024**

<i>Strategic Initiatives</i>	<i>Milestones</i>
➤ Freeport Harbor Channel	\$ 950,000
➤ Buildout of the Port’s Container Handling Facilities	37,124,000
➤ Development of warehousing and OEM distribution	1,440,000
➤ Port Infrastructure Support:	13,096,110
Total	\$ 52,610,110

He then shared the current state of the Freeport Harbor Channel Improvement Project noting that all sections are complete except for Reach 1 which is scheduled to be completed at the end of 2025. He noted another hopper dredge (Dodge Island) is expected to be on site within the week for maintenance work. Ms. Saathoff added there is a lot of coordination between the pilots, the dredgers and vessels arriving/departing the Port to minimize disruptions. Mr. Hull then discussed the TxDOT funding for new infrastructure projects in 2024/2025. During his discussion of the projects, he referenced a map showing where each project was located. Starting with Rider 37 Velasco Terminal Access which bids on April 16 and includes constructing a truck queuing area, widening and repaving of roads in the expansion area, jug handle street access and new gate access. Total project is \$6.2 million cost shared with TxDOT. The Seaport Connectivity Program is to rebuild E. 5th Street in the amount of \$3.8 million, cost shared with TxDOT. Another piece of the Seaport Connectivity Program is the Gate 4 Access Road Widening project which will widen the entrance (2-lane to 4-lane) from FM1495 to the guard house. Project is \$1 million, cost shared with TxDOT. Ms. Saathoff noted that with regard to the jug handle street, the Port included this with the grant request with the State in order to improve the area and give back access to E. 2nd Street to the Freeport community. The Maritime Infrastructure Program includes cost share of \$11.6 million for Velasco Terminal Area 5 which will concrete pave 15 acres on the terminal. Ms. Saathoff noted that staff will be applying for future funding through the state for Areas 4 and 6. Staff is also working with TxDOT for improvement of the non-TWIC staging yard. The area will include truck parking, booth for check-in, restroom facilities, vegetation, charging stations for trucks and POVs. This is an \$8.8 million project. TxDOT is pursuing a rural designation grant which would be a 20% non-federal and local sponsor match. TxDOT will look for the Port to fund 50% of the match, estimated at \$878,000. Staff confirmed these funds would be in the 2026-2027 biennium; therefore, construction would begin in 2026. Discussions will be a part of the capital planning process for the upcoming budget cycle.

11. Receive reports from Executive Staff on activities and matters related administrative affairs, financial results, facility engineering matters, operations and vessel activity, port safety matters, port security matters, Port tenant updates, USCOE, and other related port affairs.

A. Executive Director/CEO

Ms. Saathoff reported that May 7 the Port will host a Human Trafficking Awareness Workshop and the next traffic coordination and project meeting with TxDOT will be held May 14 noting TxDOT will continue with the original 3-phase approach to completing the FM 1495 reconstruction project, having two-way traffic at all times. April 27-29 is Emergency Supplies Tax Holiday Weekend. Staff will be meeting to review the Port’s

Hurricane Plan. The Panama Canal Authority is optimistic about increasing the number of daily transits through the canal from 27 to 32 and by mid-summer, increasing the draft for the vessels transiting the canal. The Expansion Area demolition project is completed. Staff will proceed with a contract with the Goodman Corporation to apply for the Clean Air Planning under the EPA Grant project. There is also opportunity to work with tenant to procure zero emissions equipment. Staff is moving forward to gather information on equipment needed, dollar amounts and who will be the owner of the equipment. Finally, the Senate Finance Committee staff will visit Port Freeport May 21.

B. Director of Engineering

In addition to mentions to the completion of the expansion area demolition, the Admin Building waterproofing is complete. Mr. Hull also shared photos of the electrical building for Del Monte as well as one of four transformers on site that Del Monte purchased to reduce voltage from 12470 to 480.

C. Director of Operations

Mr. Hibbetts shared statistics for the month of March noting the Port handled 33 vessels (10-LNG; 23-Inner Harbor) with Enterprise/Seaway receiving 6 vessels and port wide total vessels handles was 81. Riviana saw 1 vessel and 14 barges while 11 RoRo vessels were handled which equals just over 12,000 vehicles. Year to date, the Port has handled 53,525 vehicles. Tenaris moved over 86,000 tons handling 3 vessels, 12 barges and 33 railcars. Dole and Chiquita each handled 3 vessels while CEMEX handles 33 railcars and Volkswagen handled 166 railcars. Looking at April, LNG, Riviana, Vulcan and Tenaris all expect to see activity. Staff has been working diligently with new customers to ensure smooth operations. Mr. Hogan gave a briefing about the DPS Tactical Marine Unit which is coming to the area. The unit will bring 2-3 boats along with 8 operators and one team leader (swat team in a boat). The mission statement is security, intelligence and rescue working with local and federal agencies offering a huge asset to the area.

D. Director of Business & Economic Development

Mr. Miura stated that staff will be attending the upcoming Finished Vehicles Logistics conference in May and reported attending the recent JOC Breakbulk & Project Cargo conference in New Orleans noting it has grown substantially over the past few years and recommends continued participation.

E. Chief Financial Officer

Mr. Lowe gave a presentation regarding the financial results for the month of March. He also gave an update on the disposal of the residential lots noting that staff was asked to expand efforts to be more inclusive of a market effort which will take more time. Staff is moving forward but has nothing new to report.

12. Approval of financial reports presented for the period ending March 31, 2024.

A motion was made by Commissioner Giesecke to approve the financial report. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

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

April 4 OSS Committee Meeting – Commissioner Santos reported the committee reviewed the following policies, 7.1 - Security & Safety Regulations (no changes recommended), 7.2 - Smoke-Free Work Environment (on the agenda for approval) and 7.3 - Hurricane Preparedness (no changes recommended). Other items discussed include agreement with the City for Cooperative Radio Frequency Use, 2023 Hazard Mitigation Plan and TWIC readers, all of which are on the agenda for approval. The committee also received an update the port-wide networking upgrade.

April 23 Finance Committee Meeting – Commissioner Giesecke reported that staff presented the quarterly investment report to the committee. The committee also discussed the tax collection services agreement with Brazoria County which is on the agenda for approval. Discussion also took place in executive session regarding possible leasing opportunities.

Commissioner Santos reported attending the BCCA Meeting in Iowa Colony and the Angleton Chamber Luncheon.

Commissioner Fratila reported attending the Velasco Drainage District Meeting, Brazoria Chamber Mix & Mingle as well as the Alliance Luncheon.

Commissioner Giesecke reported attending the Freeport City Council meetings, BCCA Meeting, Alliance Luncheon, Angleton Republican Women’s Candidate Forum where he was asked to give a Port update.

Commissioner Kincannon reported attending the Board Workshop held April 11, Walkabout Safety Training, BCCA Meeting, Alliance Luncheon and the Finance Committee Meeting.

Commissioner Croft reported attending the Alliance Executive Committee Meeting, Board Workshop, Brazoria Chamber Breakfast and the Alliance Luncheon.

Commissioner Singhania also reported attending the Alliance Luncheon.

14. Approval of an Interlocal Agreement for Cooperative Radio Frequency Use between Port Freeport and the City of Freeport.

Mr. Hogan stated the interlocal agreement under consideration is a cooperation agreement between Port Freeport and the City of Freeport to ensure reliable radio communication during emergency situations. Key points to the agreement include the following...

- authorizes joint radio frequency use that allows the Port and the City to program radios to each other’s frequencies;
- authorizes City to install equipment at the EOC for the VHF radio systems for the fire department; and
- provides UFH channels on the Port’s UFH radio system for Freeport Fire and Police to allow backup channels for use.

Staff recommends approval of this agreement between the City and the Port to enhance its operability. The agreement has been reviewed by the OSS Committee. The agreement includes a 30-day written notice for termination and for extension of the agreement. The agreement also includes 90 days for removal of the equipment.

A motion was made by Commissioner Santos to approve the interlocal agreement. The motion was seconded by Commissioner Fratila with all Commissioners voting in favor of the motion.

15. Approval of a Resolution Adopting the Brazoria County Hazard Mitigation Plan 2023.

Mr. Hogan explained that every five years, the Port must update its Hazard Mitigation Plan. The Port and 25 other partners in the County met with the County last year to form the plan. Staff then requested permission from the Commission to proceed with the plan which was submitted to FEMA in June 2023. FEMA has now approved the plan and requested all 25 partners adopt the plan by way of resolution. Once all partners have adopted the plan, the County Commissioners will then officially adopt the plan. Mr. Hogan noted the plan includes certain projects that if there is any type of disaster declaration, the Port can request funds. The project list does not guarantee the Port purchasing certain items, nor does it make a commitment to purchasing, rather, if the Port is approved and there is a project the Port wants to seek, staff would utilize the Port's purchasing policy and request approval from the Commission. Staff requests approval from the Commission to adopt the Hazard Mitigation Plan.

A motion was made by Commissioner Santos approve the Resolution adopting the 2023 Hazard Mitigation Plan. The motion was seconded by Commissioner Fratila with all Commissioners voting in favor of the motion.

16. Approval of the purchase of four (4) handheld TWIC readers from MozaicID.

Mr. Hogan stated the Port received a grant in 2023 in the amount of \$72,000 to purchase additional handheld readers. During the budget cycle, staff decided to spread the purchases out over a couple of years instead of buying all at once. MozaicID is the company who makes the handheld readers that are used by the Coast Guard. The readers include many features that other companies cannot provide, so staff has included a sole source letter in BoardPaq. Mr. Hogan noted one of the big features is that the readers can operate offline, meaning if there is a hurricane and power is lost, as long as staff can get to internet or a hot spot somewhere, the list can be updated. Mr. Hogan also noted that since this item was reviewed with the OSS Committee, staff found out the Port qualifies for additional discounts, therefore the amount is \$3,000-\$4,000 less. Staff requests approval to purchase four handheld TWIC Readers in the amount of \$31,883.69 with the understanding that FEMA will reimburse the Port \$23,912.77 via the Port grant. The handheld readers are required to validate the TWIC. The handheld readers update every night against a cancelled card list which DHS publishes daily. The readers will tell staff if a TWIC is good but also if one has been cancelled for expiration or if an action has occurred that dictates a TWIC removal.

A motion was made by Commissioner Santos to approve the purchase of four (4) handheld TWIC readers from MozaicID in the amount of \$31,883.69. The motion was seconded by Commissioner Fratila with all Commissioners voting in favor of the motion.

17. Approval of a Construction Contract with Noble Building & Development, LLC for the EOC HVAC Replacement Project, for an amount not to exceed \$514,725.00.

Mr. Hull stated that bids were opened April 9 with two contractors submitting proposals for the HVAC replacement in the EOC (Emergency Operations Center). Noble Building & Development submitted the lowest bid in the amount of \$514,725,00. The bid was 2.9% over staff's estimate from July 2023. Commissioner Kincannon stated the committee felt the bid was close enough to the estimate and wanted a system that could be repaired by most of the air conditioning contractors in the area rather than a sole source. Staff recommends approval.

A motion was made by Commissioner Kincannon to approve the contract with Noble Building & Development in the amount of \$514,725.00. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion.

18. Approval of an Easement to CenterPoint Energy Houston Electric, LLC for the extension of an existing power line on Velasco Terminal.

Mr. Hull stated this easement to CenterPoint Energy is necessary to allow them to extend electrical service to the Del Monte electrical building development. Mr. Hull shared a photo depicting where the building is located and the extension of the easement. Expenses of the easement extension have been passed on to Del Monte which have already been paid. Staff recommends approval.

A motion was made by Commissioner Santos to approve the easement as presented. The motion was seconded by Commissioner Kincannon with all Commissioners voting in favor of the motion.

19. Discuss and consider the First Amended Agreement for Automated Permitting System between Port Freeport and ProMiles Software Development Corporation.

Mr. Miura explained the agreement is for an automated permitting system between Port Freeport and ProMiles adding that Port Freeport entered into an Interlocal Agreement with the Texas Department of Transportation in August 2023. The agreement enabled Port Freeport to issue Oversize Overweight permits for use of the OSOW corridor (Heavy Lift Corridor). The agreement stipulates "the Local Government (Port Freeport) shall utilize an automated permitting system that meets TxDOT's permitting requirements for the issuance of oversize or overweight permits." The automated permitting system is provided by ProMiles. This amended agreement sets forth the terms and conditions of ProMiles' service which was updated based on new terms and conditions of the interlocal agreement with TxDOT and fulfills the requirement set forth by TxDOT. The agreement was prepared by legal counsel and staff has reviewed it with the OSS Committee. Mr. Miura explained the process is automated, stating the truck goes over a certified scale, scale ticket is issue, scale ticket data is entered in the permitting system and a permit is generated. Ms. Campus explained the invoicing process stating that ProMiles collects three pieces of the fee the trucking company will pay. One piece goes to TxDOT for the permit, one piece to Port Freeport and the last piece to ProMiles. The Port does not have to pay ProMiles directly as they divide the fees into each category and once a week, ProMiles wires the funds to the Port.

A motion was made by Commissioner Santos to approve the amended agreement as presented. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

20. Discuss and consider adoption of a Resolution Committing Matching Funds to Support a Grant Awarded through the Texas Department of Transportation Seaport Connectivity Program (SCP88) for the “East 5th Street Reconstruction Project.”

Mr. Miura stated the two resolutions for agenda items 20 and 21 are related to the funding the Port will receive from the Texas Department of Transportation Seaport Connectivity Program for two projects, the East 5th Street and the Gate 4 Access Road Widening. Approval of the resolutions are required to allow the Port to enter into agreements with TxDOT. Once the resolutions are adopted, they are put into the respective Advance Funding Agreements as exhibits and through the resolution, Ms. Saathoff is authorized to execute all agreements. Mr. Miura noted the contracts have been review by legal counsel and are ready to be executed.

A motion was made by Commissioner Croft to adopt the Resolution Committing Matching Funds to Support a Grant Awarded through the Texas Department of Transportation Seaport Connectivity Program (SCP88) for the “East 5th Street Reconstruction Project.” The motion was seconded by Commissioner Kincannon with all Commissioners present voting in favor of the motion.

21. Discuss and consider adoption of a Resolution Committing Matching Funds to Support a Grant Awarded through the Texas Department of Transportation Seaport Connectivity Program (SCP88) for the “Gate 4 Access Road Widening Project.”

Mr. Miura stated the process is the same as previously stated under item 20 noting this resolution is in support of the Gate 4 Access Road Widening. The adopted resolutions are put into an Advance Funding Agreements as exhibits and through the resolution, Ms. Saathoff is authorized to execute all agreements. Mr. Miura noted the contracts have been review by legal counsel and are ready to be executed.

A motion was made by Commissioner Croft adopt the Resolution Committing Matching Funds to Support a Grant Awarded through the Texas Department of Transportation Seaport Connectivity Program (SCP88) for the “Gate 4 Access Road Widening Project.” The motion was seconded by Commissioner Giesecke with all Commissioners present voting in favor of the motion.

22. Approval of a Resolution Affirming Port Freeport’s Payment for Outstanding City of Freeport Laborers Lien on 503 E. 6th Street, Block 6, Lot 1, Freeport Townsite.

Ms. Saathoff stated that in the Port’s process of checking with the City of Freeport to ensure all liens were properly cleared, it was noted an outstanding lien existed on 503 E. 6th Street, Block 6, Lot 1. Ms. Saathoff explained that this property was originally deeded by Freeport Townsite Company to a family who was starting a church, First Missionary Baptist Church in the Freeport Townsite. It was for the construction of a church as a place of worship and would have a deed to the property so as long as they conducted worship services. If worship services ceased, it would revert back. Ms. Saathoff further explained that over time, the Freeport Townsite conveyed all property that it owned to Freeport Sulphur Company who later conveyed all property to Freeport Minerals which Port Freeport then purchased from the Freeport Minerals in 1982 which included all reversionary rights. On or about 1983, the

church purchased a property located at the corner of West 4th Street and Cherry Street, where worship services are conducted today, ceasing services at the 6th Street location and at which point, the property reverted to Port Freeport. In 1985, the City proceeded with condemning and demolishing the building on the property and attaching a Laborer's Lien in the amount of \$3,256.49 which has accrued interest since that time. Port Freeport requested a lien payoff calculation from the City in February and paid the total amount of \$15,790.85 which included the accrued interest. Staff received a release of lien which has been properly recorded and is requesting affirmation of this action.

A motion was made by Commissioner Giesecke to approve the resolution affirming Port Freeport's payment of the lien. The motion was seconded by Commissioner Santos with all Commissioners present voting in favor of the motion.

23. Approval of an Interlocal Agreement between Port Freeport and Brazoria County for Tax Collection Services.

Mr. Lowe stated that Brazoria County Tax Assessor Collector is working to update its interlocal agreements for the collection of taxes for all taxing entities in a consistent methodology for charging entities for their services, as allowed by state statute. The County is going to a flat rate of \$0.36 per parcel. The Port has approximately 134,000 parcels; therefore, the fee will be around \$48,000. Staff recommends approval of the agreement.

A motion was made by Commissioner Giesecke to approve the Interlocal Agreement between Port Freeport and Brazoria County for Tax Collection Services. The motion was seconded by Commissioner Croft with all present voting in favor of the motion.

24. Approval of updates to the following Port Policies....

- 2.1 – Commission Officers and Organization
- 2.4 – Executive Director/CEO
- 2.8 – Legal Defense for Commissioners
- 2.9 – Benefits for Commissioners – To Be Deleted
- 3.4 – Conflicts of Interest
- 7.2 – Smoke-Free Work Environment

Commissioner Singhania asked to take each policy one by one.

As a recap, Mr. Lowe stated there are six policies staff is recommending updates for. All policies have been reviewed with either a committee or with the full Commission at the April 11 Workshop, and many have been reviewed with legal.

2.1 – Commission Officers and Organization

Mr. Lowe stated that changes include updating the Port Commission committees to the current structure which includes combining of the Operations Committee and the Safety and Security Committee while also adding the ESGS (Environmental, Social, Governance and Sustainability) Committee. Clarifying wording was added to the Election of Officers to highlight the timing difference between the canvassing of elections and the subsequent meeting actions of electing new officers. The policy also incorporates into the policy the Port Freeport Election Policy, Rules of Order and Rules of Order Resource that were adopted in 2023. Commissioner Fratila inquired about the dates at the bottom of the policies. Mr. Lowe stated that staff waits until the policy is approved before updated the dates in the footer. He

also stated that once the policies are approved, he will send a communication to all employees notifying them of the changes have been made to certain policies.

A motion was made by Commissioner Giesecke to approve the update to Policy 2.1. The motion was seconded by Commissioner Santos with all present voting in favor of the motion.

2.4 – Executive Director/CEO

Mr. Lowe stated the only addition to this policy was a statement noting that the CFO and Executive Assistant also report to the Port Commission.

A motion was made by Commissioner Kincannon to approve the update to Policy 2.4. The motion was seconded by Commissioner Giesecke with all present voting in favor of the motion.

2.8 – Legal Defense for Commissioners

Mr. Lowe stated this policy was updated to reflect that both commissioners and employees are eligible for defense. The differentiation between civil and criminal cases was added as well as clarifying language on the Port Commission's approval of certain legal defense reimbursements. Commissioner Giesecke inquired about payment for legal defense with a guilty verdict, asking if payment would have been made prior to a guilty verdict. Mr. Randle confirmed the payment would be for reimbursement only after a verdict is rendered. If the verdict is guilty, there will be no reimbursement.

A motion was made by Commissioner Fratila to approve the update to Policy 2.8. The motion was seconded by Commissioner Giesecke with all present voting in favor of the motion.

2.9 – Benefits for Commissioners – To Be Deleted

Mr. Lowe stated that this policy was recommended to be eliminated as the Port Commission voted on June 8, 2023 to eliminate their eligibility for benefits. Commissioner Croft inquired if there should be a statement that says the Port Commission acted to not receive this benefit. Mr. Randle stated that the removal of 2.9 effect is that it's the policy of the Port for the Commissioners not to receive benefit. There is no policy allowing Commissioners to have benefit. Commissioner Croft further commented that under the state law, Commissioners are considered employees, asking if there should be a statement in the policy that states they are to receive no benefits of this nature, instead of removing the policy. Mr. Randle replied that state law states if you are an elected official in certain areas, you may, at the discretion of the Board, get insurance/benefits. It doesn't say you are employees.

A motion was made by Commissioner Giesecke to approve to delete Policy 2.9. The motion was seconded by Commissioner Fratila with all present voting in favor of the motion.

3.4 – Conflicts of Interest

Mr. Lowe states the following policy was updated to be in line with state statute updates. Section 176.003 of the Local Government Code replaced references to a "person" with "vendor" and lowered the threshold of reporting on aggregate gifts given from a vendor from \$250 to \$100 in a 12-month period. The policy was also updated to follow the language of the statute in regard to what is not required to be disclosed. An administrative step was also added for all Port Commissioners and employees to sign an acknowledgement of the conflict

of interest policy every two years in line with Port Commission elections. Finally, Exhibits C and D are also being updated to reflect the latest forms available and applicable to the legislative updates within the policy.

A motion was made by Commissioner Kincannon to approve the update to Policy 3.4. The motion was seconded by Commissioner Santos with all present voting in favor of the motion.

7.2 – Smoke-Free Work Environment

As mentioned earlier, Mr. Lowe stated that policy was reviewed with the OSS (Operations, Safety and Security) Committee. The update included expanding the terminology from electronic cigarettes to electronic smoking devices to capture the expanded options of available options since the policy was last updated in 2019.

A motion was made by Commissioner Santos to approve the update to Policy 7.2. The motion was seconded by Commissioner Croft with all present voting in favor of the motion.

25. Discuss and consider the authorization of credit card issuance and credit limits for Port staff.

Mr. Lowe stated that Port Policy 8.8 calls for the Port Commission to authorize the issuance and credit limits of port credit cards. Staff is seeking authorization to issue a credit card to Jesse Hibbetts, Director of Operations, with a credit limit of \$5,000 and primary use to be for Operations related travel and minor M&R purchases. Staff also recommends authorization of a credit card for Emily Henderson, Sales & Marketing Specialist, with a credit limit of \$5,000. Primary use of the card will be for Business Development sales and promotional activities and associated travel.

A motion was made by Commissioner Giesecke to approve the issuance of credit cards and limits. The motion was seconded by Commissioner Croft with all Commissioners present voting in favor of the motion.

26. 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 Section 551.071 (Consultation with Attorney) for discussion regarding:

1. Consultation with attorney under Government Code Section 551.071(1) (to seek or receive attorney's advice on pending or contemplated litigation).
2. Consultation with attorney under Government Code Section 551.071(2) (to seek or receive attorney's advice on legal matters that are not related to litigation).

B. Under authority of Section 551.087 (Economic Development Negotiations or Incentives):

1. To discuss or deliberate regarding commercial or financial information that the governmental body has received from a business prospect that the governmental body seeks to have locate, stay or expand in or near the territory of the governmental body and with which the governmental body is conducting economic development negotiations.
 - i. Business and Economic Development Reports.

2. To deliberate the offer of a financial or other incentive to a business prospect described by Subdivision (1).
- C. Under authority of Section 551.072 (Deliberation Concerning Real Property Matters) for discussion regarding:
1. The potential lease, or value of real property located at Port Freeport, including but not limited to the Expansion Area.
 2. The potential purchase, exchange, lease, or value of real property located at Port Freeport, including but not limited to the real property located at and contiguous to Berths 1, 2, 5, 7 and 8.
 3. The potential exchange, lease, or value of real property located at Port Freeport, including but not limited to Parcels 14, 19, 27, 34 and property on Quintana Island.
- D. Under authority of Section 551.076 (Deliberation of Security Matters) for discussion regarding:
1. Discussion regarding issues related to the deployment, or specific occasions for implementation of security personnel or devices or security audit and services.
- E. Under authority of Section 551.074 (Deliberation of Personnel Matters) for discussion regarding:
1. Deliberation regarding the appointment, employment, evaluation, reassignment, duties of a public officer or employee, including but not limited to: Executive Director/CEO.

27. RECONVENE OPEN SESSION to review and consider the following:

28. Approval of a Professional Services Agreement with Al Durel for consulting services.

Ms. Saathoff stated that staff has prepared an agreement for Mr. Durel to provide professional services to consult as needed regarding any Operations issues and utilize his knowledge and expertise, especially with the continuing procurement of the ship to shore cranes. The agreement anticipates that Mr. Durel will make an additional trip to China on the Port's behalf to participate in the final sign-off of design specifications which is expected to take place in May, with production to start in June. The agreement calls for a \$125 hourly rate for general services while international travel has a flat rate per day with the anticipation of 10-hour workdays. The same framework for travel that is in the Port's policies is provided in the agreement. Mr. Durel will bill the Port on a quarterly hour basis, but the Port has requested he not engage in any services that requires less than two hours of time. This agreement is for a period of one year and can determine if it needs to be extended after one year. There is a 30-day termination provision for either party. Ms. Saathoff added that with the Port's rapid rate of growth, Mr. Durel's knowledge and experience will help a great deal, even in Business Development as his travel has been authorized for the conference in New Orleans since they are down two positions.

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

29. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:05 PM.

Ravi K. Singhanian, Chairman

Rob Giesecke, Vice Chairman

Barbara Fratila, Secretary

Kim Kincannon, Asst. Secretary

Dan Croft, Commissioner

Rudy Santos, Commissioner

Minutes of Port Commission Regular Meeting
May 23, 2024
In Person & Videoconference

A Regular Meeting of the Port Commission of Port Freeport was held May 23, 2024, beginning at 1:03 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

This meeting agenda with the agenda packet is posted online at www.portfreeport.com

The meeting will be conducted pursuant to Section 551.127 of the Texas Government Code titled "Videoconference Call." A quorum of the Port Commission, including the presiding officer, will be present at the Commissioner Meeting Room located at 1100 Cherry Street, Freeport, Texas. The public will be permitted to attend the meeting in person or by videoconference.

Join Zoom Meeting

<https://us02web.zoom.us/j/82035846802?pwd=U0xReW10R3JlZnMzRS9TeXwVlx4UT09>

Meeting ID: 820 3584 6802

Passcode: 328864

Dial by your location

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Meeting ID: 820 3584 6802

Find your local number: <https://us02web.zoom.us/u/kcarav1Bc8>

Commissioners present in person:

Mr. Ravi Singhania, Chairman
Mr. Rob Giesecke, Vice Chairman
Ms. Barbara Fratila, Secretary
Mr. Kim Kincannon, Asst. Secretary
Mr. Rudy Santos, Commissioner
Mr. Dan Croft, Commissioner

Staff Members Present:

Ms. Heather Cook, Randle Law Firm
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Rob Lowe, Director of Administration/CFO
Mr. Jason Hull, Director of Engineering
Mr. Chris Hogan, Director of Protective Services
Mr. Jason Miura, Director of Business & Economic Development
Mr. Brandon Robertson, Director of Information Technology
Mr. Jesse Hibbetts, Director of Operations
Ms. Missy Bevers, Executive Assistant
Ms. Mary Campus, Controller
Ms. Christine Lewis, Safety Coordinator
Mr. Cecil Booth, Project Engineer
Mr. Chas Gryseels, Engineering Specialist
Ms. Bailee Anderson, Accounting Analyst
Ms. Tricia Vela, Public Affairs Assistant

Also, present:

Mr. Chris Moore, Texas Port Ministry
Mr. Elliott Hughes, Volkswagen
Capt. Ross Coviello, Brazos Pilots
Mr. Manning Rollerson

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
2. Invocation – Mr. Chris Moore, Texas Port Ministry
3. Pledge of Allegiance – U.S. Flag and Texas Flag
4. Roll Call – Commissioner Singhania noted that Commissioner Kincannon was running late while all other Commissioners were present in the Board Room.
5. Safety Briefing – Ms. Christine Lewis noted that Port employees were 1,965 days of no time lost injuries and also provided tips for staying hydrated for the summer.

Commissioner Kincannon joined the meeting at this time.

6. Call to identify and discuss any conflicts of interest that may lead to a Commissioner abstaining from voting on any posted agenda item.

There were no conflicts noted by Commissioners.

7. Public Comment – Mr. Manning Rollerson addressed the Commission regarding clarification on the Port's legislation written and encroachment by the Port.
8. Public Testimony – There was no public testimony.
9. Approval of minutes from the Special Meeting (Board Workshop) held April 11, 2024.

A motion was made by Commissioner Croft to approve the minutes. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion.

10. Receive update regarding Volkswagen Group of America's collaboration with Brazosport College on Workforce Development.

Mr. Elliott Hughes, Terminal Manager for Volkswagen gave an update to the Commission regarding Volkswagen's efforts to partner with Brazosport College to create a JumpStart Program that will help create better candidates for the terminal by educating them with vehicle logistics information and providing certifications for Brazoria County residents once the program is complete. The project is offered through the State with candidates obtaining two types of logistics certifications:

1. Warehouse focus and better understanding of logistics itself;
2. Forklift focus & understanding of vehicle logistics at the Volkswagen terminal.

Mr. Hughes noted the first group recently visited the facility and will be interviewing with Volkswagen in the near future once the program is complete. The next group begins in June and will last 5-6 weeks. Volkswagen has also partnered with Alvin ISD to donate ten vehicles to the automotive technician program for students to work on vehicles as they prepare for a future in the automotive industry.

11. Receive reports from Executive Staff on activities and matters related administrative affairs, financial results, facility engineering matters, operations and vessel activity, port safety matters, port security matters, Port tenant updates, USCOE, and other related port affairs.

A. Executive Director/CEO

Ms. Saathoff began by recognizing the recent passing of Mr. Clarence Sasser, a distinguished Metal of Honor recipient and U.S. Army combat medic who served in the Vietnam War. The flags have been lowered to half staff in his honor. Ms. Saathoff also recognized the recent passings of Mr. Jeff Strader, former CFO at Port Freeport, Mr. David Knuckey, former Director of Engineering and Missy Bevers' fiancé. Ms. Saathoff reported that Volkswagen has helped the Port achieve record milestones with a record number of RoRo vessel calls in a single month as well as a record number of railcars received in a single month. The Port hosted another successful Take-a-Child Fishing Tournament with Darlene Winkler taking the lead and Tricia Vela supporting as part of the Public Affairs team. 325 anglers were registered for fishing with 200 door prizes given away. Ms. Saathoff also thanked the sponsors and volunteers for their help with the event as well. Freeport LNG recently announced they are back in full operation with all three trains and both berths in operation. The Port is expecting 17-19 ships this month and June is looking very robust. The Panama Canal is increasing their number of transits through the canal anticipating allowing a deeper draft in the month of July. The Corps released their 2024 Work Plan adding an additional \$3.8 million for operations and maintenance of the Freeport Harbor Channel bringing the total for FY2024 to \$12 million. Ms. Saathoff noted there is an ongoing dredging in the channel on which Mr. Hull will report further. Ms. Saathoff also reported on the recent visit of Federal Maritime Commissioner Vekich who received a briefing and tour of the Port. The State Senate Finance Committee staff and Senator Huffman's staff also visited the Port for a briefing and tour. She noted a number of upcoming events including her participation on a panel for the Greater Houston Partnership Future of the Houston Region with focus on Brazoria County on May 29th. The next CAP Meeting will be held June 4 at the San Jacinto College Maritime Campus for members to experience the simulator. Commissioner Giesecke inquired about the President's proposed new tariffs on Chinese goods that includes ship-to-shore cranes and how/if it will affect the Port on its crane purchase. Ms. Saathoff stated that she has not delved into it but noted that under some of the grant programs, the requirements for Made in America have been waived. Staff will evaluate and research to see how or if it will apply since the Port is already under contract for two cranes. She also reported on Mr. Durel's recent trip to China for the final design meeting sharing photos of the facility where the spreader bars and cabs of the cranes are manufactured as well as photos of steel being cut. The crane structure itself is being fabricated and built by ZPMC in China. All the brains to the computer, software and programming will be installed by ABB who has U.S. locations. This will be controlled separately so the Port will not have any security risks. Mr. Robertson spoke to the operability and integration with the Port's network once everything is installed stating all networking and certain components that will sit on the port's network will not be

provided by ZPMC. Staff provided dimensions to ZPMC of what staff will be installing so they can make room for the components. Operations and IT will be inserting and installing the equipment and initiate inspections of the cranes as well. With regard to upcoming events, Commissioner Croft noted the Brazoria County CCA Banquet will be held June 20.

B. Director of Engineering

Mr. Hull stated the dredge Dodge Island is in Freeport doing maintenance work in the channel noting that as the ship traffic comes through the channel and the dredge has to clear the channel. When it finishes the maintenance dredging, it will begin new work, so it is constantly working. He also shared a photo of the hydrographic survey recently completed for Docks 1, 2 & 5 sheet pile repairs where imagery picked up debris sticking up approximately 3 feet above the mud line under Dock 2. Divers will find out what the debris is, and then the cost for removal will be determined, Mr. Hull will bring a change order to the Commission for approval. He also reported the Gate 12 contractor has completed clearing and dirt work has started. He shared a photo from his report showing where the gate will come out at Terminal Street and Broad Street. Staff is currently waiting on the City of Freeport to abandon a 4-inch line down Broad Street. The building for the gate is factory built and in production. It will be delivered to the site by trailer. The canopy is also in production. The building is expected to be delivered in October-November and will be followed by fiber optic work that will need to be done. Estimated completion is early 2025. Commissioner Giesecke inquired about the amount of area the detention pond is taking up at the Freeport Warehouse site. Mr. Hull did not have exact numbers but stated it's about 9.5 acre feet of volume with the entire length about 850 feet or 1.5-2.0 acres of surface area. Commissioner Giesecke further commented that it drives home previous conversations about looking at offsite detention for the Expansion Area and not chewing up valuable real estate for a pond. Mr. Hull reiterated the importance of being in agreement with the Velasco Drainage District. The working group of Commissioners Fratila, Kincannon and Giesecke discussed reaching out to the drainage district to see what the Port needs to do to move this forward. Ms. Saathoff also stated there is a new Dredge Material Advisory Beneficial Use group initiated by Ducks Unlimited who started a project called Texas Beneficial Use Master Plan (TEXBUMP). They will hold a series of meetings beginning June 18 in LaMarque with other meetings/locations to follow. Ms. Saathoff noted that the Port supports beneficial use of dredge material and will monitor and participate.

C. Director of Operations

Mr. Hibbetts gave an overview of the new operations report which has been expanded to include additional information with graphs and charts beginning with YTD vessel calls of 282 and 36 for the month of April. YTD vessel call commodity comparison shows RoRo leading the way in vessel counts followed by steel. Overall tonnage for current FY is at 9 million (at 7 months) vs 11.4 million for FY2023. Staff anticipates surpassing that number. The next graphs included in the report are YTD LNG Tonnage which will change dramatically next month with LNG back in full operation. The YTD steel tonnage by barge, vessel and railcar is healthy with imports up 5% for April and 13% YTD. OEM and POV YTD Summary which now includes new customer Volkswagen who started in March, OEM FY total is up to 73,239 with 19,714 for the month of April. Container Summary saw 4,637 in April which will get a boost in late June with a new customer coming online. YTD Rail Summary is a new graph Mr. Hibbetts felt needed to

be added to the report with all the new business coming in. All customers are included in the report with staff expecting a large increase moving forward. The next graph shows YTD Railcar Tonnage Summary with aggregate and bulk leading the way. Mr. Hibbetts anticipates a big swing in the numbers for this slide in the coming months with the arrival of Volkswagen and the OEMs. YTD Rail Car Commodity Comparison shows where bulk, RoRo, steel and CO2 numbers are. The last two pages of Mr. Hibbetts presentation include the old report previously presented as a reference. He also noted meetings the operations staff has been attending in addition to preparations for the new customer coming on in June. Commissioner Fratila commented that she appreciates the efforts for the new reports as she is a visual person and its easier for her to understand. Commissioner Giesecke agreed adding that it's easier to note the trend with the graphic presentation. Commissioner Croft inquired about traffic flow and what staff is anticipating. Mr. Hibbetts stated that staff met with Gulf Stevedores earlier in the day to discuss their process for handling non-TWIC trucks entering the Port noting that with the influx of additional traffic inside the Port, security has set up a pre-check security station in the non-TWIC yard that began last week in preparation of the additional traffic. Security is also looking into adding another security guard on the second shift for the daytime shift. Meetings have been taking place with customers to discuss the best way to get the trucks in and out of the Port. With regard to the new graphs, Commissioner Giesecke suggested incorporating a YTD for current year vs YTD for prior year to show how the Port is doing so graphs won't look off when entering October/November because the YTD will be a really small number compared to a really big number for the prior fiscal year. Commissioner Singhania also stated that he would like to see a line added to show what the plan (budget) was for the YTD.

D. Director of Business & Economic Development

Mr. Miura reported currently attending the Finished Vehicles Logistics Conference in Huntington Beach. He also highlighted statistics from the U.S. Census Bureau Trade Data Online (included in his written report) noting Port Freeport ranks 15th in the nation for foreign waterborne tonnage, 10th in the nation for exports, 28th in the nation for imports and 5th among Texas ports. Additionally in the Greater Houston Port Bureau Monthly Statistical Report, Freeport YTD vessel arrival numbers were down overall by a small percentage in the Port. Commissioner Santos inquired about staff's visit with CenterPoint. Mr. Miura stated the visit was positive and CenterPoint will be sending the Port a letter of support for its EPA Clean Port's Program ZE Technology Deployment grant application.

E. Chief Financial Officer

Mr. Lowe gave a presentation regarding the financial results for the month of April. He also gave an update on the disposal of Freeport lots noting that staff has an agreement from a local realtor to provide BPO (Broker Price Opinion) and is currently waiting for feedback. He is also waiting to receive graphic design and a quote on signs. Mr. Lowe has also done research on MLS postings adding there are third party companies you pay a set fee to that allows you to post a for sale by owner which will automatically open the door to Zillow, Realtor, Trulia. Once everything has been pulled together, staff will determine how it will be posted. At this time, Ms. Saathoff noted for the record that Port Freeport is not acquiring any land. There is only the sale of residential lots. Mr. Lowe added that staff received a Public Information Act request on a nearby property that did

not belong to the Port. Staff responded letting requestor know the Port did not own the property.

12. Approval of financial report presented for the period ending April 30, 2024.

A motion was made by Commissioner Croft to approve the financial report. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion.

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

May 20 Personnel Committee Meeting – Commissioner Singhania noted that after serving as Chairman for the committee for a year, he has turned over the duties to Commissioner Croft. Commissioner Croft reported the committee reviewed the following policies...Equal Employment Opportunity, Employment & Compensation, Immigration Law, Outside Employment, Physical Examination, Drug Screening/Testing, Confidential Information and Acceptance of Personal Gift noting that additional revisions and review will be needed to some policies. Approval of policies will be on the June agenda.

May 20 Operations, Safety, and Security Committee Meeting – Commissioner Santos reported that staff gave a report on sensitive security information regarding Port security grant program for 2024. An additional meeting was held prior to today's Port Commission meeting to review the activities and duties of the Port's security boat.

May 20 Capital Planning Committee Meeting – Commissioner Kincannon reported the committee discussed potential options and associated lease opportunities for use of available space in the Expansion Area.

Commissioner Croft reported attending the Port visit and tour by the State Senate Finance Committee staff and Senator Huffman's staff.

Commissioner Kincannon reported attending the Highway 36A Coalition Luncheon, TACFT Captain's Dinner, Take-a-Child Fishing Tournament, the Quarterly Traffic Coordination Meeting with TxDOT, BCCA meeting and the Capital Planning Committee meeting. He also participated in the Website Redesign Ad Hoc Committee where proposals were reviewed with staff and had a meeting with the Brazos Pilots to discuss proposed Pilot rates.

Commissioner Giesecke reported attending the Highway 36A Coalition Luncheon, Lake Jackson Business Association meeting, Brazosport Chamber Luncheon, Take-a-Child Fishing Tournament, FMC Meetings in WDC, FMC Port Visit with Commissioner Vekich, Senate Finance Committee staff visit as well as the Freeport City Council meetings. He also noted that at one of the meetings a gentleman spoke stating an unnamed representative of the Port Freeport was contacting property owners along 6th Street and Cherry Street inquiring about purchasing their property. Commissioner Giesecke responded at a meeting to say it's just not true adding the area is part of the protected zone and the Port is not going to violate the law. He also pointed out in the meeting the Port was in process of selling lots, not buying.

Commissioner Santos reported meeting with the Brazos Pilots and attending the TACFT Captain's Dinner.

Commissioner Fratila reported attending the Human Trafficking Awareness Program, Refuge & Fashion Show Survivors of Human Trafficking, TACFT Captain's Dinner, Brazosport Scouts Planning Breakfast and Brazos Pilots meeting.

Commissioner Singhanian also reported attending Take-a-Child Fishing Tournament, Lake Jackson Business Association meeting and Angleton Chamber Committee Update, FMC Meetings in WDC and FMC Port Visit with Commissioner Vekich.

14. Approval of a Construction Contract with Harper Brothers Construction, LLC for the Velasco Terminal Access – RIDER37 Project, for an amount not to exceed \$9,000,000.00.

Mr. Hull stated that four bids were received for this TxDOT Grant funded project with Harper Brothers submitting the lowest bid of \$9,000,000.00. The project entails widening of pavement in the Expansion Area, adding truck queuing/staging area and a jug handle street that will connect 4th Street to 2nd Street. Staff recommends approval and award of contract to Harper Brothers.

A motion was made by Commissioner Kincannon to approve the construction contract to Harper Brothers Construction for the Velasco Terminal Access RIDER 37 Project for an amount not to exceed \$9,000,000.00. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

15. Approval of an Easement to CenterPoint Energy Houston Electric, LLC for the installation of new electrical service for the chilled transfer building.

Mr. Hull stated this easement will need to be granted to CenterPoint Energy for the Port's property that is being developed by Gulf Stevedoring Services for a transfer warehouse in the Expansion Area. The easement allows CenterPoint the right to install electrical wiring and transformer equipment on the property. CenterPoint will also maintain the equipment should it need repairs or improvement. Mr. Hull shared a drawing indicating where the easement will be located which will run above ground (aerial) and underground. Staff recommends approval.

A motion was made by Commissioner Santos approve the easement as recommended by staff. The motion was seconded by Commissioner Kincannon with all Commissioners voting in favor of the motion.

16. Discuss and consider a Professional Services Agreement with Freese & Nichols for the preparation of an EPA Clean Ports Program Zero Emission Technology Deployment grant application.

Mr. Miura stated the proposal from Freese & Nichols is to provide professional services to prepare Port Freeport's grant application for the EPA Clean Ports Program Zero Emission Technology Deployment. The amount of the proposal is \$79,850. Staff has been working with tenants and stevedores to determine who is interested in participating to acquire zero emissions cargo handling equipment. Ports America, AMPORTS, Red Hook Terminals and Riviana Foods have all submitted equipment lists for consideration. He noted that if the Port is awarded grant funding, the parties listed above would first need to acquire the equipment

and after that, they can seek reimbursement for the federal funding match via Port Freeport. Mr. Miura stated that in order to get reimbursement, each party has to enter into a reimbursement agreement with Port Freeport. Staff intends to ask each party to reimburse Port Freeport a proportionate share of the cost incurred to prepare the grant application as part of the reimbursement agreement. Mr. Miura further explained that should the grant be approved, the scope of the project is to acquire zero emissions cargo handling equipment (zero emissions at the tailpipe) which includes battery electric, hydrogen powered or other alternative fuel. If the application is considered and approved, up to 90% of the cost of the equipment will be matched by the federal government. The party acquiring the equipment will be responsible for approximately 10% of that cost. The party must go through Port Freeport for the funding, they cannot go directly to the federal government. Commissioner Singhania asked what the Port will be using the grant money for. Saathoff further clarified the tenants and stevedores cannot apply for the grant, which is why Port Freeport is serving as a conduit for the application. The Port does not operate the cargo handling equipment activity, so an outreach was made to tenants, customers, and stevedores to find out if there was an interest in acquiring this equipment. This process will be administered through the Port in a way that there will be no cost to the Port, and the Port will arrange for reimbursement of the grant application fee (\$79,850) with the participating parties. The parties will procure the equipment and then seek reimbursement through the Port. The equipment procured will remain at the Port as part of the grant requirement. The total grant amount being applied for is \$34 million. Ms. Saathoff clarified the memo with the table included in BoardPaq indicates funding/budget for two different grant applications. The Goodman Corporation was retained for the Climate and Air Quality Planning grant in the amount of \$1.487 million while the second application is what is currently being discussed. Staff recommends approval.

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

17. Discuss and consider a Resolution Approving and Authorizing the Submission of an EPA Clean Ports Program Climate and Air Quality Planning grant application.

Mr. Miura stated that with the application to a grant program, the Port is required to demonstrate approval and authorization was given to staff to submit the application which is what the resolutions under items 17 and 18 does. Staff is applying for two different applications under the same program, the EPA Clean Ports Program. This resolution authorizes staff to submit the applications. Staff recommends approval of the resolutions allowing staff to proceed.

A motion was made by Commissioner Fratila to approve the resolution approving and authorizing the submission of an EPA Clean Ports Program Climate and Air Quality Planning grant application. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

18. Discuss and consider a Resolution Approving and Authorizing the Submission of an EPA Clean Ports Program Zero Emission Technology Deployment grant application.

This was discussed under the previous item 17 with staff recommending approval.

A motion was made by Commissioner Croft to approve the resolution approving and authorizing the submission of an EPA Clean Ports Program Zero Emission Technology Deployment grant application. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion.

19. Approval of a Government Liaison Services Agreement between Port Freeport and Van Scoyoc Associates.

Ms. Saathoff is recommending approval of an agreement with Van Scoyoc to commence March 1, 2024 for a term of 12 months with two 1-year options to extend. The retroactive date to March is to cover assistance Van Scoyoc provided in the months of March and April. The monthly retainer is \$8,500 with an annual reimbursement of expenses not to exceed \$2,000. The agreement includes one in-person meeting in Freeport as well as one virtual update from the consultants. It also includes an option to terminate by either party with or without cause, with a 30-day written notice. Ms. Saathoff stated that Van Scoyoc has been working with the Port for a number of years and has presented reduction in annual cost as previous work was focused on the funding for the FHCIP, but they perform other work for the Port, including matters with the U.S. Army Corps of Engineers as well as engagement with other agencies in Washington. Ms. Saathoff consulted with other Texas ports and found it common for there to be both state and federal consultants working for ports. She also noted association memberships the Port has that include advocacy. American Association of Port Authorities (AAPA) provides advocacy across the maritime sector for ports and not specific to what is necessary to Port Freeport but a broader scope. National Waterways Conference works issues associated with the U.S. Army Corps of Engineers relative to flood control, channel navigation and maintenance as well as other lands and EPA matters but they do not have an advocacy staff. The National Association of Foreign-Trade Zones is very specific to the foreign-trade zones program with a staff member who manages advocacy specific to foreign-trade zone. The Port also participates in the Texas Ports Association whose advocacy is primarily at the state level. Commissioner Giesecke asked for clarification how Van Scoyoc would advocate for the Port with regard to grant applications. Ms. Saathoff stated that in between the cycles the Port has coordinated meetings with MARAD, USDOT to make them aware of Port Freeport and what it's doing so the awareness is there when grant applications come through. Commissioner Fratila commented that if the Port was to pay a staff member to perform the work that Van Scoyoc does, the efforts would not be the same as they are very responsive to the Port which she saw firsthand during her trip to DC in March, adding that they really do put the Port out there and help.

A motion was made by Commissioner Fratila to approve the agreement as recommended by staff. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

20. Approval of American Association of Port Authorities annual membership dues.

Ms. Saathoff stated the membership dues for the Port is a 4.5% increase from prior year. The dues are broken down into brackets which is based on gross receipts and revenues at the Port. The Port is in the same bracket/category as the previous year but includes the increase. Staff recommends approval of the dues in the amount of \$29,495.

A motion was made by Commissioner Kincannon to approve payment for annual membership dues. The motion was seconded by Commissioner Giesecke with all Commissioners present voting in favor of the motion.

21. Adoption of a Resolution Approving Emergency Purchases and Contract Authority to the Executive Port Director/CEO and Chief Financial Officer.

Ms. Saathoff stated that as we move into hurricane season, staff presents this resolution annually, which gives herself and the chief financial officer authorization to make emergency purchases to bring the Port back up and running in the event the Port is impacted by a storm.

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

22. Approval of Executive Director/CEO and Commissioners' travel for June and October 2024.

Ms. Saathoff stated there is a trip to Panama in June with herself and Commissioners Singhania and Giesecke attending. The AAPA Annual Convention registration has opened and as in the past, you must first register before you can make hotel reservations. At this time, Ms. Saathoff and Commissioners Singhania, Fratila, Kincannon and Croft have committed to attend the convention. Commissioner Singhania mentioned follow-up trips to Washinton, DC for additional FMC Meetings. Ms. Saathoff also noted an unplanned customer trip scheduled for May 31.

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

23. 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 Section 551.071 (Consultation with Attorney) for discussion regarding:

1. Consultation with attorney under Government Code Section 551.071(1) (to seek or receive attorney's advice on pending or contemplated litigation).
2. Consultation with attorney under Government Code Section 551.071(2) (to seek or receive attorney's advice on legal matters that are not related to litigation).

B. Under authority of Section 551.076 (Deliberation of Security Matters) for discussion regarding:

1. Discussion regarding issues related to the deployment, or specific occasions for implementation of security personnel or devices or security audit and services.

C. Under authority of Section 551.087 (Economic Development Negotiations or Incentives):

1. To discuss or deliberate regarding commercial or financial information that the governmental body has received from a business prospect that the governmental body seeks to have locate, stay or expand in or near the territory of the governmental body

and with which the governmental body is conducting economic development negotiations.

- i. Business and Economic Development Reports.
 2. To deliberate the offer of a financial or other incentive to a business prospect described by Subdivision (1).
- D. Under authority of Section 551.072 (Deliberation Concerning Real Property Matters) for discussion regarding:
1. The potential lease, or value of real property located at Port Freeport, including but not limited to the Expansion Area.
 2. The potential purchase, exchange, lease, or value of real property located at Port Freeport, including but not limited to the real property located at and contiguous to Berths 1, 2, 5, 7 and 8.
 3. The potential exchange, lease, or value of real property located at Port Freeport, including but not limited to Parcels 14, 19, 27, 34 and property on Quintana Island.
- E. Under authority of Section 551.074 (Deliberation of Personnel Matters) for discussion regarding:
1. Deliberation regarding the appointment, employment, evaluation, reassignment, duties of a public officer or employee, including but not limited to: Executive Director/CEO.

24. RECONVENE OPEN SESSION:

25. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:51 PM.

Ravi K. Singhanian, Chairman

Rob Giesecke, Vice Chairman

Barbara Fratila, Secretary

Kim Kincannon, Asst. Secretary

Dan Croft, Commissioner

Rudy Santos, Commissioner

Minutes of Port Commission Regular Meeting – Supplemental Agenda
May 23, 2024
In Person & Videoconference

A Regular Meeting of the Port Commission of Port Freeport was held May 23, 2024, beginning at 1:03 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

This meeting agenda with the agenda packet is posted online at www.portfreeport.com

The meeting will be conducted pursuant to Section 551.127 of the Texas Government Code titled "Videoconference Call." A quorum of the Port Commission, including the presiding officer, will be present at the Commissioner Meeting Room located at 1100 Cherry Street, Freeport, Texas. The public will be permitted to attend the meeting in person or by videoconference.

Join Zoom Meeting

<https://us02web.zoom.us/j/82035846802?pwd=U0xReW10R3JlZnMzRS9TeExwVks4UT09>

Meeting ID: 820 3584 6802

Passcode: 328864

Dial by your location

• +1 346 248 7799 US (Houston)

Meeting ID: 820 3584 6802

Find your local number: <https://us02web.zoom.us/u/kcarav1Bc8>

Commissioners present in person:

Mr. Ravi Singhania, Chairman
Mr. Rob Giesecke, Vice Chairman
Ms. Barbara Fratila, Secretary
Mr. Kim Kincannon, Asst. Secretary
Mr. Rudy Santos, Commissioner
Mr. Dan Croft, Commissioner

Staff Members Present:

Ms. Heather Cook, Randle Law Firm
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Rob Lowe, Director of Administration/CFO
Mr. Jason Hull, Director of Engineering
Mr. Chris Hogan, Director of Protective Services
Mr. Jason Miura, Director of Business & Economic Development
Mr. Brandon Robertson, Director of Information Technology
Mr. Jesse Hibbetts, Director of Operations
Ms. Missy Bevers, Executive Assistant
Ms. Mary Campus, Controller
Ms. Christine Lewis, Safety Coordinator
Mr. Cecil Booth, Project Engineer
Mr. Chas Gryseels, Engineering Specialist
Ms. Bailee Anderson, Accounting Analyst
Ms. Tricia Vela, Public Affairs Assistant

Also, present:

Mr. Chris Moore, Texas Port Ministry
Mr. Elliott Hughes, Volkswagen
Capt. Ross Coviello, Brazos Pilots
Mr. Manning Rollerson

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
2. Discuss and consider possible grant funding for the replacement of certain equipment on the Port security patrol boat and the addition of detection and avoidance systems.

Mr. Hogan gave a presentation to discuss the Port security patrol boat which is a project within the Port Security Grant. The presentation covered marine patrol enhancements to the current boat which includes replacing aging motors, boat collar, generator and AC/heater; upgrade to seats, addition of obstacle detection and collision avoidance system, replacement of work lights, painting of boat and resurfacing the deck. The cost for this is \$195,000 with a Port match of \$49,000. He also covered future considerations which includes boat replacement. He explained the current boat is 15 years old with the U.S. Coast Guard saying suggested boat life is 10 to 15 years. Replacement boat lead time is 2 to 3 years. Staff recommends replacing the current patrol style boat with a utility boat. He explained that a utility boat will add versatility allowing it to adapt to many different types of incidents, noting that other response agencies are getting shallow water or patrol style boats. He noted that the DPS tactical marine unit is coming but they will be assigned to the region, not specific to Freeport. Mr. Hogan also shared a slide with pictures of how a utility boat could be used. He stated that a new boat cost would be \$650,000 to \$850,000 with a Port match of \$163,000 to \$213,000 noting the cost can be spanned across three budget years to assist with cash flow. In this instance, the Port match would be \$55,000 to \$71,000 per year.

No action was taken for this item.

3. RECONVENE OPEN SESSION:
4. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:51 PM.

Ravi K. Singhanian, Chairman

Rob Giesecke, Vice Chairman

Barbara Fratila, Secretary

Kim Kincannon, Asst. Secretary

Dan Croft, Commissioner

Rudy Santos, Commissioner

Minutes of Port Commission Special Meeting
June 13, 2024
In Person & Videoconference

A Special Meeting of the Port Commission of Port Freeport was held June 13, 2024, beginning at 12:16 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

This meeting agenda with the agenda packet is posted online at www.portfreeport.com

The meeting will be conducted pursuant to Section 551.127 of the Texas Government Code titled "Videoconference Call." A quorum of the Port Commission, including the presiding officer, will be present at the Commissioner Meeting Room located at 1100 Cherry Street, Freeport, Texas. The public will be permitted to attend the meeting in person or by videoconference.

Join Zoom Meeting

<https://us02web.zoom.us/j/84878680040?pwd=yphuZUhsowAgAQqIZoBW6uLg5CQ2raT.1>

Meeting ID: 848 7868 0040

Passcode: 980560

Dial by your location

• +1 346 248 7799 US (Houston)

Meeting ID: 848 7868 0040

Find your local number: <https://us02web.zoom.us/j/krKGnqymT>

Commissioners present in person:

Mr. Ravi Singhania, Chairman
Mr. Rob Giesecke, Vice Chairman
Ms. Barbara Fratila, Secretary
Mr. Kim Kincannon, Asst. Secretary
Mr. Rudy Santos, Commissioner

Staff Members Present:

Mr. Grady Randle, Randle Law Office
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Rob Lowe, Director of Administration/CFO
Mr. Jason Miura, Director of Business & Economic Development
Mr. Brandon Robertson, Director of Information Technology
Mr. Jesse Hibbetts, Director of Operations
Ms. Missy Bevers, Executive Assistant
Ms. Tricia Vela, Public Affairs Assistant

Absent:

Mr. Dan Croft, Commissioner

Also, Present:

Mr. Peter Nemeth, Crane, Caton & James
Mr. Manrique Bermudez, Chiquita
Ms. Blair Brownlow, Chiquita

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
2. Roll Call – Commissioner Singhania noted that Commissioner Croft was absent, and all other Commissioners were present in the Board Room.
3. Public Comment – There were no public comments.
4. Public Testimony – There was no public testimony.
5. 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 Section 551.072 (Deliberation Concerning Real Property Matters) for discussion regarding:
 1. The potential purchase, exchange, lease or value of real property located at Port Freeport, including but not limited to the real property located at and contiguous to Berths 1, 2, 5, 7 and 8.
6. RECONVENE OPEN SESSION to review and consider the following:
7. Discuss and consider approval of a Lease Agreement between Port Freeport and Chiquita Fresh North America, L.L.C.

Mr. Miura began by introducing Mr. Manrique Bermudez and Ms. Blair Brownlow from Chiquita who were both present in the audience. He stated that staff is recommending approval of a lease agreement between Port Freeport and Chiquita Fresh North America. The lease agreement is for a primary term of five years with a renewal option and three separate leased areas on the terminal (9 acre wheeled yard, 2 acre grounded yard and 1 acre 8th Street yard). The agreement conforms to the standard terms with both a base rent and MAG the Port is accustomed to. Staff recommends approval and is grateful for the partnership with Chiquita over the years.

Mr. Bermudez thanked the Port for the long-standing partnership with Chiquita and to have the new lease agreement. Chiquita will do their part with investments to enhance its ability to serve its customers. Mr. Bermudez noted that bananas are their main focus followed by pineapples, adding that they also participate in the export business with surrounding industry participating in their customer portfolio. Chiquita appreciates Port Freeport's support.

A motion was made by Commissioner Giesecke to approve the proposed lease with Chiquita. The motion was seconded by Commissioner Kincannon with all Commissioners present voting in favor of the motion.

8. Adjourn.

With no further business before the Commission, the meeting adjourned at 12:55 PM.

Ravi K. Singhanian, Chairman

Rob Giesecke, Vice Chairman

Barbara Fratila, Secretary

Kim Kincannon, Asst. Secretary

Absent
Dan Croft, Commissioner


Rudy Santos, Commissioner



1100 CHERRY ST. • FREEPORT, TX 77541
(979) 233-2667 • 1 (800) 362-5743 • FAX: (979) 373-0023
WWW.PORTFREEPORT.COM

MEMORANDUM

TO: Commissioners
Directors
Legal Counsel

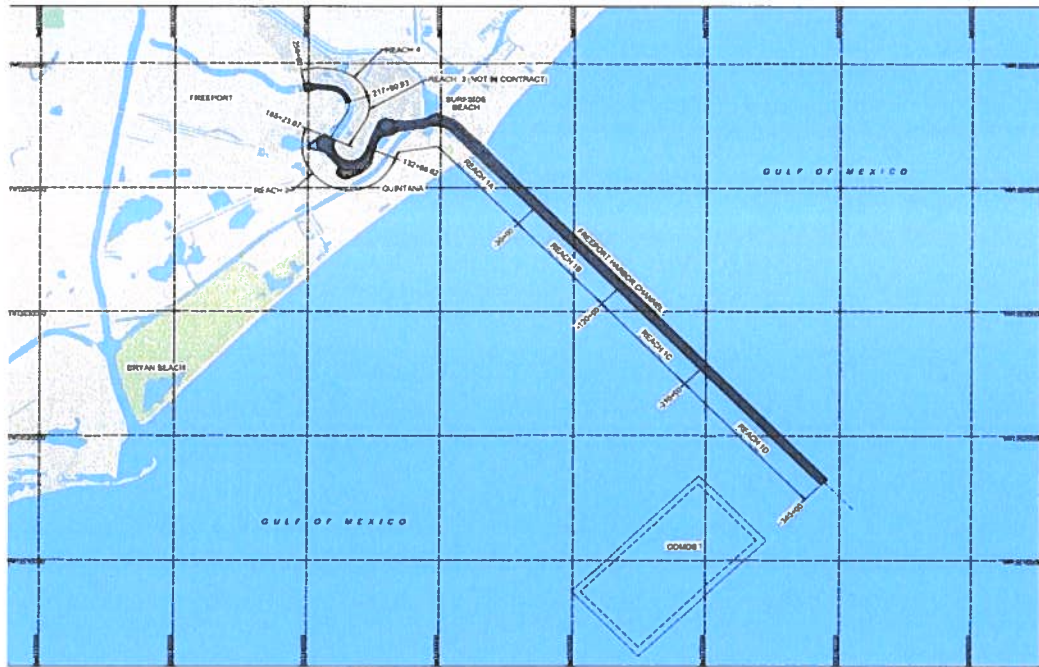
FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 17, 2024

SUBJECT: Departmental Report

PROJECTS

- 1. FHCIP Reaches 1, 2, and 4** – This project involves deepening the Freeport Ship Channel to various depths ranging from 26-ft to 56-ft depending on the Reach and is funded through Bond funds and Civil Works Budget Appropriation. The Contract is with Great Lakes Dredge & Dock for \$159,743,430. The Corps will request Port Freeport's cost share when the Corps needs our remaining \$44,072,714. Anticipated completion is December 2025. The dredge, GL 54, has completed work in Reach 4, and continues to work in the Upper Turning Basin and Reach 2. An additional dredge has arrived in Freeport; GL 58 is also working in Reach 1. Over the next several months, various dredges will come work, and leave as necessary, to complete the dredging. At this time, the dredge Galveston Island has left Freeport, but it or another hopper dredge will return. At this time the Dodge Island is here working on the annual maintenance dredging contract. This work will take at least 3 weeks to complete.



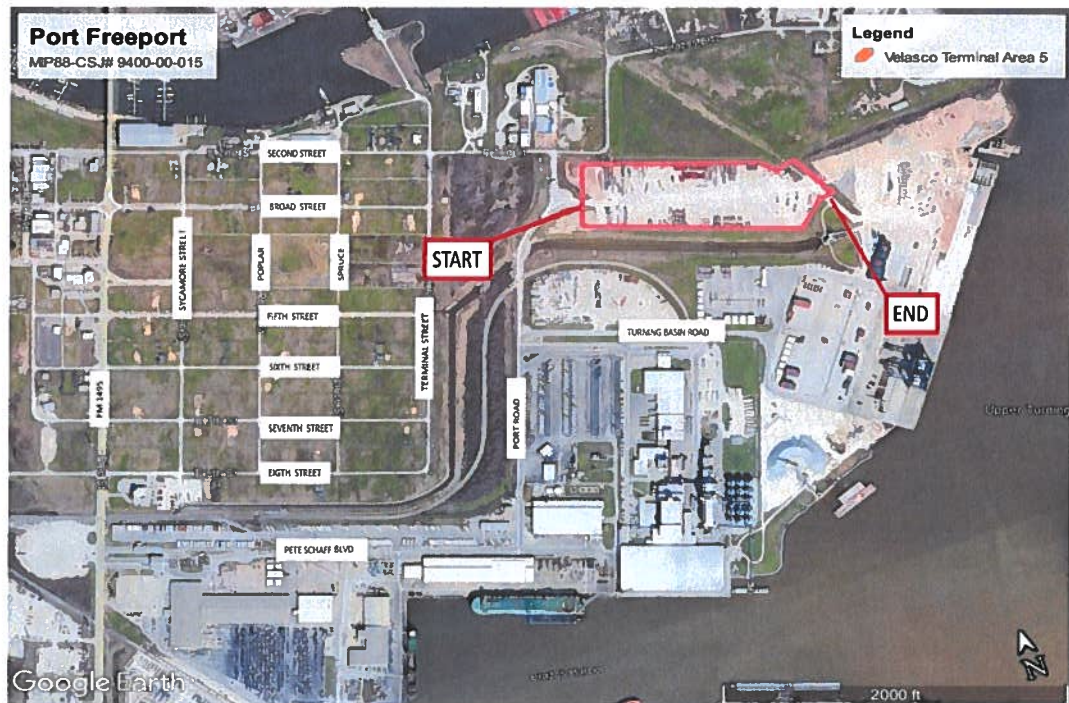
- 2. Gate 12** – This project involves constructing a new gate entrance into the Port off the old Terminal Street at Broad Street. This was awarded at the December 14th Commission meeting to Zachry Construction for \$2,929,297. This is funded with Port money. Construction has begun and it is anticipated to be finished in December 2024.



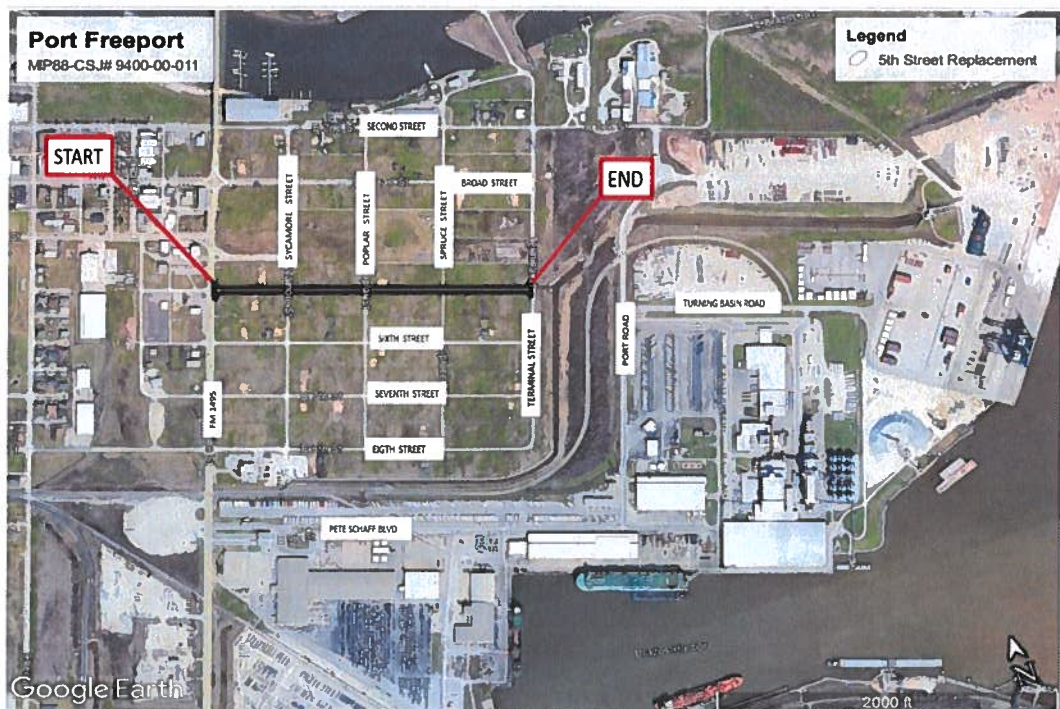
- 3. Velasco Terminal Rider 37** – This project involves reconstructing portions of 8th Street, Poplar Street, and Terminal Street. It also involves building a truck parking area at Terminal Street and 5th Street and a Jug-handle intersection to connect FM 1495 to 2nd Street. This is partially funded through a RIDER 37 program that will pay up to \$6,228,128. The Port will pay the remaining \$2,771,872. Contracts have been signed and a pre-construction meeting is being scheduled now.



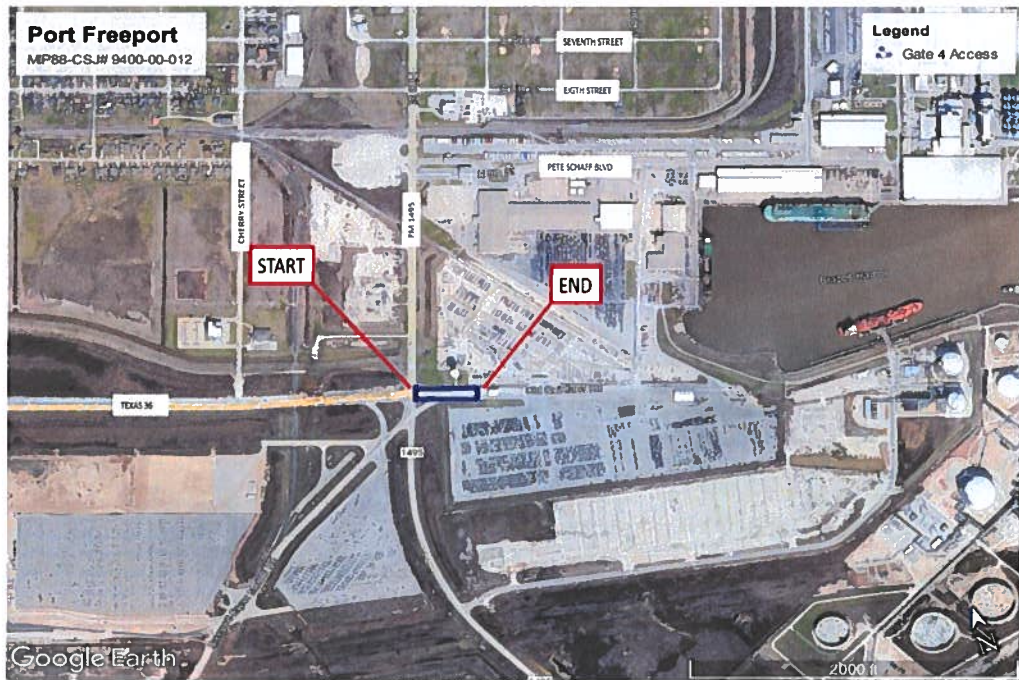
- 4. Velasco Terminal Area 5** – This project involves development of container yard in Velasco Terminal. TxDOT will fund up to \$11,565,621 which is 75% of the estimated costs. The Port will pay remainder of the project costs, which is estimated to be \$3,855,207. The consulting engineer, LJA Engineering is developing the bid package at this time. Bidding is expected in the August 2024 timeframe. Project completion will occur in four phases with the last phase to be finished in September 2025.



- 5. East 5th Street** – This project involves rebuilding E. 5th Street in the expansion area to be suitable for truck traffic from FM 1495 to Terminal Street. TxDOT will fund up to \$3,802,189 which is 75% of the estimated costs. The Port will pay remainder of the project costs, which is estimated to be \$1,267,396. I will bring surveying and geotechnical/materials testing PSA's to the Commission for approval in June. This project will be designed in-house. Bidding is expected in the May 2025 timeframe. Project completion will be finished in September 2026.



- Gate 4 Access** – This project involves widening the access road to Gate 4 from FM 1495 to Gate 4. TxDOT will fund up to \$950,547 which is 75% of the estimated costs. The Port will pay remainder of the project costs, which is estimated to be \$316,849. I will bring surveying and geotechnical/materials testing PSA's to the Commission for approval in June. This project will be designed in-house. Bidding is expected in the May 2025 timeframe. Project completion will be finished in September 2026.



- Docks 1, 2, and 5 Sheet Pile Repairs 2024** – This project involves repairing corroded holes in the steel sheet pile at Docks 1, 2, and 5. The project was awarded to SWS / Saltwater Salvage for \$191,000.00 on 4/25/24. Contracts have now been signed and the contractor is working between vessel calls.



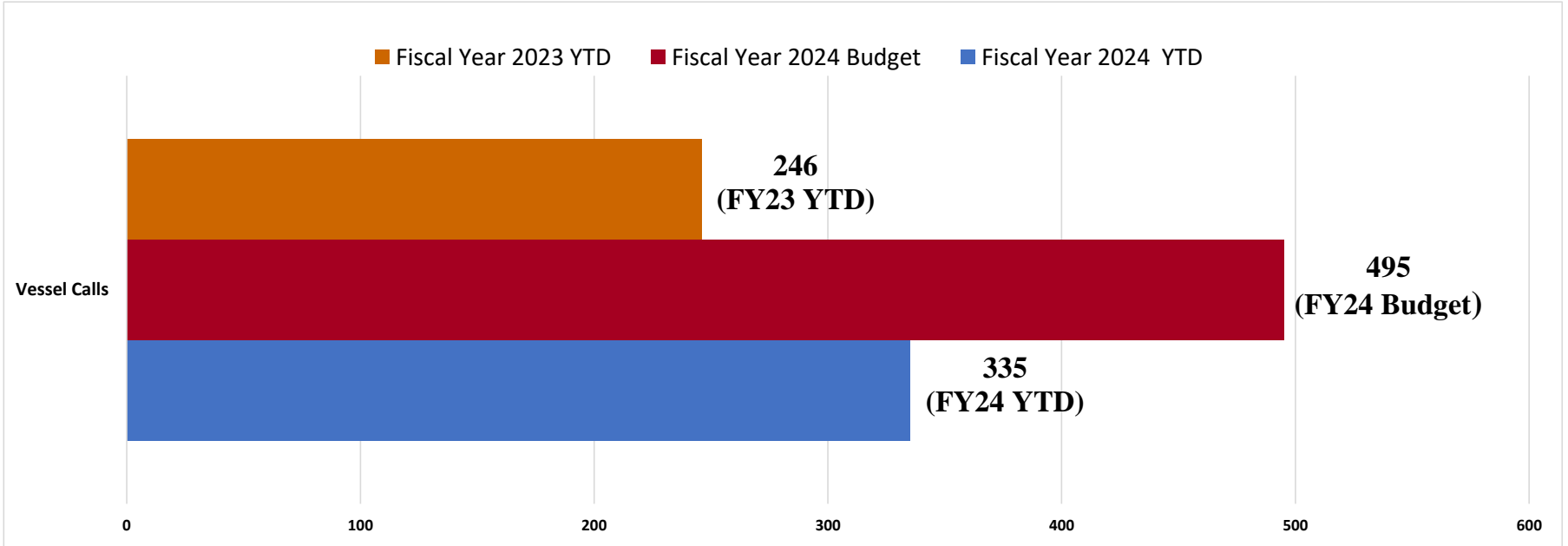
8. **Docks 1, 2, 3, 5 and 7 Cathodic Protection** – This project involves replacing depleted deep-well anode beds and replacing cabling & bonding to the submerged steel structure of the wharfs. The project, once completed, will protect the steel structure from corrosion and deterioration. The budget for this project is \$6,000,000. I anticipate that the bids will come in much higher than estimated due to inflation in labor, and materials over the past year since it was budgeted. This work is also specialized, and I don't anticipate many bids will be submitted. This may be another project where only one or two bidders can bond this specialized work.





PORT FREEPORTSM

2024 YTD Vessel Calls

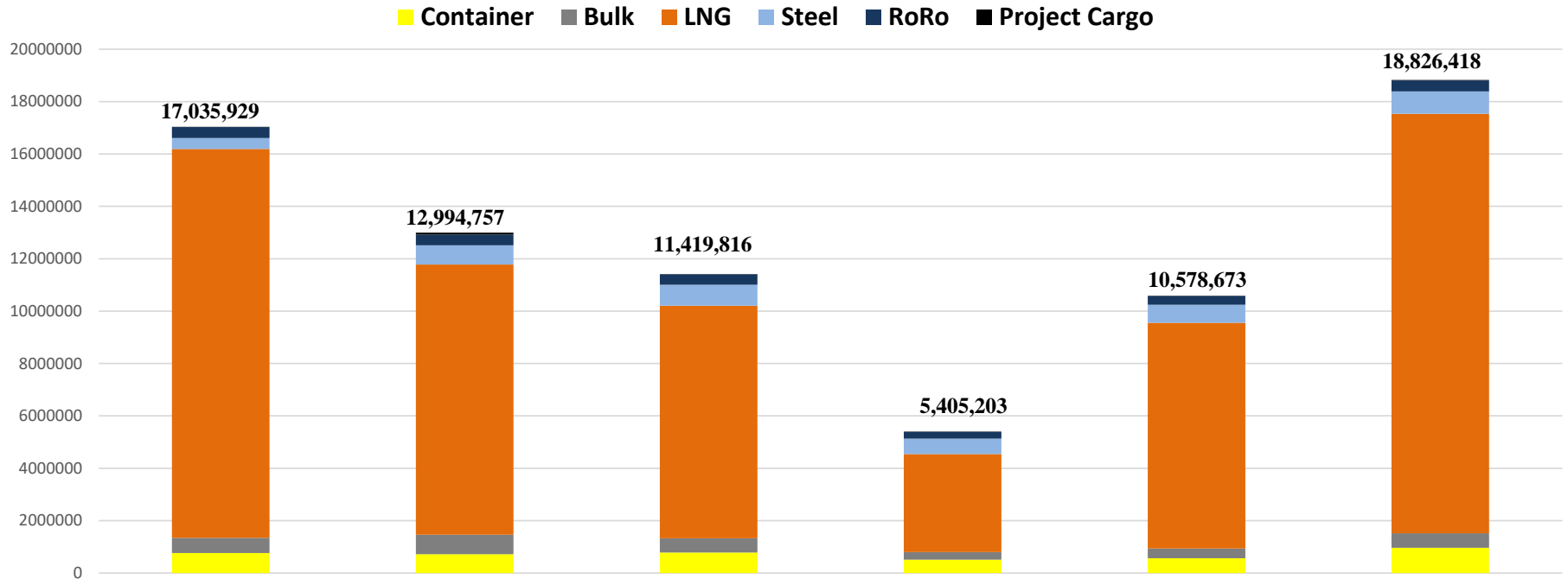


	Fiscal Year 2021	Fiscal Year 2022	Fiscal Year 2023	Fiscal Year 2023 YTD	Fiscal Year 2024 Budget	Fiscal Year 2024 YTD	Oct 2023	Nov 2023	Dec 2023	Jan 2024	Feb 2024	Mar 2024	Apr 2024	May 2024	Jun 2024	Jul 2024	Aug 2024	Sep 2024
Vessel Calls	531	456	402	246	495	335	45	42	43	41	42	33	36	53				
Lay Days	926	1195	1086	697	0	947	81	78	102	149	110	138	150	139				

May 2024: 53 Total Vessel Calls, up 18% from Prior Year.
 There were 97 Total Vessel Calls Portwide.



Total Tonnage by Fiscal Year



	Fiscal Year 2021 Total	Fiscal Year 2022 Total	Fiscal Year 2023 Total	Fiscal 2023 YTD	Fiscal 2024 YTD	Fiscal 2024 Budget
■ Container	768,773	720,369	784,516	512,309	562,788	967,246
■ Bulk	576,991	740,634	546,017	292,209	372,965	555,466
■ LNG	14,844,459	10,314,729	8,879,936	3,739,384	8,619,877	16,014,000
■ Steel	423,442	735,992	797,447	590,458	687,155	852,000
■ RoRo	411,441	415,071	400,811	263,439	333,427	419,706
■ Project Cargo	10,823	67,962	11,092	7,403	2,460	18,000
Total Import/Export	17,035,929	12,994,757	11,419,816	5,405,203	10,578,673	18,826,418

YTD Tonnage is up 96% from this time last year.

Rail Car Count FY 24

	Steel	Bulk	RoRo Arrivals		RoRo Departure		Total
			Loaded	Empty	Loaded	Empty	
October	52	228					280
November	16	160					176
December	12	233					245
January	10	226					236
February	6	201					207
March	33	82	91	8	32	29	275
April	0	256	130	167	281	6	840
May	0	161	92	341	440	0	1034
June							0
July							0
August							0
September							0
Total	129	1547	313	516	753	35	3293

RoRo	March	April	May	June	July	August	September	Total
Unloaded Vehicles	712	1120	1152					2984
Outgated Vehicles	316	2842	4403					7561

**PORT FREEPORT
OPERATIONS ACTIVITY SUMMARY**

MAY 2024

A. MONTHLY ACTIVITY EXPLANATION

- * Total import/export activity for the month of May was better than expected.
- * LNG experienced (**21**) vessels this month.
- * Bulk Rice experienced (**1**) vessel this month.
- * Bulk Aggregate did not experience a vessel this month.
- * Total (**16**) RoRo vessels handled.
- * Steel experienced (**3**) vessels, (**19**) barges and (**0**) railcars this month.
- * Total of (**8**) Container vessel calls.
- * Total of (**1,034**) Rail cars this month.
- * Average vessel activity in 2023 was 34 per month. This month, we handled 53 vessels (21 LNG & 32 Inner Harbor).
- * *There were (97) Total Vessel arrivals Port wide.*

B. FISCAL YEAR ACTIVITY EXPLANATION

- * Total Tons for this year are better than expected. This is due to the transition of vessel calls by LNG and additional calls of Steel Bars and RoRo vessels.
- * LNG has handled (**124**) vessels for export.
- * Steel has handled (**24**) vessels, (**83**) barges and (**129**) railcars.
- * Total (**89**) RoRo vessels handled.
- * YTD (**68**) Container vessel calls.
- * Bulk CO2 handled (**143**) railcars with **10,348** Tons Loaded.
- * Bulk Aggregate handled (**1,039**) railcars, discharging **119,486** Tons of Aggregate and (**1**) Vessel.
- * Bulk Rice handled (**365**) railcars.
- * RoRo has handled (**1,617**) railcars.
- * Total vessels handled this fiscal year is **335** compared to **246** last year (**124** LNG & **211** Inner Harbor).
- * *Total Port wide Vessels Fiscal Year-to-date (761)*
- * *Total Vehicles Handled Year-to-date (91,777)*
- * *Total Containers Handled (32,307)*
- * *Total Railcars Handled (3,293)*

C. INSIGHT TO ACTIVITY FOR JUNE 2024

- * LNG has scheduled (**18**) vessels.
- * Bulk Rice has scheduled (**1**) vessels.
- * Bulk Aggregate has scheduled (**0**) vessels and (**95**) Railcars for June.
- * Expecting to handle (**17**) RoRo vessels.
- * Steel has (**2**) vessels, (**12**) barges and (**0**) Railcars planned.
- * Expecting (**9**) Container vessels.

D. OPERATIONAL MEETINGS AND AGENDAS

- * OPTS, Safety, Security – All Departments Working Together to prepare the Port for the Arrival of our Newest (2) Customers.
- * Safety – Christine Lewis – Held Port Safety Training.
- * Security – Chris Hogan – Hosted TWIC Card Escort Discussion.
- * Security– Chris Hogan – Hosted the Port’s Hurricane Plan Review Meeting.
- * Austin– Continues Meetings with RailLink/RoRo Customer/Union Pacific.
- * Jesse – Hannah – Austin – Attended Meetings with New Container Line, Preparing for the Start of their Vessel operations.
- * Don – Continue Working with PBA, ZPMC and ABB to Finalize the Design Specifications of the New STS Cranes.
- * Jesse – Hannah – Austin – Attended Meetings with CBP.
- * Jesse– Participated in Weekly “Protective Services Team Meeting”.
- * Operations & Maintenance Staff- Attended Monthly Port Ops Safety Meeting

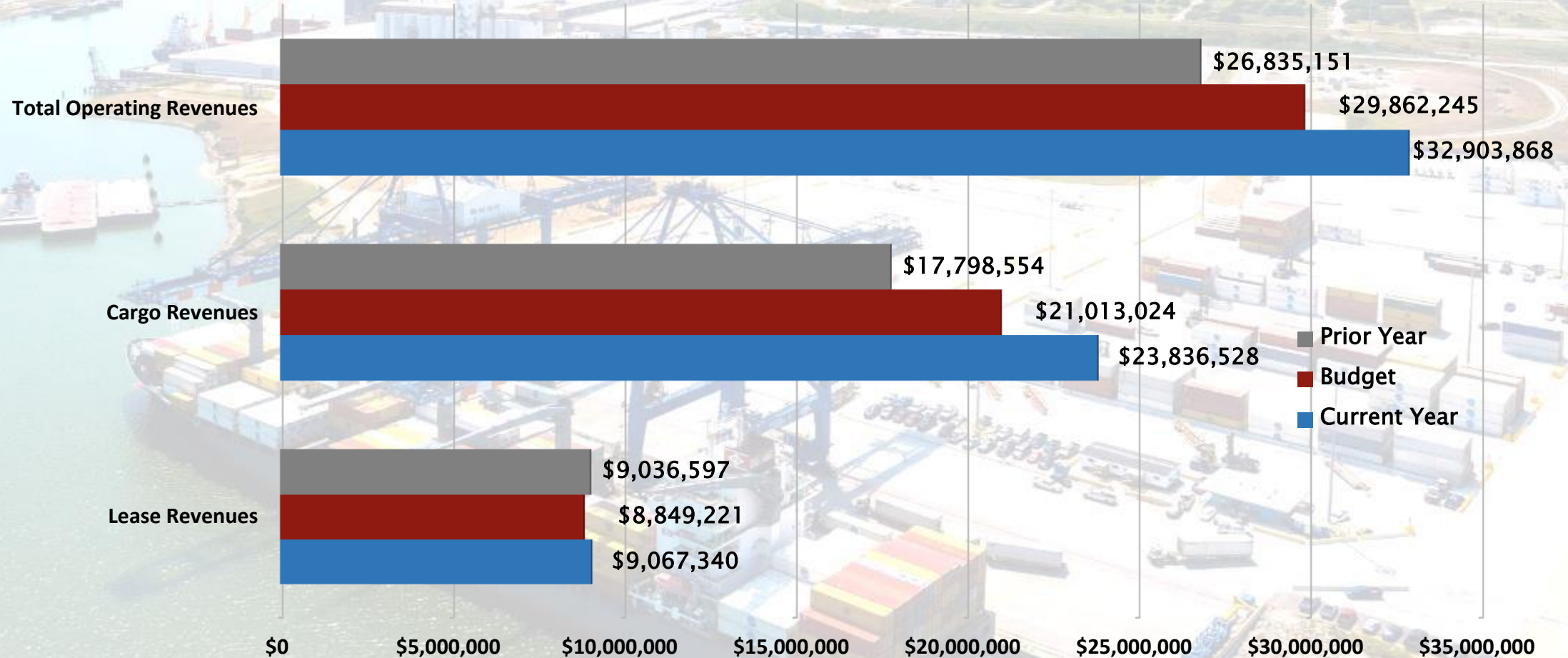


Financial Report for May 31, 2024 (Unaudited)

June 27, 2024

Rob Lowe | Chief Financial Officer

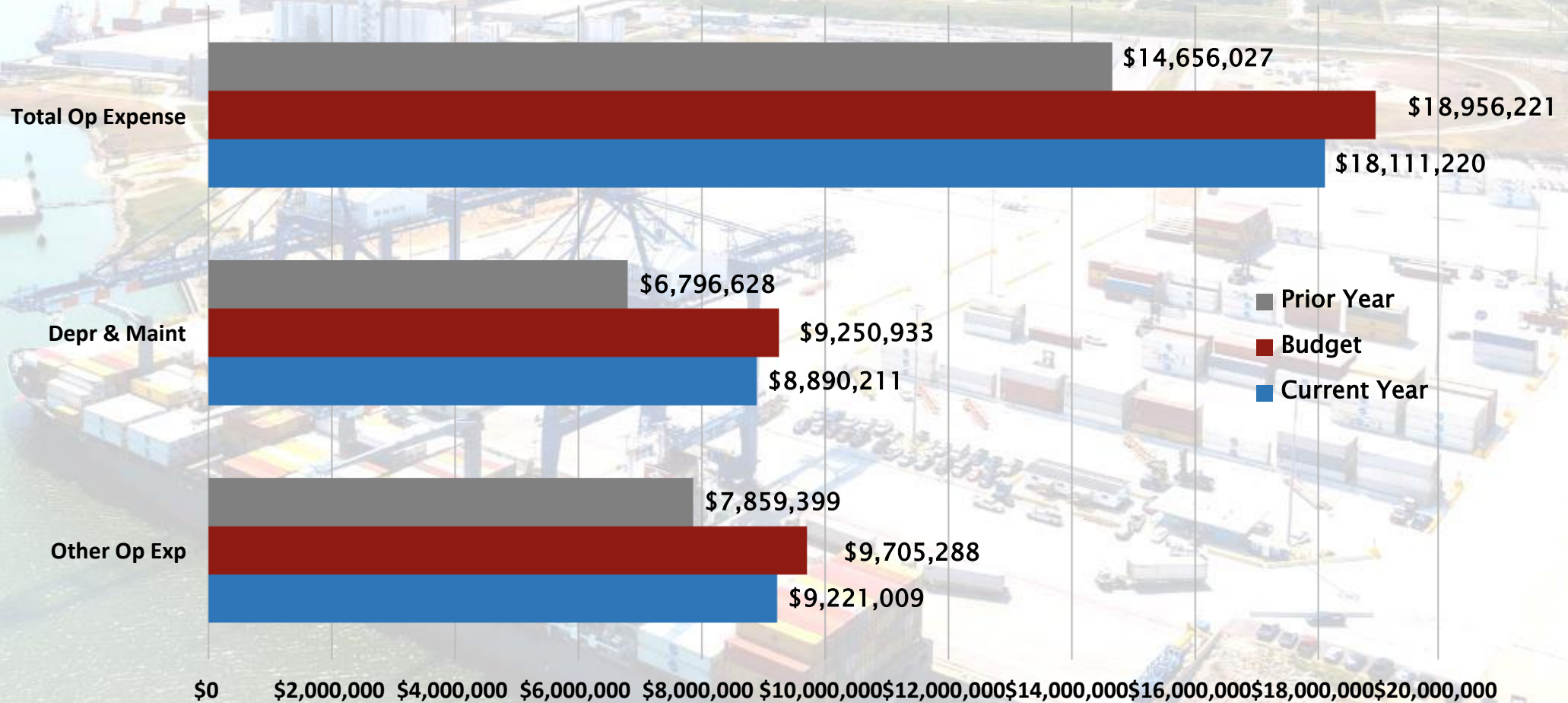
FY 2024 YTD OPERATING REVENUES



COMPARISON:

- Operating revenues are up over PY 23% and above budget 10%
- Cargo revenues are above PY by 34% and budget by 13%
- As compared to budget, cargo volumes are up in agriculture products, bulk aggregate, containerized cargo , and ro-ro cargo
- Lease revenues are at PY and are 2% above budget

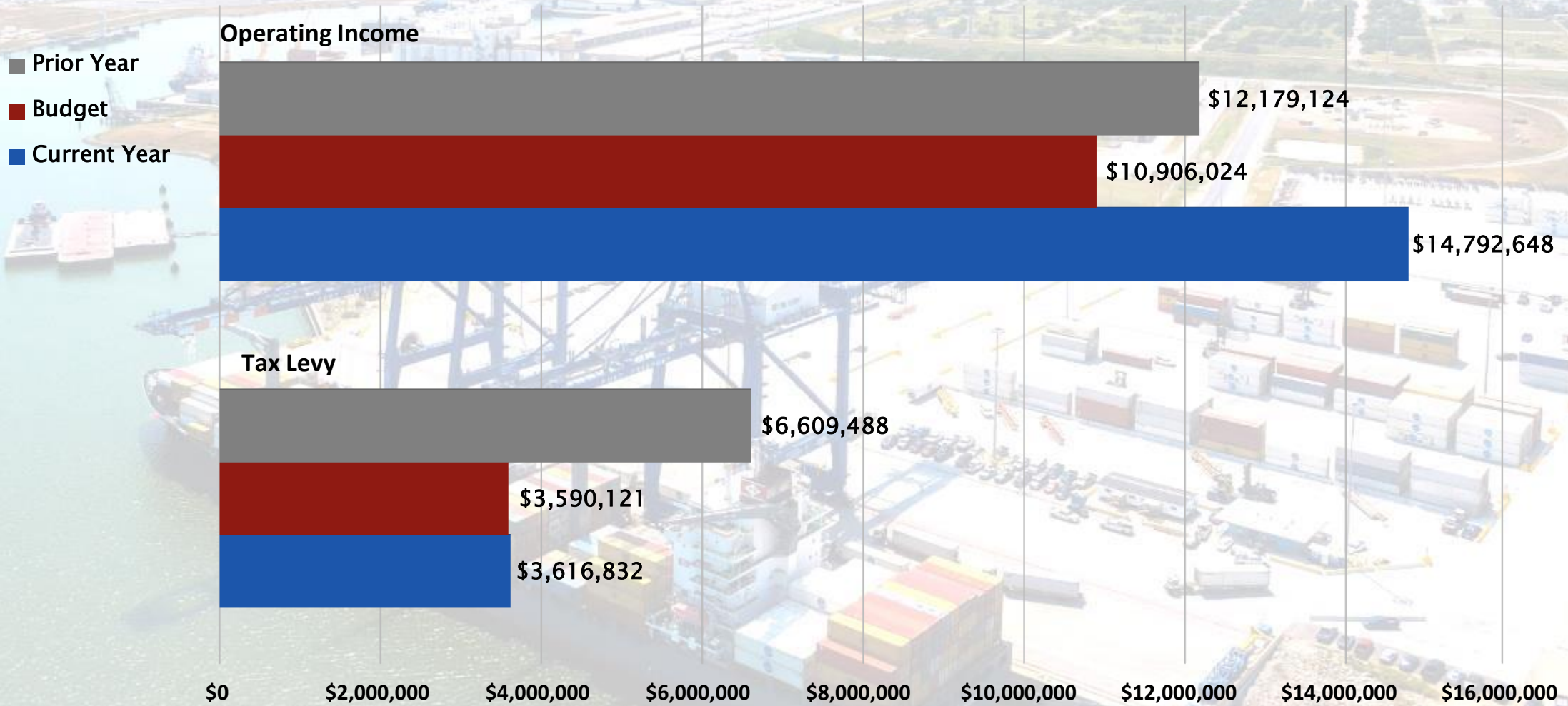
FY 2024 YTD OPERATING EXPENSE



COMPARISON:

- Total operating expenses are above prior year by 24%, below budget 4%
- Depr & maint are 31% above the PY and 4% below budget
- Other expenses are 17% above PY and below budget by 5%

FY 2024 YTD OPERATING INCOME



COMPARISON:

- Operating income is 21% above PY and above budget 36%

OPERATIONAL EARNINGS



Operational Earnings is a comparative measure to EBITDA

FY 2024 YTD CHANGE IN NET POSITION

Change in Net Position

- Non-Operating Revenue (Expense) includes Ad Valorem Taxes, Investment Income, Debt Service and Gain (Loss) on Sale of Assets
- Drivers for comparison to budget are primarily timing of capital contribution projects.

	Year To Date	YTD Budget	Total 2024 Budget
Operating Income	\$ 14,792,648	\$ 10,906,024	\$ 17,517,400
Non-Operating Revenue (Expenses)	\$ (1,230,370)	\$ (1,270,844)	\$ (3,726,100)
Capital Contributed (To) From Others			
Freeport Harbor Channel Improvement Project	\$ (45,166)	\$ -	\$ -
Dredge Material Placement Fees	\$ 270,916	\$ -	\$ -
Other	\$ -	\$ -	\$ (950,000)
Grants	\$ -	\$ 4,196,855	\$ 19,120,700
Change In Net Position	\$ 13,788,028	\$ 13,832,035	\$ 31,962,000

FY 2024 YTD CASH FLOWS

<i>Cash Flow Measure</i>	<i>Current Year</i>	<i>Prior Year</i>
<i>Cash Provided by Operations</i>	\$ 19,443,173	\$ 16,410,193
<i>Cash Provided by Non-Cap Financing</i>	3,169,025	6,320,385
<i>Cash Used by Cap Financing</i>	(372,960)	(870,229)
<i>Cash Provided by Investing Activities</i>	3,391,480	2,415,112
<i>Net Increase (Decrease) in Cash</i>	\$ 25,630,718	\$ 24,275,461

COMPARISON:

- Operating cash flow is positive due to increase in operating revenues
- Cash provided from non cap financing are tax levy collections
- Capital Financing funds are used for capital improvements.
- 2024 Revenue Bonds were issued February 13, 2024.

FY 2024 STATISTICS

<i>Measure</i>	<i>Current Year</i>	<i>Prior Year</i>	<i>Budget</i>
<i>Operating Margin</i>	45%	45%	37%
<i>Current Ratio (unrestricted)</i>	5.6 to 1	2.9 to 1	n/a
<i>Debt to Net Assets Ratio</i>	1.389 to 1	1.458 to 1	n/a

ACCOUNTS RECEIVABLE AGING

<i>Year</i>	<i>0-30 days</i>	<i>31-60 days</i>	<i>61-90 days</i>	<i>Over 90 days</i>
May 31, 2024 FY 2024	96% \$5,145,888	4% \$210,172	0% \$0	0% \$3,920
May 31, 2023 FY 2023	95% \$4,709,222	3% \$127,228	1% \$70,767	1% \$42,544
May 31, 2022 FY 2022	95% \$4,428,301	4% \$179,675	1% \$34,110	0% \$10,137



Questions and Comments?



PORT FREEPORTSM

1100 CHERRY ST., FREEPORT, TX 77541
(979) 233-2667 1 (800) 362-5743 FAX: (979) 373-0023

Interim Financial Report

(unaudited)

For the Period ending:

May 31, 2024

PORT COMMISSION

RAVI K. SINGHANIA, CHAIRMAN; ROB GIESECKE, VICE CHAIRMAN; BARBARA FRATILA, SECRETARY; KIM KINCANNON, ASST. SECRETARY;

DAN CROFT, COMMISSIONER; RUDY SANTOS, COMMISSIONER; PHYLLIS SAATHOFF, EXECUTIVE DIRECTOR/CEO

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Management Narrative

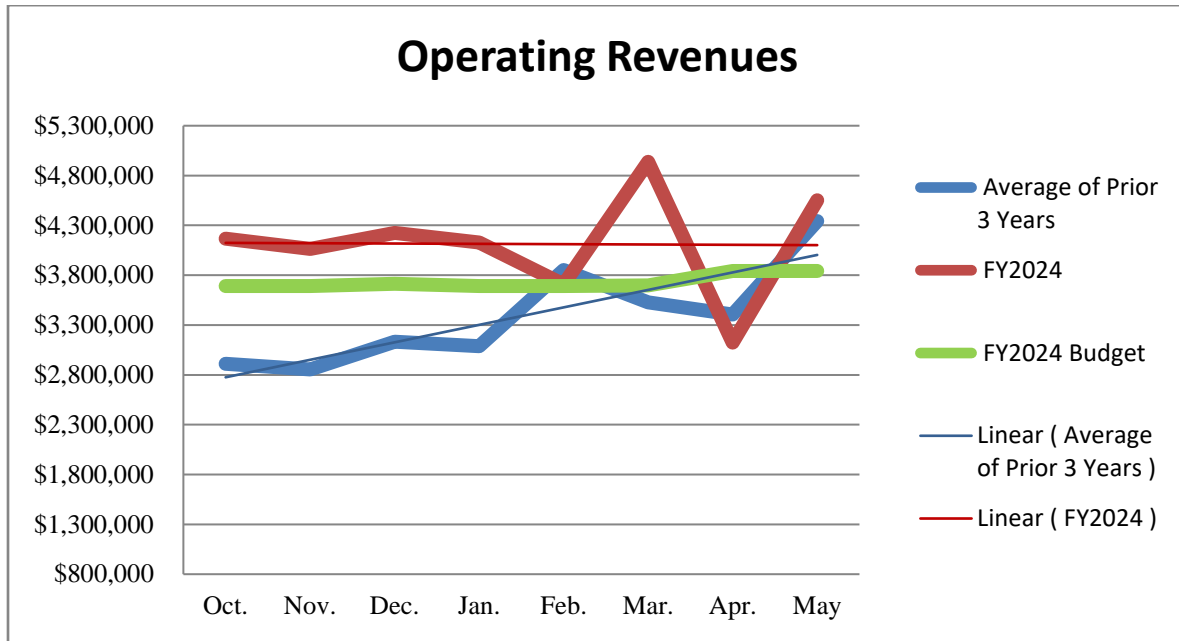
For the first eight months of Fiscal Year 2024, the Port remained on a sound financial foundation with operating revenues 10% above planned levels. Further, operating expenses are 4% below planned levels. These factors combined have contributed to producing an operating profit of \$14,792,648 and an operating margin of 45%, which is above planned performance levels by 36% or \$3,886,624 and is \$2,613,524 or 21% above the prior year's results.

The Port's overall position remains strong as evidenced in a current ratio (unrestricted) of 5.6 to 1, which reflects a strong liquidity position, and a debt ratio of 138.9% which is supported by our strong credit rating. The following table provides additional summary level information.

	Year to Date		Variance Favorable (Unfavorable)	% Var
	Actuals	Budget		
Statement of Revenues, Expenses and Changes in Net Assets				
Operating revenues	\$ 32,903,868	\$ 29,862,245	\$ 3,041,623	10%
Operating expense	<u>18,111,220</u>	<u>18,956,221</u>	845,001	4%
Operating income (loss)	<u>14,792,648</u>	<u>10,906,024</u>	3,886,624	36%
Operating margin	45.0%	36.5%		
Net non operating revenues (expense)	(1,004,620)	(1,270,844)	266,224	-21%
Capital contributions	-	4,196,855	(4,196,855)	0%
Net extraordinary revenue (expense)	<u>-</u>	<u>-</u>	-	0%
Change in net assets	<u>\$ 13,788,028</u>	<u>\$ 13,832,035</u>	\$ (44,007)	
Balance Sheet				
Cash and cash equivalents	\$ 65,947,425	Current ratio (unrestricted)		
Lease receivable	173,300,168	(Exclusive of GASB 87)		
Current unrestricted assets (less lease receivable)	31,988,917	5.6 to 1		
Total assets	757,316,840			
Current unrestricted liabilities	5,684,266	Debt to Net Assets Ratio		
Total liabilities	347,212,999	138.9%		
Deferred inflow of resources	164,199,722			
Total Net Assets	\$ 245,904,119			

The balance of this narrative provides detailed explanations and supplementary information for the variances when comparing budget to actual for the period ended May 31, 2024.

OPERATING REVENUES



Total operating revenues for the period ending May 31, 2024, are \$32,903,868. This is \$3,041,623 or 10% above planned levels. The following provide more specific explanations for variances in revenue:

Wharfage revenue stands at \$10,723,086, which is under budget by \$425,302 or 4%. The following is a brief analysis of wharfage results by cargo category:

	8 Months Budget	Year To Date	Over (Under)	% Over (Under)
Agriculture Products	\$ 218,167	\$ 229,112	\$ 10,945	5%
Bulk Aggregate	44,160	171,637	127,477	289%
Containerized Cargo	1,105,542	1,351,193	245,651	22%
General Cargo	8,974,855	7,572,296	(1,402,559)	-16%
Project Cargo	-	53,970	53,970	0%
Ro-Ro Cargo	805,664	1,344,878	539,214	67%
Total	\$ 11,148,388	\$ 10,723,086	\$ (425,302)	

Dockage revenue stands at \$6,209,906, which is \$895,706 or 17% above budgeted levels. Year-to-date ship calls are 335 compared to a budget of 314.

Equipment use fees, stands at \$1,075,686, which is over budget \$147,302 or 16% due to increased equipment usage.

Security fees, corresponding with wharfage and dockage, stand at \$2,221,397, which is \$287,145 or 15% above budget.

Facility use fees are \$1,092,412. This is over budget by \$348,284 or 47% due to facility usage outside of tenant leased areas and increased rail activity.

Other customer service fees (Port service charges, incidental services, customer re-bills, water, etc.) are \$1,111,370 which is \$180,198 or 19% above budgeted levels.

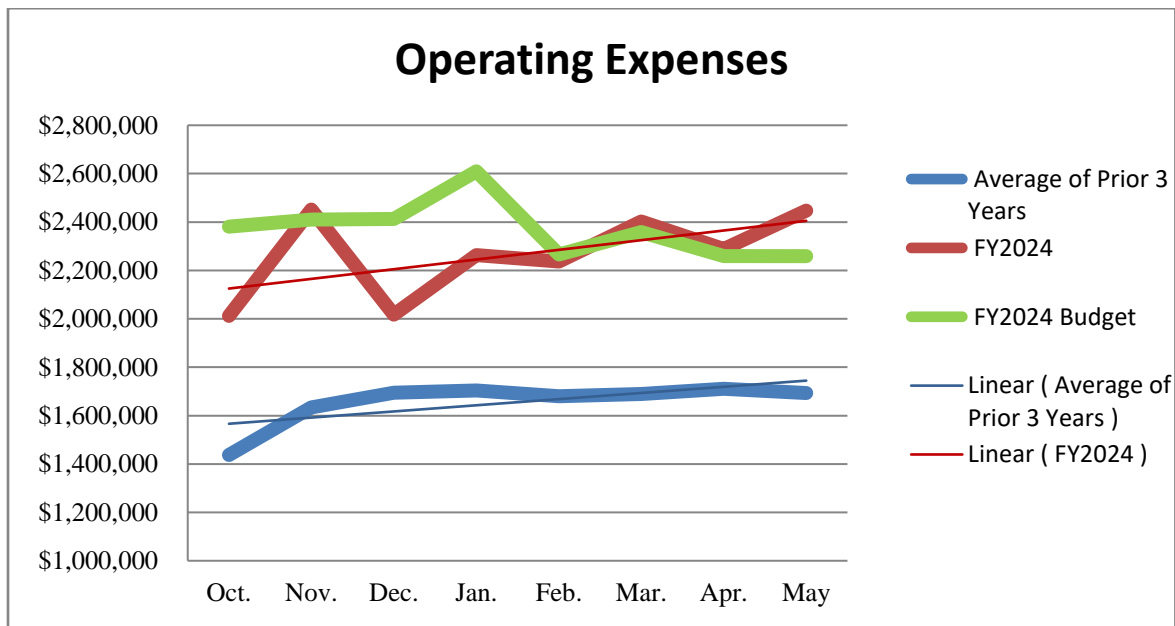
Ground leases stand at \$8,458,885, which is \$215,501 or 3% above budget levels.

Other leases are \$608,455, which is at budget levels.

Other revenue is \$2,671, which is below budgeted levels.

Business interruption final claim proceeds were \$1,400,000.

OPERATING EXPENSES



Total operating expenses are \$18,111,220, which is under budget \$845,001 or 4% for the period ended May 31, 2024. Following are more specific explanations for variances in operating expenses:

Port salaries/wages and benefits are \$3,669,186. This is \$412,478 or 10% less than budget. Currently, there are five vacancies not filled when compared to Fiscal Year 2024 Budget.

Professional services are \$1,959,014, which is under budget \$107,998 or 5%. Security services, at \$1,426,654, is the majority of this budget item and is 2% above budgeted levels.

Training, travel & promotional expenses are \$333,264 which is under budget \$263,360 or 44%. Following is a brief explanation of some of the sub-categories within this line item:

- Commercial advertising is \$84,314, which is below budgeted levels \$162,358 or 66% due to timing of advertisements and ad development (website) services.
- Sales/promotional travel costs are \$38,022 which is under budgeted levels by \$2,589 or 6% due to timing of travel.
- Governmental relations costs are \$7,193 which is below budget by \$17,623 or 71% due to timing of government related travel.
- Community events are \$19,621 which is above budgeted levels \$43,668 or 55% due to the TACFT expenses which will be offset in May with the sponsorships.
- Technical training is \$67,136 which is \$96,238 or 30% under budget due to timing of training.

Supplies are \$119,683 which is \$11,149 or 9% below budget.

Utilities at \$771,900 are over budget \$129,028 or 20%. The City of Freeport had a rate adjustment and that along with increased water usage due to broken water lines account for the overage in the water and sewer budget.

Business insurance is \$2,018,307, which is \$266,035 or 15% above budgeted levels. The invoice for the addition of the Berth 8 and RoRo ramp was received, which was not budgeted, and the property insurance renewal premiums increased 17.25%.

Other services and charges at \$310,722 are \$71,439 or 19% below budget.

Maintenance and repair expenses at \$983,323 are \$152,482 or 13% below budget. Following is a brief explanation of some of the repairs by facility/equipment type:

- Emergency repairs to the street sweeper were \$5,495.
- Emergency repairs to the transit shed sprinkler system were \$11,530.
- Emergency repairs to repair broken water lines were \$39,786.
- Emergency repairs to repair a broken water line at the administration building were \$2,428.
- Generator repairs for the Emergency Operations Center were \$4,696.
- Carpet replacement in the 2nd floor offices in the Operations building were \$5,400.
- Emergency repairs to the Berth 7 trailer air conditioning system were \$3,603.
- Emergency repairs to the truck scale were \$2,860.
- Emergency repairs to the transit shed sprinkler system were \$1,998.
- Repairs to the Administration Building are completed at a cost of \$293,715.

Depreciation expense at \$7,906,888 is \$208,240 or 3% below budget levels due to timing of additions.

Operating income is \$14,792,6648 compared to a total fiscal year budget of \$17,517,400, shows a positive result for Fiscal Year 2024.

NON-OPERATING REVENUES (EXPENSES)

Ad Valorem tax collections are posted utilizing the certified appraised values less the related fees. Adjustments are made throughout the year from the tax office reports to reflect appraisal and tax office adjustments as well as prior year collections, penalty, and interest. Year to date values are \$3,616,832 compared to an annual budget of \$3,566,500.

Investment income is \$3,616,050, which is above budget due to changes in fair market values, increased funds invested, and interest rates.

Debt interest and fees are \$8,463,252, which is \$1,038,951 or 14% above budgeted levels due to the 2024 Revenue Bond issuance, which was not budgeted.

Capital Contributions to Others budget includes \$750,000 in contributions to the U.S. Army Corps of Engineers for maintenance dredging and \$200,000 in Berth 2 & 3 floodwall modifications. There has been \$45,166 in expenses for these projects.

Dredge Material Placement fees include \$270,916 in revenue for fees placed in Port's dredge material placement area. This was not anticipated.

Grant Revenue budgeted for the Fiscal Year 2024 is \$19,120,700. There has been no grant revenue for Fiscal Year 2024. The grant revenue is funded on a reimbursement basis, so the capital contributions are recorded when the expenditures for each project are reported quarterly.

**PORT FREEPORT
BALANCE SHEET**

	5/31/2024	9/30/2023
ASSETS		
CURRENT ASSETS:		
CASH AND CASH EQUIVALENTS	\$ 17,570,227	\$ 18,278,111
INVESTMENTS	4,999,932	0
RECEIVABLES (net of allowance for uncollectibles):		
TRADE ACCOUNTS	5,319,514	5,339,302
PROPERTY TAXES	84,173	71,807
LEASE RECEIVABLE	173,300,168	173,300,168
OTHER	(113,311)	59,474
OTHER GOVERNMENTS	641,051	646,158
ACCRUED INTEREST	0	0
PREPAIDS	2,160,338	1,397,947
INVENTORY	1,326,993	1,277,492
TOTAL UNRESTRICTED CURRENT ASSETS	\$ 205,289,085	\$ 200,370,459
RESTRICTED ASSETS:		
CASH AND CASH EQUIVALENTS	48,377,198	64,421,726
INVESTMENTS	51,235,079	13,861,881
RECEIVABLES (net of allowance for uncollectibles):		
PROPERTY TAXES	487,475	52,034
OTHER	-	589
ACCRUED INTEREST	247,043	22,473
BOND DISCOUNTS AND ISSUANCE COSTS	4,279	5,441
TOTAL RESTRICTED ASSETS	100,351,074	78,364,144
TOTAL CURRENT ASSETS	305,640,159	278,734,603
PROPERTY, PLANT, AND EQUIPMENT:		
PROPERTY, PORT, AND FACILITIES	566,035,774	555,050,157
LESS ACCUMULATED DEPRECIATION	(114,359,093)	(106,504,142)
PROPERTY, PLANT, AND EQUIPMENT NET	451,676,681	448,546,015
TOTAL ASSETS	\$ 757,316,840	\$ 727,280,618
LIABILITIES		
CURRENT LIABILITIES:		
ACCOUNTS PAYABLE	\$ 1,383,749	\$ 2,479,613
EQUIPMENT LEASE PAYABLE	1,558,990	1,558,990
ACCRUED COMPENSATED ABSENCES	0	138,315
UNEARNED LEASE INCOME	2,741,527	4,425,897
TOTAL CURRENT LIABILITIES	\$ 5,684,266	\$ 8,602,815
LIABILITIES PAYABLE FROM RESTRICTED ASSETS:		
ACCRUED BOND INTEREST PAYABLE	1,529,553	3,235,533
BONDS PAYABLE	125,000	5,535,000
TOTAL CURRENT LIABILITIES FROM RESTRICTED ASSETS	1,654,553	8,770,533
NON-CURRENT LIABILITIES		
EQUIPMENT LEASE PAYABLE	0	0
BONDS PAYABLE	318,090,000	292,435,000
BOND PREMIUMS	21,784,180	21,156,457
TOTAL NON-CURRENT LIABILITIES	339,874,180	313,591,457
TOTAL LIABILITIES	\$ 347,212,999	\$ 330,964,805
DEFERRED INFLOW OF RESOURCES		
DEFERRED INFLOW OF RESOURCES	164,199,722	164,199,722
TOTAL DEFERRED INFLOW OF RESOURCES	\$ 164,199,722	\$ 164,199,722
NET ASSETS		
NET INVESTMENT IN CAPITAL ASSETS	\$ 260,535,967	\$ 256,735,808
RESTRICTED-DEBT SERVICE	15,251,850	14,583,736
RESTRICTED-CAPITAL PROJECTS (Corps)	12,291	12,274
RESTRICTED CONTRIBUTED TO OTHERS	44,560,374	43,285,348
RESERVE FOR CAPITAL IMPROVEMENTS	18,081,910	17,644,062
UNRESTRICTED DEBT CONTRIBUTED TO OTHERS	(128,724,339)	(128,869,799)
UNRESTRICTED	36,186,066	28,724,662
TOTAL NET ASSETS	\$ 245,904,119	\$ 232,116,091

PORT FREEPORT
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET ASSETS
May 31, 2024

	YEAR TO DATE	PRIOR YEAR TO DATE	% OVER (UNDER)	8 MONTHS BUDGET	% OVER (UNDER)	TOTAL 2023/2024 BUDGET
OPERATING REVENUES:						
Wharfage	\$ 10,723,086	\$ 8,280,015	30%	\$ 11,148,388	-4%	\$ 17,049,000
Dockage & deep water berth	6,209,906	3,228,168	92%	5,314,200	17%	8,134,100
Equipment & pallet use fees	1,075,686	1,011,327	6%	928,384	16%	1,537,600
Facility use fees	1,092,412	910,762	20%	744,128	47%	1,116,200
Security Fees	2,221,397	1,353,691	64%	1,934,252	15%	2,984,500
Other Customer Service Fees	1,111,370	918,075	21%	931,172	19%	1,443,500
Ground leases	8,458,885	8,443,943	0%	8,243,384	3%	12,554,800
Other leases	608,455	592,754	3%	605,837	0%	908,800
GASB 87 Lease recognition	-	-	0%	-	0%	-
Other revenue	2,671	96,416	-97%	12,500	-79%	25,000
Business interruption Claim	1,400,000	2,000,000	-30%	-	0%	-
Total Operating Revenues	32,903,868	26,835,151	23%	29,862,245	10%	45,753,500
OPERATING EXPENSES:						
Port salaries/wages	2,831,033	2,467,463	15%	3,097,472	-9%	4,626,200
Port employee benefits	838,153	856,017	-2%	984,192	-15%	1,714,300
Professional services	1,959,014	2,078,333	-6%	2,067,012	-5%	3,105,200
Training, travel, and promotional	372,197	339,148	10%	648,475	-43%	844,500
Supplies	119,683	124,326	-4%	130,832	-9%	188,400
Utilities	771,900	545,451	42%	642,872	20%	964,300
Business Insurance	2,018,307	1,133,862	78%	1,752,272	15%	2,628,400
Other services & charges	310,722	314,799	-1%	382,161	-19%	554,900
Maintenance & repair	983,323	868,769	13%	1,135,805	-13%	1,437,200
Depreciation	7,906,888	5,927,859	33%	8,115,128	-3%	12,172,700
Total Operating Expenses	18,111,220	14,656,027	24%	18,956,221	-4%	28,236,100
OPERATING INCOME (LOSS)	14,792,648	12,179,124	21%	10,906,024	36%	17,517,400
NON-OPERATING REVENUES (EXPENSES)						
Ad Valorem tax collections	3,616,832	6,609,488	-45%	3,590,121	1%	3,566,500
Investment Income	3,616,050	2,432,139	49%	2,563,336	41%	3,845,000
Gain (loss) on sale of assets	-	-	0%	-	0%	-
Debt interest and fees	(8,463,252)	(7,205,516)	17%	(7,424,301)	14%	(11,137,600)
CAPITAL CONTRIBUTIONS (TO) FROM OTHERS:						
Freeport Harbor Improvement Project	(45,166)	(20,260,949)	-100%	-	0%	(750,000)
Berth 2 Floodwall Modifications	-	-	0%	-	0%	(200,000)
Contributed Capital-Other	-	(47,000)	-100%	-	0%	-
OTHER:						
Dredge material placement fees	270,916	-	0%	-	0%	-
Total Non-Operating Revenue (Expenses)	(1,004,620)	(18,471,838)	-95%	(1,270,844)	-21%	(4,676,100)
INCOME (LOSS) BEFORE CONTRIBUTIONS AND EXTRAORDINARY EXPENSE	13,788,028	(6,292,714)	-319%	9,635,180	43%	12,841,300
CAPITAL CONTRIBUTIONS:						
Grants:						
Grants Port-Freeport	-	3,877,188	-100%	4,196,855	-100%	19,120,700
Total Capital Contributions-Grants	-	3,877,188	-100%	4,196,855	-100%	19,120,700
EXTRAORDINARY ITEM						
Emergency Recovery Efforts - Hurricane	-	-	0%	-	0%	-
Net Extraordinary Income (Expense)	-	-	0%	-	0%	-
CHANGE IN NET POSITION	\$ 13,788,028	\$ (2,415,526)	-671%	\$ 13,832,035	0%	\$ 31,962,000

STATEMENT OF CASH FLOWS

May 31, 2024

	YEAR TO DATE	PRIOR YEAR TO DATE
Cash Flows from Operating Activities:		
Operating Income (Loss)	\$ 14,792,648	\$ 12,179,124
Adjustments to Reconcile Operating Income (Loss) to Net Cash Flows from Operating Activities:		
Depreciation	7,906,888	5,927,859
Dredge Material Placement Fees	270,916	-
Change in Assets and Liabilities:		
Trade receivables	19,788	(1,443,147)
Other receivables	172,785	4,924,692
Lease Receivable	-	-
Deferred inflow of resources	-	-
Inventories	(49,501)	(9,051)
Prepaid and Other	(761,802)	(870,831)
Accounts payable	(1,095,864)	(2,491,776)
Deferred lease income	(1,684,370)	(1,672,076)
Accrued compensated absences	(138,315)	(134,601)
	<u>19,433,173</u>	<u>16,410,193</u>
Total Cash Provided from (Used for) Operating Activities	19,433,173	16,410,193
Cash Flows from Non-capital Financing Activities:		
Property tax receipts	3,206,137	6,379,912
Property tax collection expense	(37,112)	(59,527)
Emergency Recovery Efforts - Disaster Related	-	-
	<u>3,169,025</u>	<u>6,320,385</u>
Total Cash Provided from (Used for) Non-capital Financing Activities	3,169,025	6,320,385
Cash Flows from Capital Financing Activities:		
Principal payments under debt obligations	(5,410,000)	(5,195,000)
Interest and fees paid under debt obligations	(9,540,347)	(8,739,620)
Proceeds from sale of long-term debt obligations	25,655,000	55,800,000
Land, capital improvement, and equipment purchases	(11,037,554)	(26,305,284)
Other capital acquisition (costs) or recoveries, extraordinary	-	-
Capital contributions	(45,166)	(20,307,949)
Gants received	5,107	3,877,624
Proceeds from sale/disposal of capital assets	-	-
	<u>(372,960)</u>	<u>(870,229)</u>
Total Cash Provided from (Used for) Capital Financing Activities	(372,960)	(870,229)
Cash Flows from Investing Activities:		
Investment earnings	2,989,906	1,672,866
Change in FMV of marketable investment securities	401,574	742,246
	<u>3,391,480</u>	<u>2,415,112</u>
Total Cash Provided from (Used for) Investing Activities	3,391,480	2,415,112
Net Increase(Decrease) in Cash and Cash Equivalents	25,620,718	24,275,461
Cash and Cash Equivalents at Beginning of Period	96,561,718	81,177,305
Cash and Cash Equivalents at End of Period	\$ 122,182,436	\$ 105,452,766

NOTES TO FINANCIAL STATEMENTS

Note 1 - Accounts Receivable Aging

0 - 30 days	\$	5,145,888	96%
31 - 60 days		210,172	4%
61 - 90 days		-	0%
Over 90 days	\$	3,920	0%
Allowance for uncollectibles		(40,466)	-1%
Net Trade A/R	\$	5,319,514	

Note 2 - Accounts Payable Information

Retainage Withheld	\$	47,569
Corps of Engineers*		620,518
Employee Payroll Related		22,496
Accounts Payable		693,166
Total A/P	\$	1,383,749

45' Project - \$620,518

Note 3 - Debt Service Information

	Original Amount of Issue	Principal Paid	Issue Outstanding
General Obligation Bonds, Series 2019	\$ 31,795,000	\$ 1,750,000	\$ 30,045,000
General Obligation Bonds, Series 2021	37,135,000	-	37,135,000
General Obligation Bonds, Series 2023	55,800,000	-	55,800,000
Senior Lien Revenue Refunding Bonds, Series 2013A	33,065,000	22,740,000	10,325,000
Senior Lien Revenue and Refunding Bonds, Series 2015A	39,635,000	7,260,000	32,375,000
Senior Lien Revenue Refunding Bonds, Series 2018	32,865,000	3,440,000	29,425,000
Senior Lien Revenue Bonds, Series 2019A	45,200,000	4,205,000	40,995,000
Senior Lien Revenue Bonds, Series 2019B	29,480,000	2,905,000	26,575,000
Senior Lien Revenue Bonds, Series 2021	29,885,000	-	29,885,000
Senior Lien Revenue Bonds, Series 2024	25,655,000	-	25,655,000
2014 Equipment Lease Payable	14,100,000	12,541,010	1,558,990
Total Bonds	\$ 374,615,000	\$ 54,841,010	\$ 319,773,990

Less Current Portion of Long-Term Debt Payable	\$	1,683,990
Long-term Debt Payable	\$	318,090,000

Note 4 - Net Asset Information

A Special Reserve for Capital Improvements was created on Oct 22, 2015. A commitment was made to fund this reserve with an amount equal to the total maintenance and operations portion of the Port's tax rate.

Fiscal Year 2016 Amount Funded	\$	3,423,398
Fiscal Year 2017 Amount Funded	\$	3,570,000
Fiscal Year 2018 Amount Funded	\$	3,887,346
Fiscal Year 2019 Amount Funded	\$	4,269,552
Fiscal Year 2020 Amount Funded	\$	4,120,672
Fiscal Year 2021 Amount Funded	\$	3,981,963
Fiscal Year 2022 Amount Funded	\$	3,627,381
Fiscal Year 2023 Amount Funded	\$	3,351,718

**PORT FREEPORT
OPERATING EXPENSES BY DEPARTMENT
May 31, 2024**

	YEAR TO-DATE	PRIOR YEAR TO-DATE	PRIOR YEAR % OVER (UNDER)	8 MONTHS BUDGET	BUDGET % OVER (UNDER)	TOTAL 2023/2024 BUDGET
COMMISSIONERS						
OPERATING EXPENSES:						
Port salaries/wages	\$ 38,400	\$ 36,800	4%	\$ 38,400	0%	\$ 57,600
Port employee benefits	3,712	48,541	-92%	3,827	0%	5,291
Professional services	117	10,000	-99%	-	0%	-
Training, travel & promotional	51,740	39,895	30%	61,840	-16%	71,650
Supplies	387	367	5%	400	-3%	600
Utilities	5,640	4,992	13%	4,200	34%	6,300
Total Operating Expenses	\$ 99,996	\$ 140,595	-29%	\$ 108,667	-8%	\$ 141,441

ADMINISTRATION & FOREIGN TRADE ZONE

OPERATING EXPENSES:						
Port salaries/wages	\$ 869,305	\$ 771,510	13%	\$ 1,035,932	-16%	\$ 1,533,900
Port employee benefits	234,817	239,447	-2%	305,456	-23%	538,424
Professional services	441,261	571,953	-23%	530,272	-17%	802,800
Training, travel & promotional	83,386	75,103	11%	128,896	-35%	187,700
Supplies	23,118	18,301	26%	20,332	14%	28,600
Utilities	52,931	58,989	-10%	52,468	1%	78,700
Business Insurance	2,018,307	1,133,862	78%	1,752,272	15%	2,628,400
Other services & charges	231,760	230,936	0%	242,386	-4%	364,400
Maintenance & repair	397,437	90,010	342%	415,536	-4%	473,050
Depreciation	7,906,888	5,927,859	33%	8,115,128	-3%	12,172,700
Total Operating Expenses	\$ 12,259,210	\$ 9,117,970	34%	\$ 12,598,678	-3%	\$ 18,808,674

ENGINEERING

OPERATING EXPENSES:						
Port salaries/wages	\$ 269,874	\$ 264,479	2%	\$ 318,468	-15%	\$ 477,700
Port employee benefits	89,014	99,913	-11%	105,795	-16%	187,139
Professional services	32,350	21,004	54%	132,004	-75%	198,000
Training, travel & promotional	5,241	7,506	-30%	26,936	-81%	40,300
Supplies	2,288	2,027	13%	3,936	-42%	5,900
Utilities	3,291	5,580	-41%	3,136	5%	4,700
Other services & charges	3,600	3,453	4%	5,072	-29%	7,600
Maintenance & repair	34	1,259	-97%	336	-90%	500
Total Operating Expenses	\$ 405,692	\$ 405,221	0%	\$ 595,683	-32%	\$ 921,839

OPERATIONS

OPERATING EXPENSES:						
Port salaries/wages	\$ 1,232,907	\$ 1,061,012	16%	\$ 1,214,426	2%	\$ 1,821,630
Port employee benefits	381,613	357,940	7%	418,407	-9%	719,911
Professional services	50,817	70,936	-28%	5,400	841%	5,400
Training, travel & promotional	17,769	20,810	-15%	21,407	-17%	26,750
Supplies	57,537	66,488	-13%	63,964	-10%	93,400
Utilities	679,733	442,783	54%	541,932	25%	812,900
Other services & charges	38,196	41,160	-7%	93,303	-59%	120,800
Maintenance & repair	531,685	707,921	-25%	672,898	-21%	893,500
Total Operating Expenses	\$ 2,990,257	\$ 2,769,050	8%	\$ 3,031,737	-1%	\$ 4,494,291

**PORT FREEPORT
OPERATING EXPENSES BY DEPARTMENT
May 31, 2024**

	YEAR TO-DATE	PRIOR YEAR TO-DATE	PRIOR YEAR % OVER (UNDER)	8 MONTHS BUDGET	BUDGET % OVER (UNDER)	TOTAL 2023/2024 BUDGET
<u>BUSINESS DEVELOPMENT</u>						
OPERATING EXPENSES:						
Port salaries/wages	\$ 284,340	\$ 256,665	11%	\$ 335,132	-15%	\$ 502,700
Port employee benefits	79,465	87,357	-9%	100,889	-21%	178,401
Professional services	315	3,312	-90%	-	0%	-
Training, travel & promotional	206,543	194,633	6%	402,160	-49%	507,400
Supplies	2,387	3,488	-32%	3,932	-39%	5,400
Utilities	2,673	5,954	-55%	3,868	-31%	5,800
Other services & charges	10,462	14,309	-27%	15,234	-31%	22,850
Maintenance & repair	-	-	0%	-	0%	-
Total Operating Expenses	\$ 586,185	\$ 565,718	4%	\$ 861,215	-32%	\$ 1,222,551

PROTECTIVE SERVICES

OPERATING EXPENSES:						
Port salaries/wages	\$ 136,207	\$ 76,997	77%	\$ 155,114	-12%	\$ 232,670
Port employee benefits	49,532	22,819	117%	49,818	-1%	85,134
Professional services	1,434,154	1,401,128	2%	1,399,336	2%	2,099,000
Training, travel & promotional	7,518	1,201	526%	7,236	4%	10,700
Supplies	33,966	33,655	1%	38,268	-11%	54,500
Utilities	27,632	27,153	2%	37,268	-26%	55,900
Other services & charges	26,704	24,941	7%	26,166	2%	39,250
Maintenance & repair	54,167	69,579	-22%	47,035	15%	70,150
Total Operating Expenses	\$ 1,769,880	\$ 1,657,473	7%	\$ 1,760,241	1%	\$ 2,647,304

CONSOLIDATED - TOTAL

OPERATING EXPENSES:						
Port salaries/wages	\$ 2,831,033	2,467,463	15%	\$ 3,097,472	-9%	\$ 4,626,200
Port employee benefits	838,153	856,017	-2%	984,192	-15%	1,714,300
Professional services	1,959,014	2,078,333	-6%	2,067,012	-5%	3,105,200
Training, travel & promotional	372,197	339,148	10%	648,475	-43%	844,500
Supplies	119,683	124,326	-4%	130,832	-9%	188,400
Utilities	771,900	545,451	42%	642,872	20%	964,300
Business Insurance	2,018,307	1,133,862	78%	1,752,272	15%	2,628,400
Other services & charges	310,722	314,799	-1%	382,161	-19%	554,900
Maintenance & repair	983,323	868,769	13%	1,135,805	-13%	1,437,200
Depreciation	7,906,888	5,927,859	33%	8,115,128	-3%	12,172,700
Total Operating Expenses	\$ 18,111,220	\$ 14,656,027	24%	\$ 18,956,221	-4%	\$ 28,236,100

PORT FREEPORT - VELASCO TERMINAL ONLY

STATEMENT OF REVENUES AND EXPENSES

May 31, 2024

	YEAR TO DATE	PRIOR YEAR TO DATE	% OVER (UNDER)	8 MONTHS BUDGET	% OVER (UNDER)	TOTAL 2023 BUDGET
OPERATING REVENUES:						
Wharfage	\$ 1,112,953	\$ 1,207,608	-8%	\$ 1,058,880	5%	\$ 1,813,328
Dockage & deep water berth	389,887	482,552	-19%	414,933	-6%	672,401
Equipment & pallet use fees	815,952	885,534	-8%	808,488	1%	1,357,738
Facility use fees	49,237	83,341	-41%	-	0%	-
Security Fees	137,604	156,493	-12%	186,992	-26%	280,489
Other Customer Service Fees	227,135	252,902	-10%	407,328	-44%	666,030
Ground leases	278,789	253,175	10%	68,432	307%	136,248
Total Operating Revenues	3,011,557	3,321,605	-9%	2,945,053	2%	4,926,234
OPERATING EXPENSES:						
Port salaries/wages	263,524	213,294	24%	207,469	27%	311,201
Port employee benefits	69,187	61,660	12%	71,055	-3%	125,041
Professional services	-	25,236	-100%	-	0%	-
Training, travel, and promotional	-	-	0%	800	-100%	1,200
Supplies	131	55	138%	-	0%	-
Utilities	105,109	85,164	23%	104,332	1%	156,500
Business Insurance	327,545	268,008	22%	392,234	-16%	588,346
Maintenance & repair	203,565	306,705	-34%	349,476	-42%	445,700
Depreciation	3,841,312	1,917,343	100%	3,871,056	-1%	5,806,589
Total Operating Expenses	4,810,373	2,877,465	67%	4,996,422	-4%	7,434,577
OPERATING INCOME (LOSS)	(1,798,816)	444,140	505%	(2,051,369)	12%	(2,508,343)
NON-OPERATING REVENUES (EXPENSES)						
Debt interest and fees	(2,008,639)	(1,242,294)	62%	(1,978,230)	2%	(2,968,514)
Total Non-Operating Revenue (Expenses)	(2,008,639)	(1,242,294)	62%	(1,978,230)	2%	(2,968,514)
CHANGE IN NET POSITION	\$ (3,807,455)	\$ (798,154)	377%	\$ (4,029,599)	-6%	\$ (5,476,857)

PORT FREEPORT
Port Improvement Projects Summary
May 31, 2024

Project	Contract Award	Change Orders	Total Contract	Current Year Budget	Incurred to Date FY 2024	CIP Prior Years	Incurred to Date Total	Balance to Finish
VT- North Gate Entrance	720,847.52	0.00	720,847.52	250,000.00	321,850.86	237,408.00	559,258.86	161,588.66
EDSA	356,684.00	0.00	356,684.00		69,507.34	237,408.00	306,915.34	49,768.66
Construction	363,469.00	0.00	363,469.00		251,649.00	0.00	251,649.00	111,820.00
Other not in contract	694.52	0.00	694.52		694.52	0.00	694.52	0.00
VT- Access Project	13,159,432.83	70,000.00	13,229,432.83	8,679,000.00	1,038,547.07	15,400.00	1,053,947.07	12,175,485.76
EDSA	1,218,718.00	70,000.00	1,288,718.00		579,042.98	15,400.00	594,442.98	694,275.02
Construction	11,929,297.00	0.00	11,929,297.00		448,086.26	0.00	448,086.26	11,481,210.74
Other not in contract	11,417.83	0.00	11,417.83		11,417.83	0.00	11,417.83	0.00
VT- Refrigerated Cross Dock	0.00	0.00	0.00	500,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
VT Backlands Area V Phase II	866,975.00	0.00	866,975.00	20,500,000.00	246,020.67	0.00	246,020.67	620,954.33
EDSA	849,800.00	0.00	849,800.00		228,845.67	0.00	228,845.67	620,954.33
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	17,175.00	0.00	17,175.00		17,175.00	0.00	17,175.00	0.00
VT East 5th Reconstruction	0.00	0.00	0.00	500,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
VT Perimeter Fencing	0.00	0.00	0.00	95,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
VT -Utility Relocation of Land Acquisition & land	376,053.68	0.00	376,053.68	1,800,000.00	376,053.68	0.00	376,053.68	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	376,053.68	0.00	376,053.68		376,053.68	0.00	376,053.68	0.00
Pumpstation 1400 E Floodgate & P14 Drainage	1,444,585.61	0.00	1,444,585.61	1,440,000.00	1,239,182.00	205,403.61	1,444,585.61	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	1,442,485.00	0.00	1,442,485.00		1,239,182.00	203,303.00	1,442,485.00	0.00
Other not in contract	2,100.61	0.00	2,100.61		0.00	2,100.61	2,100.61	0.00
Non-TWIC Lot Precheck Gate Electrical	1,892.00	0.00	1,892.00	10,000.00	1,892.00	0.00	1,892.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	1,892.00	0.00	1,892.00		1,892.00	0.00	1,892.00	0.00
EOC Additional Parking	0.00	0.00	0.00	25,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
EOC HVAC Upgrade/Replacement	534,795.00	0.00	534,795.00	500,000.00	5,017.50	0.00	5,017.50	529,777.50
EDSA	20,070.00	0.00	20,070.00		5,017.50	0.00	5,017.50	15,052.50
Construction	514,725.00	0.00	514,725.00		0.00	0.00	0.00	514,725.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Gate 4 Access Road Widening	0.00	0.00	0.00	120,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Greenbelt with Port Expansion Area Tribute	0.00	0.00	0.00	50,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Port Expansion Area Water & Sewer Modificatio	0.00	0.00	0.00	500,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R - Joint Repairs	0.00	0.00	0.00	20,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R - Railroad Track Renovations	0.00	0.00	0.00	75,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R - Roads	0.00	0.00	0.00	200,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R Transformer Yard Replacement	4,078.00	0.00	4,078.00	200,000.00	0.00	4,078.00	4,078.00	0.00
EDSA	4,078.00	0.00	4,078.00		0.00	4,078.00	4,078.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00

PORT FREEPORT
Port Improvement Projects Summary
May 31, 2024

Project	Contract Award	Change Orders	Total Contract	Current Year Budget	Incurred to Date FY 2024	CIP Prior Years	Incurred to Date Total	Balance to Finish
M & R Fence Razor Wire Upgrade	0.00	0.00	0.00	31,000.00	0.00	0.00	0.00	0.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R Portwide Areas Upgrade to Concrete	4,756,692.90	58,814.91	4,815,507.81	3,700,000.00	3,510,217.66	1,305,290.15	4,815,507.81	0.00
EDSA	26,242.50	0.00	26,242.50		19,970.75	6,271.75	26,242.50	0.00
Construction	4,728,599.00	58,814.91	4,787,413.91		3,490,246.91	1,297,167.00	4,787,413.91	0.00
Other not in contract	1,851.40	0.00	1,851.40		0.00	1,851.40	1,851.40	0.00
M & R - Docks Cathodic Protection System	632,544.00	0.00	632,544.00	6,000,000.00	144,618.75	0.00	144,618.75	487,925.25
EDSA	632,544.00	0.00	632,544.00		144,618.75	0.00	144,618.75	487,925.25
Construction	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
M & R Inner Harbor Berth Repairs	191,000.00	0.00	191,000.00	300,000.00	0.00	0.00	0.00	191,000.00
EDSA	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Construction	191,000.00	0.00	191,000.00		0.00	0.00	0.00	191,000.00
Other not in contract	0.00	0.00	0.00		0.00	0.00	0.00	0.00
Total				\$ 45,495,000.00	\$ 6,883,400.19	\$ 1,767,579.76	\$ 8,650,979.95	\$ 14,166,731.50

Vendor Expenditure

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Port Freeport

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FREEPORTMARY

This report also includes bank accounts that only have balances.

Bank Account: Date Filter: 05/01/24..05/31/24

Check Ledger Entry:

Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	Line Amount
Invoice No.	PO No.	GL Account Name	Line Description		
94839	05/09/24	V00010	Specialties Company	1,331.32	
130413		127664	Other Re-Bill to Gulf Stream Marine		348.56
130491		127764	M&R TOE-Yale Forklift		582.70
130491		127764	Discount		-2.91
130492		127763	M&R TOE-Street Sweeper		214.22
130492		127763	Discount Net 10		-1.07
130493		127762	M&R TOE-Yale Forklift		190.77
130493		127762	Discount Net 10		-0.95
			Line Amount Total		1,331.32
94840	05/09/24	V00011	Gulftex Vending	318.93	
130452		127716	Office Supplies		318.93
			Line Amount Total		318.93
94841	05/09/24	V00032	Matheson Tri Gas	520.13	
130409		127658	Maint and Operations Supplies		520.13
			Line Amount Total		520.13
94842	05/09/24	V00040	The Brazosport Facts	2,132.10	
130537		127782	Construction in Progress		763.83
130537		127782	Legal Fees		362.25
130537		127782	Community Event-TACFT		954.27
130537		127782	Community Advertising		51.75
			Line Amount Total		2,132.10
94843	05/09/24	V00047	Art's Sign Service	410.40	
130341		127620	M&R TOE-Gantry Crane		205.20
130341		127620	M&R TOE-Gantry Crane		205.20
			Line Amount Total		410.40
94844	05/09/24	V00049	Brazos Fasteners, Inc	28.00	
130395		127648	M&R TOE-Gantry Crane		4.57
130395		127648	M&R TOE-Gantry Crane		4.57
130396		127649	M&R TOE-Gantry Crane		9.43
130396		127649	M&R TOE-Gantry Crane		9.43
			Line Amount Total		28.00
94845	05/09/24	V00067	Quill LLC	4.66	
130487		127739	Office Supplies		1.55
130487		127739	Office Supplies		0.78
130487		127739	Office Supplies		0.19
130487		127739	Office Supplies		0.78
130487		127739	Office Supplies		0.58
130487		127739	Office Supplies		0.78
			Line Amount Total		4.66
94846	05/09/24	V00070	Darlene Winkler	1,038.53	
130523		127719	Community Event-TACFT		1,038.53
			Line Amount Total		1,038.53
94847	05/09/24	V00073	Roger Johnston	1,122.16	
130533		127780	M&R Transit Shed-T.S. 1		1,122.16
			Line Amount Total		1,122.16

Vendor Expenditure

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Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	
Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94848	05/09/24	V00074	Noble Building & Development	26,236.80	
130481	126038		M&R Bldgs-Admin Bldg 1100 Cherry St		12,159.00
130481	126038		Furnish labor, materials, equipment & insurance		
130481	126038		Admin Bldg Repairs		
130481	126038		Project No 22-08		
130481	126038		Commission Approval 10/19/2023		
130481	126038		Retainage Payable		
130481	126038		Retainage Payable		
130481	126038		Retainage Payable		
130481	126038		Retainage Payable		
130481	126038		Retainage Payable		14,077.80
			Line Amount Total		26,236.80
94849	05/09/24	V00083	Jason Hull	136.75	
130453	127718		Telephone - April		136.75
			Line Amount Total		136.75
94850	05/09/24	V00087	Reliant	93,550.79	
130446	127695		Electricity		3,797.55
130446	127695		Electricity		73,443.55
130446	127695		Electricity		2,735.46
130446	127695		Electricity		13,574.23
			Line Amount Total		93,550.79
94851	05/09/24	V00101	Sunstates Security, LLC	80,472.13	
130458	127715		Security Service Fees		36,622.70
130459	127714		Security Service Fees		1,203.57
130460	127713		Security Service Fees		589.88
130461	127712		Security Service Fees		1,060.45
130462	127711		Security Service Fees		476.66
130504	127726		Security Service Fees		1,266.01
130506	127725		Security Service Fees		36,473.31
130507	127724		Security Service Fees		71.50
130508	127723		Security Service Fees		2,350.55
130509	127722		Security Service Fees		357.50
			Line Amount Total		80,472.13
94852	05/09/24	V00110	Jason Miura	149.18	
130531	127779		Sales/Promotion Travel		149.18
			Line Amount Total		149.18
94853	05/09/24	V00112	Tricia Vela	124.45	
130538	127783		Telephone - Apr		75.00
130538	127783		Community Event-TACFT		49.45
			Line Amount Total		124.45
94854	05/09/24	V00142	Vulcan Materials Company	10,683.70	
130464	127709		Other Receivables		10,683.70
			Line Amount Total		10,683.70
94855	05/09/24	V00203	ZPMC USA Inc.	2,290.00	
130519	127750		M&R TOE-Gantry Crane		500.00
130519	127750		M&R TOE-Gantry Crane		500.00
130520	127751		M&R TOE-Gantry Crane		645.00
130520	127751		M&R TOE-Gantry Crane		645.00
			Line Amount Total		2,290.00

Vendor Expenditure

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Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	
Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94856	05/09/24	V00208	Brandon Robertson	273.50	
130524		127778	Telephone - Mar		136.75
130524		127778	Telephone - Apr		136.75
			Line Amount Total		273.50
94857	05/09/24	V00228	Department of Information Resources	18.07	
130344		127637	Telephone		3.37
130344		127637	Telephone		1.68
130344		127637	Telephone		6.72
130344		127637	Telephone		0.42
130344		127637	Telephone		1.68
130344		127637	Telephone		0.84
130344		127637	Telephone		0.42
130344		127637	Telephone		1.26
130344		127637	Telephone		1.68
			Line Amount Total		18.07
94858	05/09/24	V00234	Wharton Tractor Company	1,458.45	
130515		127759	M&R Groundskeeping Equipment-Holland 105 Tractor		115.06
130516		127758	M&R Groundskeeping Equipment-Holland 105 Tractor		875.80
130518		127757	M&R Groundskeeping Equipment-Holland 105 Tractor		467.59
			Line Amount Total		1,458.45
94859	05/09/24	V00248	Promotions Unlimited	3,853.46	
130484		127558	Community Event-TACFT		3,327.42
130484		127558	Additional T shirts		46.04
130484		127558	702 t-shirts (Heather orange and white, various sizes YS-4XL		
130484		127558	Front full colors & back 1 color graphics		
130484		127558	Freight/Delivery/Printing/Artwork provided		
130484		127558	547 white & 155 heather orange		
130484		127558	50% prepayment required (\$3,327.42) and bal upon receipt		
130485		127773	Community Event-TACFT		150.00
130486		127772	Community Event-TACFT		330.00
			Line Amount Total		3,853.46
94860	05/09/24	V00249	JOC Group Inc.	4,500.00	
130454		126587	Industry Advertising		
130454		126587	Full page ad-Gulf Trade 2024 Market Rpt Feb 2024		
130454		126587	Full page ad-Gulf Trade April 2024		4,500.00
130454		126587	Full page ad-Top 25 NA Ports May 2024		
130454		126587	Full page ad-FTZ August 2024		
			Line Amount Total		4,500.00
94861	05/09/24	V00270	The Bulletin	495.00	
130510		127738	Community Advertising		495.00
			Line Amount Total		495.00
94862	05/09/24	V00391	Texas Department of Licensing and Regulation	20.00	
130536		127776	M&R Bldgs-Admin Bldg 1100 Cherry St		20.00
			Line Amount Total		20.00
94863	05/09/24	V00467	Brazoria County Auditor	6,660.00	
130467		127720	Contract Services Jan - April		2,220.00
130467		127720	Contract Services May - Dec		4,440.00
			Line Amount Total		6,660.00

Vendor Expenditure

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Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	Line Amount
Invoice No.	PO No.	GL Account Name	Line Description		
94864	05/09/24	V00515	Talk About Good	200.50	
130535	127785		Community Event-TACFT		200.50
			Line Amount Total		200.50
94865	05/09/24	V00524	Juanita Cardozo	225.00	
130456	127707		Community Event-TACFT		225.00
			Line Amount Total		225.00
94866	05/09/24	V00531	Rob Lowe	661.36	
130488	127727		Telephone March		136.75
130488	127727		Telephone April		136.75
130488	127727		Office Supplies		270.61
130488	127727		Employment Related		117.25
			Line Amount Total		661.36
94867	05/09/24	V00646	Angela Cantrell	225.00	
130455	127710		Community Event-TACFT		225.00
			Line Amount Total		225.00
94868	05/09/24	V00663	B&K Motor Parts, Inc	2,937.14	
130522	127746		Maint and Operations Supplies		183.36
130522	127746		M&R TOE-General, Terminal Ops Equip & Tools		1,157.45
130522	127746		M&R TOE-Street Sweeper		986.13
130522	127746		M&R TOE-Gantry Crane		119.95
130522	127746		M&R TOE-Gantry Crane		119.95
130522	127746		M&R Security Equipment-John Deere Gator		3.60
130522	127746		M&R Vehicles-Ford Pick Up		261.84
130522	127746		M&R Vehicles-2020 Chev PU		104.86
			Line Amount Total		2,937.14
94869	05/09/24	V00667	ECR-EI Campo Refrigeration	559.30	
130471	127771		M&R Transit Shed-T.S. 1		559.30
			Line Amount Total		559.30
94870	05/09/24	V00668	DARE Capital Partners, LLC	3,447.45	
130469	127755		M&R Other-Mowing, Weed Control Etc		1,267.75
130470	127397		M&R TOE-Gantry Crane		1,089.85
130470	127397		M&R TOE-Gantry Crane		1,089.85
130470	127397		2 Painters to Chip, Scrape and Paint Cranes		
130470	127397		\$20.29 Per Hour		
130470	127397		\$20.00/hour plus 1.42% Mark Up		
130470	127397		Not to Exceed \$23,000.00		
			Line Amount Total		3,447.45
94871	05/09/24	V00808	Whitener Enterprises Inc.	3,225.18	
130465	127563		Fuel/Oil - Unleaded Gasoline		1,846.08
130465	127563		Fuel/Oil - Off Road Diesel		1,252.28
130465	127563		Fuel/Oil Surcharges		126.82
			Line Amount Total		3,225.18
94872	05/09/24	V00838	StelAr Consulting Services, LLC	29,794.50	
130419	126042		Construction in Progress		29,794.50
130419	126042		For Professional Services for the		
130419	126042		Cathodic Protection Docks 1,2,3,5 & 7		
130419	126042		Project No 23-09		

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130419		126042	Commission Approval 10/19/2023		
			Line Amount Total		29,794.50
94873	05/09/24	V00850	Kendra L Conkle	582.00	
130353		127623	Community Event-TACFT		582.00
			Line Amount Total		582.00
94874	05/09/24	V00864	Visual Edge IT, Inc.	197.85	
130416		127670	Maint & Repair - Office Equipment		197.85
			Line Amount Total		197.85
94875	05/09/24	V00880	Christine Lewis	132.93	
130526		127781	Telephone		75.00
130526		127781	Office Supplies-Vela / Winkler Jackets		19.96
130526		127781	M&R TOE-Gantry Crane		12.49
130526		127781	M&R TOE-Gantry Crane		12.49
130526		127781	Community Events		12.99
			Line Amount Total		132.93
94876	05/09/24	V00887	UPS Supply Chain Solutions	364.11	
130511		127744	M&R TOE-Gantry Crane		171.75
130511		127744	M&R TOE-Gantry Crane		171.75
130512		127745	M&R TOE-Gantry Crane		10.31
130512		127745	M&R TOE-Gantry Crane		10.30
			Line Amount Total		364.11
94877	05/09/24	V00951	Jackiesue Photography	200.00	
130476		127728	Office Supplies		200.00
			Line Amount Total		200.00
94878	05/09/24	V00982	King Ranch Ag & Turf	229.20	
130478		127754	M&R TOE-Street Sweeper		101.20
130479		127730	M&R Groundskeeping and Misc. Equipment		128.00
			Line Amount Total		229.20
94879	05/09/24	V01007	IQ Total Source LLC	227.89	
130352		127638	Office Supplies		227.89
			Line Amount Total		227.89
94880	05/09/24	V01010	Imperial Bag & Paper Co LLC dba Imperial Dade	452.72	
130407		127673	Office Supplies		452.72
			Line Amount Total		452.72
94881	05/09/24	V01011	Charles Gryseels III	79.96	
130451		127717	Telephone - April		75.00
130451		127717	Automobile Expense		4.96
			Line Amount Total		79.96
94882	05/09/24	V01017	GFL Plant Services LP	1,045.80	
130474		127769	Contract Services		522.90
130521		127756	Contract Services		522.90
			Line Amount Total		1,045.80
94883	05/09/24	V01033	Thomas Alexander Johnson	225.00	
130463		127705	Community Event-TACFT		225.00
			Line Amount Total		225.00

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Invoice No.	PO No.	GL Account Name	Line Description		
94884	05/09/24	V01034	Patricia L. Bilbrey	225.00	
	130457	127706	Community Event-TACFT		225.00
			Line Amount Total		225.00
94885	05/10/24	V00071	Verizon Wireless	152.06	
	130542	127790	Telephone		76.08
	130542	127790	Telephone		37.99
	130542	127790	Telephone		37.99
			Line Amount Total		152.06
94886	05/10/24	V00091	Wells Fargo	14,171.83	
	130545	127788	Other Accounts Payable (JE)		14,171.83
			Line Amount Total		14,171.83
94887	05/10/24	V00096	CenterPoint Energy	30.11	
	130543	127787	Water & Gas		30.11
			Line Amount Total		30.11
94888	05/10/24	V01029	Star Metal Building Carports, LLC	1,613.28	
	130544	127687	Construction in Progress		1,613.28
	130544	127687	Carport for Non-TWIC Yard Security Check In		
			Line Amount Total		1,613.28
94889	05/14/24	V00002	EM-Print Company	291.81	
	130555	127815	Office Supplies		68.00
	130555	127815	Office Supplies		58.00
	130556	127816	Office Supplies		78.00
	130557	127813	Office Supplies Saathoff Bus Cards		87.81
			Line Amount Total		291.81
94890	05/14/24	V00006	Michaela Bevers	95.77	
	130567	127814	Telephone - April		75.00
	130567	127814	Automobile Expense		20.77
			Line Amount Total		95.77
94891	05/14/24	V00012	FedEx	57.32	
	130473	127737	Commerical Event-JOC Breakbulk-Business Developmen		57.32
			Line Amount Total		57.32
94892	05/14/24	V00026	Lowe's	1,016.89	
	130480	127740	M&R TOE-Gantry Crane		110.87
	130480	127740	M&R TOE-Gantry Crane		110.86
	130480	127740	M&R TOE-Gantry Crane		55.40
	130480	127740	M&R TOE-Gantry Crane		40.96
	130480	127740	M&R TOE-Gantry Crane		40.96
	130480	127740	Community Event-TACFT		18.79
	130480	127740	M&R Bldgs-Operations Bldg		639.05
			Line Amount Total		1,016.89
94893	05/14/24	V00049	Brazos Fasteners, Inc	216.69	
	130466	127753	M&R TOE-Gantry Crane		16.50
	130466	127753	M&R TOE-Gantry Crane		16.50
	130552	127801	M&R Groundskeeping Equipment-Holland 105 Tractor		185.54
	130552	127801	Discount		-1.85
			Line Amount Total		216.69

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Invoice No.	PO No.	GL Account Name	Line Description		
94894	05/14/24	V00053	Stericycle, Inc	233.06	
130541		127774	Office Supplies		43.35
130541		127774	Office Supplies		21.67
130541		127774	Office Supplies		86.66
130541		127774	Office Supplies		5.43
130541		127774	Office Supplies		21.70
130541		127774	Office Supplies		10.84
130541		127774	Office Supplies		5.43
130541		127774	Office Supplies		16.31
130541		127774	Office Supplies		21.67
			Line Amount Total		233.06
94895	05/14/24	V00054	Summit Electric Supply	1,843.16	
130266		127537	M&R Leased Facilities-HTS- (Parcel 25)		476.05
130283		127509	M&R TOE-Gantry Crane		98.93
130283		127509	M&R TOE-Gantry Crane		98.92
130285		127512	M&R TOE-Gantry Crane		91.85
130285		127512	M&R TOE-Gantry Crane		91.84
130336		127589	M&R Leased Facilities-24A (Chiquita)		567.54
130359		127633	M&R TOE-135' JLG Man Lift		115.22
130360		127621	M&R TOE-Gantry Crane		61.80
130360		127621	M&R TOE-Gantry Crane		61.80
130414		127653	M&R TOE-Gantry Crane		6.05
130414		127653	M&R TOE-Gantry Crane		6.05
130415		127654	M&R TOE-Gantry Crane		53.97
130415		127654	M&R TOE-Gantry Crane		53.97
130423		127659	M&R TOE-Gantry Crane		29.59
130423		127659	M&R TOE-Gantry Crane		29.58
			Line Amount Total		1,843.16
94896	05/14/24	V00098	Suburban Propane	299.56	
130448		127703	Fuel/Oil		1.00
130548		127799	Fuel/Oil		298.56
			Line Amount Total		299.56
94897	05/14/24	V00107	HDR, Inc	4,641.60	
130529		127775	Freeport Harbor Channel Imp Project		946.60
130530		114861	FHIP Reach 1		1,117.00
130530		114861	FHIP - Reach 4		
130530		114861	Professional Services for the FHCIP Reach 1 & 4		
130530		114861	Project No. 20-06		
130530		114861	Board Approved 6/25/2020		
130530		114861	2019 GO Bond		
130530		114861	Other Accounts Payable (JE)		
130530		114861	FHIP Reach 1		
130530		114861	Change Order		
130530		114861	Ammendment No 1 for FHCIP 1,2,4		
130530		114861	Board Approved 03/09/2023		
130540		114861	FHIP Reach 1		2,578.00
130540		114861	FHIP - Reach 4		
130540		114861	Professional Services for the FHCIP Reach 1 & 4		
130540		114861	Project No. 20-06		
130540		114861	Board Approved 6/25/2020		
130540		114861	2019 GO Bond		
130540		114861	Other Accounts Payable (JE)		

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Invoice No.	PO No.	GL Account Name	Line Description		
130540		114861	FHIP Reach 1		
130540		114861	Change Order		
130540		114861	Ammendment No 1 for FHCIP 1,2,4		
130540		114861	Board Approved 03/09/2023		
			Line Amount Total		4,641.60
94898	05/14/24	V00115	AT&T:979-373-0021 663 4	520.40	
130551		127812	Telephone		171.72
130551		127812	Telephone		88.47
130551		127812	Telephone		20.82
130551		127812	Telephone		88.47
130551		127812	Telephone		62.45
130551		127812	Telephone		88.47
			Line Amount Total		520.40
94899	05/14/24	V00124	Carriage House Partners	5,000.00	
130468		123362	Consultant Fees - Other		5,000.00
			Line Amount Total		5,000.00
94900	05/14/24	V00132	American Journal of Transportation	700.00	
130525		126593	Industry Advertising		
130525		126593	1/2 page ad Automotive Logistics February 24		
130525		126593	1/2 page ad Gulf Coast Parts & Trade May 24		
130525		126593	1/2 page ad Top 100 Container Parts June 24		
130525		126593	12 months Daily Newsletter banner ad top spot		700.00
130525		126593	Jan paid by company/ Feb -Dec		
			Line Amount Total		700.00
94901	05/14/24	V00141	Vernor Material & Equipment Co., Inc.	798.42	
130513		127747	M&R Roads-Parcel 14 Road		798.42
			Line Amount Total		798.42
94902	05/14/24	V00172	Lincoln National Life Insurance Company	1,252.20	
130566		127810	Retirement Expense		346.15
130566		127810	Retirement Expense		120.20
130566		127810	Retirement Expense		459.67
130566		127810	Retirement Expense		12.24
130566		127810	Retirement Expense		61.96
130566		127810	Retirement Expense		74.20
130566		127810	Retirement Expense		25.52
130566		127810	Retirement Expense		94.24
130566		127810	Retirement Expense		76.80
130566		127810	Retirement Expense		53.80
130566		127810	Retirement Expense - Bower Adj		12.01
130566		127810	Retirement Expense - Durel Adj		-29.68
130566		127810	Retirement Expense - Lopez Adj		-54.91
			Line Amount Total		1,252.20
94903	05/14/24	V00193	Grainger	461.23	
130475		127770	M&R Bldgs-Maintenance Bldg		461.23
			Line Amount Total		461.23
94904	05/14/24	V00200	The Chamber Brazosport Area	160.00	
130553		127817	Community Events Fratila,Singhanian,Croft, Giesecke		160.00
			Line Amount Total		160.00

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Invoice No.	PO No.	GL Account Name	Line Description		
94905	05/14/24	V00221	Dynamics Southwest, Inc.	528.75	
130554	127805		Maint & Repair - Office Equipment		528.75
			Line Amount Total		528.75
94906	05/14/24	V00250	Lincoln National Life Insurance Company	2,739.84	
130565	127811		Group STD Insurance		299.51
130565	127811		Group LTD Insurance		263.70
130565	127811		Group STD Insurance		179.52
130565	127811		Group LTD Insurance		156.94
130565	127811		Group STD Insurance		532.52
130565	127811		Group LTD Insurance		359.66
130565	127811		Group STD Insurance		19.48
130565	127811		Group LTD Insurance		11.78
130565	127811		Group STD Insurance		91.38
130565	127811		Group LTD Insurance		81.64
130565	127811		Group STD Insurance		99.85
130565	127811		Group LTD Insurance		81.66
130565	127811		Group STD Insurance		51.19
130565	127811		Group LTD Insurance		30.95
130565	127811		Group STD Insurance		137.20
130565	127811		Group LTD Insurance		108.61
130565	127811		Group STD Insurance		85.65
130565	127811		Group LTD Insurance		51.78
130565	127811		Group STD Insurance		145.87
130565	127811		Group LTD Insurance		113.79
130565	127811		Group STD Insurance - Bowers Adj		1.81
130565	127811		Group LTD Insurance - Bowers Adj		1.07
130565	127811		Group STD Insurance - Durel Adj		-51.60
130565	127811		Group LTD Insurance - Durel Adj		-57.60
130565	127811		Group LTD Insurance - Hibbetts Adj		14.36
130565	127811		Group STD Insurance - Lopez Adj		-44.17
130565	127811		Group LTD Insurance - Lopez Adj		-26.71
			Line Amount Total		2,739.84
94907	05/14/24	V00256	Blueline Shop & Copy Center	352.60	
130394	127668		Community Event-TACFT		352.60
			Line Amount Total		352.60
94908	05/14/24	V00271	Schindler Elevator Corporation	4,777.20	
130489	127721		M&R Bldgs-Security Bldg		4,777.20
130489	127721		Annual Maintenance Agreement		
			Line Amount Total		4,777.20
94909	05/14/24	V00275	Alvin Sun and Advertiser	396.75	
130539	127786		Community Event-TACFT		396.75
			Line Amount Total		396.75
94910	05/14/24	V00313	Greater Houston Partnership	3,500.00	
130559	127809		Commercial Events		3,500.00
			Line Amount Total		3,500.00
94911	05/14/24	V00405	SLS Rigging LLC	4,386.14	
130490	127340		M&R TOE-Gantry Crane		1,084.04
130490	127340		M&R TOE-Gantry Crane		1,084.04
130490	127340		Dampening Rigging for 5/8" DWG J361AO10340		

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Invoice No.	PO No.	GL Account Name	Line Description		
130490		127340	M&R TOE-Gantry Crane		1,109.03
130490		127340	M&R TOE-Gantry Crane		1,109.03
			Line Amount Total		4,386.14
94912	05/14/24	V00479	Greater Houston Port Bureau	5,000.00	
130546		127742	Commercial Events		5,000.00
130546		127742	Aug 24 Admiral Sponsor		
130546		127742	Annual Maritime Dinner		
			Line Amount Total		5,000.00
94913	05/14/24	V00556	Leaf Engineers	3,010.50	
130563		126805	EOC HVAC System Replacemnt		3,010.50
130563		126805	Professional Services for the		
130563		126805	EOC A/C System Replacement		
			Line Amount Total		3,010.50
94914	05/14/24	V00668	DARE Capital Partners, LLC	2,044.80	
130547		127397	M&R TOE-Gantry Crane		1,022.40
130547		127397	M&R TOE-Gantry Crane		1,022.40
130547		127397	2 Painters to Chip, Scrape and Paint Cranes		
130547		127397	\$20.29 Per Hour		
130547		127397	\$20.00/hour plus 1.42% Mark Up		
130547		127397	Not to Exceed \$23,000.00		
			Line Amount Total		2,044.80
94915	05/14/24	V00674	RIG Surveys Inc.	3,513.14	
130483		127489	M&R TOE-Gantry Crane - Standard Collar Assembly		1,400.00
130483		127489	M&R TOE-Gantry Crane		1,400.00
130483		127489	Standard Seal & scraper Plate Kit		337.50
130483		127489	M&R TOE-Gantry Crane		337.50
130483		127489	Shipping		19.07
130483		127489	Shipping		19.07
			Line Amount Total		3,513.14
94916	05/14/24	V00754	Southern Cool Shaved Ice	1,000.00	
130577		127353	Community Event-TACFT		1,000.00
130577		127353	900 qty 10oz sno-cones		
130577		127353	For attendees Beverages/Volunteers		
			Line Amount Total		1,000.00
94917	05/14/24	V00973	ImageNet Consulting	52.85	
130560		127806	Maint & Repair - Office Equipment		52.85
			Line Amount Total		52.85
94918	05/14/24	V00989	SAFEbuilt Texas, LLC	2,500.00	
130534		126040	Other Receivables		2,500.00
130534		126040	For Professional Services for the Fruit Transfer		
130534		126040	Facility		
			Line Amount Total		2,500.00
94919	05/14/24	V01003	Zachary Construction Corporation	17,824.31	
130580		126554	Construction in Progress		18,762.43
130580		126554	Furnish labor, materials, equip & Ins		
130580		126554	for the New Entrance - Gate 12 project		
130580		126554	Retainage Payable		
130580		126554	Retainage Payable		
130580		126554	Retainage Payable		-938.12
			Line Amount Total		17,824.31

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94920	05/14/24	V01012	Shey-Harding Associates, Inc.	30,000.00	
	130575	126947	Executive Search - Director of Operations		30,000.00
	130575	126947	plus expenses		
			Line Amount Total		30,000.00
94921	05/14/24	V01017	GFL Plant Services LP	604.90	
	130549	127798	Contract Services		219.96
	130550	127797	Contract Services		170.82
	130550	127797	Contract Services		214.12
			Line Amount Total		604.90
94922	05/21/24	V00001	Norma Cheline	1,300.00	
	130568	126219	Lease Expense		1,300.00
	130568	126219	Renewal of Storage Building Lease		
	130568	126219	January 1, 2024 to December 31, 2024		
			Line Amount Total		1,300.00
94923	05/21/24	V00004	City of Freeport	21,657.79	
	130607	127848	Water & Gas		77.15
	130668	127898	Water & Gas		262.82
	130669	127897	Water & Gas		159.14
	130670	127896	Water & Gas		1,199.63
	130671	127895	Water & Gas		3,573.01
	130672	127899	Water & Gas		16,386.04
			Line Amount Total		21,657.79
94924	05/21/24	V00010	Specialties Company	306.52	
	130632	127870	M&R TOE-Street Sweeper		133.78
	130632	127870	Net 10 discount		-0.67
	130633	127860	M&R TOE-General, Terminal Ops Equip & Tools		146.79
	130633	127860	Net 10 discount		-1.47
	130659	127882	M&R TOE-Gantry Crane		14.05
	130659	127882	M&R TOE-Gantry Crane		14.04
			Line Amount Total		306.52
94925	05/21/24	V00011	Gulftex Vending	92.86	
	130610	127841	Office Supplies		92.86
			Line Amount Total		92.86
94926	05/21/24	V00013	Mary Campus	54.54	
	130593	127825	Automobile Expense		54.54
			Line Amount Total		54.54
94927	05/21/24	V00014	Francis A Durel Jr	4,067.08	
	130650	127894	Commercial Event-JOC Breakbulk-Operations		4,067.08
			Line Amount Total		4,067.08
94928	05/21/24	V00030	Girouard's Ace Hardware	1,965.75	
	130528	127777	Community Event-TACFT		287.84
	130528	127777	M&R Groundskeeping and Misc. Equipment		73.63
	130528	127777	M&R Groundskeeping Equipment-Holland 105 Tractor		93.90
	130528	127777	M&R TOE-Gantry Crane		213.10
	130528	127777	M&R TOE-Gantry Crane		367.27
	130528	127777	M&R Security Equipment-Security Sign		49.97
	130528	127777	M&R Bldgs-Admin Bldg 1100 Cherry St		298.87
	130528	127777	M&R Bldgs-Security Bldg		7.50
	130528	127777	M&R Warehouse-WH51 Sprinkler System		26.99

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Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	Line Amount
Invoice No.	PO No.	GL Account Name	Line Description		
130528		127777	M&R Transit Shed-T.S. 1		11.33
130528		127777	M&R Transit Shed-T.S. Sprinkler System		46.99
130528		127777	M&R Docks-Dock Berth 5		488.36
			Line Amount Total		1,965.75
94929	05/21/24	V00037	Briggs Equipment	354.50	
130582		127819	M&R TOE-Yale Forklift		354.50
			Line Amount Total		354.50
94930	05/21/24	V00038	Killum Pest Control	149.99	
130611		127850	M&R Bldgs-Gate 4		149.99
			Line Amount Total		149.99
94931	05/21/24	V00039	Brazosport Tire	1,301.95	
130621		127862	M&R TOE-Toyota Forklift		206.31
130622		127863	M&R TOE-John Deere Gate HPX615E		432.54
130623		127864	M&R TOE-Yale Forklift		663.10
			Line Amount Total		1,301.95
94932	05/21/24	V00041	Evco Industrial Hardware	574.44	
130401		127652	M&R TOE-Gantry Crane		39.40
130401		127652	M&R TOE-Gantry Crane		39.39
130402		127663	M&R Groundskeeping Equipment-Holland 105 Tractor		211.11
130472		127729	M&R Groundskeeping Equipment-Holland 105 Tractor		36.72
130648		127887	M&R TOE-Gantry Crane		117.40
130648		127887	M&R TOE-Gantry Crane		117.40
130649		127886	M&R TOE-Gantry Crane		6.51
130649		127886	M&R TOE-Gantry Crane		6.51
			Line Amount Total		574.44
94933	05/21/24	V00043	Union Pacific Railroad Company	1,260.00	
130605		127827	Other - Re-bill to Tenaris		1,260.00
			Line Amount Total		1,260.00
94934	05/21/24	V00049	Brazos Fasteners, Inc	21.00	
130398		127662	M&R Groundskeeping Equipment-Holland 105 Tractor		21.00
			Line Amount Total		21.00
94935	05/21/24	V00050	Northern Tool & Equipment	374.57	
130653		127884	M&R TOE-Gantry Crane		187.29
130653		127884	M&R TOE-Gantry Crane		187.28
			Line Amount Total		374.57
94936	05/21/24	V00054	Payment vendor ledger entry is not found check# 94936.	0.00	
			Line Amount Total		
94937	05/21/24	V00054	Summit Electric Supply	3,500.48	
130494		127736	M&R Warehouse-Warehouse 51		105.26
130495		127768	M&R Docks-Dock Berth 7-VT		233.89
130496		127767	M&R Leased Facilities-HTS- (Parcel 25)		826.16
130497		127766	M&R Leased Facilities-24A (Chiquita)		485.72
130498		127765	M&R Bldgs-Admin Bldg 1100 Cherry St		457.10
130499		127735	M&R Leased Facilities-24A (Chiquita)		283.77
130500		127734	M&R Transit Shed-T.S. 1		283.77
130501		127733	M&R TOE-Gantry Crane		51.49
130501		127733	M&R TOE-Gantry Crane		51.49
130502		127732	M&R Warehouse-Warehouse 51		485.72

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Invoice No.	PO No.	GL Account Name	Line Description		
130503		127731	M&R Leased Facilities-24A (Chiquita)		105.26
130505		127761	M&R Bldgs-Security Bldg		24.50
130634		127865	M&R TOE-Gantry Crane		53.18
130634		127865	M&R TOE-Gantry Crane		53.17
			Line Amount Total		3,500.48
94938	05/21/24	V00055	Jesse Hibbetts	193.75	
130629		127853	Sales/Promotion Travel		193.75
			Line Amount Total		193.75
94939	05/21/24	V00060	Sun Coast Resources	2,508.24	
130663		127800	Fuel/Oil		2,320.00
130663		127800	Fuel/Oil		188.24
			Line Amount Total		2,508.24
94940	05/21/24	V00062	AT&T Mobility	3,084.45	
130606		127839	February \$893.72		
130606		127839	Telephone		75.16
130606		127839	Telephone		452.12
130606		127839	Telephone		366.44
130606		127839	March \$1,273.46		
130606		127839	Telephone		75.16
130606		127839	Telephone		156.88
130606		127839	Telephone		1,041.42
130606		127839	April \$917.27		
130606		127839	Telephone		394.86
130606		127839	Telephone		156.26
130606		127839	Telephone		366.15
			Line Amount Total		3,084.45
94941	05/21/24	V00067	Quill LLC	549.01	
130569		127804	Office Supplies		79.98
130571		127791	Office Supplies		29.90
130573		127793	Office Supplies		349.35
130573		127793	Office Supplies		84.18
130574		127792	Office Supplies		5.60
			Line Amount Total		549.01
94942	05/21/24	V00080	On Hold Marketing Works	39.00	
130482		127749	Lease Expense		39.00
			Line Amount Total		39.00
94943	05/21/24	V00097	Comcast Business	1,313.86	
130584		127821	Contract Services		1,313.86
			Line Amount Total		1,313.86
94944	05/21/24	V00098	Suburban Propane	666.88	
130616		127840	Fuel/Oil		282.56
130639		127858	Fuel/Oil		384.32
			Line Amount Total		666.88
94945	05/21/24	V00101	Sunstates Security, LLC	78,372.02	
130594		127838	Security Service Fees		36,078.86
130595		127837	Security Service Fees		1,060.58
130596		127836	Security Service Fees		703.08
130597		127835	Security Service Fees		1,123.01
130598		127834	Security Service Fees		36,347.04
130599		127833	Security Service Fees		1,084.41

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Invoice No.	PO No.	GL Account Name	Line Description		
130600		127832	Security Service Fees		172.78
130601		127831	Security Service Fees		643.50
130602		127830	Security Service Fees		1,158.76
			Line Amount Total		78,372.02
94946	05/21/24	V00104	Donald Mullett	9,895.84	
130587		127820	Construction in Progress		9,895.84
			Line Amount Total		9,895.84
94947	05/21/24	V00110	Jason Miura	204.86	
130591		127824	Telephone		136.75
130591		127824	Office Supplies		22.42
130591		127824	Sales/Promotion Travel		45.69
			Line Amount Total		204.86
94948	05/21/24	V00119	JH Sanchez Holding Company	6,254.00	
130562		126802	Janitorial Services February 2024 - January 2025		
130562		126802	M&R Bldgs-Admin Bldg 1100 Cherry St		2,723.00
130562		126802	M&R Bldgs-Operations Bldg		889.00
130562		126802	M&R Bldgs-Security Bldg		651.00
130562		126802	M&R Bldgs-Security Bldg - Cuistoms		880.00
130562		126802	M&R Bldgs-Buildings VT Berth 7 - Breakroom		890.00
130562		126802	M&R Bldgs-Maintenance Bldg- Maint Shop (WH3)		110.00
130562		126802	M&R Transit Shed-T.S. 3		91.00
130562		126802	M&R Bldgs-Gate 4		20.00
130562		126802	3 yr contract with 2 one year options		
130562		126802	Board Approved 12/14/2023		
			Line Amount Total		6,254.00
94949	05/21/24	V00159	Principal Life Insurance Company	1,501.45	
130657		127892	Group Life Insurance		370.23
130657		127892	Group Life Insurance		176.34
130657		127892	Group Life Insurance		416.99
130657		127892	Group Life Insurance		14.12
130657		127892	Group Life Insurance		110.00
130657		127892	Group Life Insurance		97.59
130657		127892	Group Life Insurance		36.81
130657		127892	Group Life Insurance		129.68
130657		127892	Group Life Insurance		62.49
130657		127892	Group Life Insurance		112.44
130657		127892	Durel Adj		-42.80
130657		127892	C Gay Adj		31.68
130657		127892	Hibbetts Adj		19.69
130657		127892	D Lopez Adj		-33.81
			Line Amount Total		1,501.45
94950	05/21/24	V00178	Waypoint	6,313.81	
130514		127630	Maint & Repair - Office Equipment		6,047.48
130514		127630	Vertiv GTX5-3000L VRT2UXLN 3KVA 120v UPS		
130514		127630	Vertiv 110002 Basic rPDU		
130514		127630	Vertiv TLFL Toolless full length accessory bracket		
130514		127630	TLMH Toolless hardware accessories		
130514		127630	Vertiv IMD-03E-SH rPDU Monitoring Device		
130514		127630	Mis powe rcords and hardware		58.13
130517		127748	Contract Services		208.20
			Line Amount Total		6,313.81

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Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	
Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94951	05/21/24	V00187	Brazoria County Septic Service	3,165.00	
130642	127879		Contract Services		1,688.00
130643	127878		Contract Services		1,477.00
			Line Amount Total		3,165.00
94952	05/21/24	V00193	Grainger	747.68	
130609	127844		M&R Bldgs-Security Bldg		155.38
130628	127857		Maint and Operations Supplies		592.30
			Line Amount Total		747.68
94953	05/21/24	V00249	JOC Group Inc.	2,221.25	
130592	127826		Subscriptions Dec-May 2024		1,110.65
130592	127826		Subscriptions		1,110.60
			Line Amount Total		2,221.25
94954	05/21/24	V00267	IWS Gas and Supply of Texas	124.30	
130477	127760		M&R Groundskeeping Equipment-Holland 105 Tractor		31.87
130564	127802		M&R TOE-General, Terminal Ops Equip & Tools		92.43
			Line Amount Total		124.30
94955	05/21/24	V00274	Texas Department of State Health Services	1,422.00	
130586	127823		Construction in Progress		1,422.00
130586	127823		Asbestos Abatement/Demo Notification Fee Invoice		
130586	127823		Abate/Demo 313 E. 8th, 500 E Broad St		
130586	127823		NESHAPs - 226 E 6th		
			Line Amount Total		1,422.00
94956	05/21/24	V00386	Industrial Disposal Supply Co., LLC	726.50	
130561	127803		M&R TOE-Street Sweeper		726.50
			Line Amount Total		726.50
94957	05/21/24	V00396	Chemical Security Group	7,500.00	
130583	127631		Consultant Fees - Other		7,500.00
130583	127631		Update the Facility Security Assesment (FSA		
130583	127631		Report, and USCG CG-6025 Form		
			Line Amount Total		7,500.00
94958	05/21/24	V00447	Solutions-Now	3,200.18	
130576	127784		Contract Services		3,200.18
130576	127784		Annual Support Agreement for V90 License		
130576	127784		June 2024 - May 2025		
			Line Amount Total		3,200.18
94959	05/21/24	V00517	Covenant K9 Detection Services	6,750.00	
130585	125737		Security Service Fees		6,750.00
130585	125737		Day Rate for K9 Detection Services 6 hr day		
130585	125737		Oct 2024-Sept 2025		
130585	125737		Board Approved 09/23/2021		
			Line Amount Total		6,750.00
94960	05/21/24	V00539	Cintas	200.95	
130644	127889		Safety Supplies		200.95
			Line Amount Total		200.95
94961	05/21/24	V00579	CenterPoint Energy	17,175.00	
130664	127903		Construction in Progress		17,175.00
			Line Amount Total		17,175.00

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Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94962	05/21/24	V00593	McAllen Signal and Boring , LLC	525.00	
130532		125964	M&R Rail-Other Oct 2023		
130532		125964	M&R Rail-Other Nov 2023-Sept 2024		525.00
130532		125964	Annual Hwy 36 Rail Crossings Inspections		
			Line Amount Total		525.00
94963	05/21/24	V00620	Kleen Pro Products	688.85	
130652		127877	M&R TOE-Gantry Crane		344.43
130652		127877	M&R TOE-Gantry Crane		344.42
			Line Amount Total		688.85
94964	05/21/24	V00653	Paul Bridges & Associates, LLC	22,017.61	
130614		124451	Construction in Progress		
130614		124451	Change Order Board Approved 02/22/2024		22,017.61
			Line Amount Total		22,017.61
94965	05/21/24	V00668	DARE Capital Partners, LLC	4,995.93	
130624		127397	M&R TOE-Gantry Crane		1,022.40
130624		127397	M&R TOE-Gantry Crane		1,022.40
130624		127397	2 Painters to Chip, Scrape and Paint Cranes		
130624		127397	\$20.29 Per Hour		
130624		127397	\$20.00/hour plus 1.42% Mark Up		
130624		127397	Not to Exceed \$23,000.00		
130645		127888	M&R Other-Mowing, Weed Control Etc		1,367.83
130646		127397	M&R TOE-Gantry Crane		791.65
130646		127397	M&R TOE-Gantry Crane		791.65
130646		127397	2 Painters to Chip, Scrape and Paint Cranes		
130646		127397	\$20.29 Per Hour		
130646		127397	\$20.00/hour plus 1.42% Mark Up		
130646		127397	Not to Exceed \$23,000.00		
			Line Amount Total		4,995.93
94966	05/21/24	V00697	Northern Safety Co., Inc.	577.78	
130613		127842	Safety Supplies		577.78
			Line Amount Total		577.78
94967	05/21/24	V00770	UniFirst Holdings Inc.	1,018.55	
130641		127796	Annual Contract - Uniforms, Supplies, Mats		
130641		127796	Maint and Operations Supplies		597.14
130641		127796	M&R Bldgs-Operations Bldg		57.87
130641		127796	Other Receivables		213.60
130641		127796	M&R Bldgs-Admin Bldg 1100 Cherry St		96.25
130641		127796	M&R Bldgs-Security Bldg		53.69
			Line Amount Total		1,018.55
94968	05/21/24	V00803	PPG Architectural Finishes	1,499.85	
130654		127881	M&R TOE-Gantry Crane		499.95
130654		127881	M&R TOE-Gantry Crane		499.95
130655		127880	M&R TOE-Gantry Crane		249.98
130655		127880	M&R TOE-Gantry Crane		249.97
			Line Amount Total		1,499.85
94969	05/21/24	V00809	Thomson Reuters - West	198.39	
130603		125956	Subscriptions		198.39
			Line Amount Total		198.39

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Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94970	05/21/24	V00838	SteLar Consulting Services, LLC	3,430.72	
130578	119316		M&R Cat Protection Systems-B1		3,430.72
130578	119316		For Professional Services for the Cathodic		
130578	119316		Protection Services		
130578	119316		Project No. 21-09		
			Line Amount Total		3,430.72
94971	05/21/24	V00864	Visual Edge IT, Inc.	385.23	
130286	127525		Maint & Repair - Office Equipment		102.36
130604	127818		Maint & Repair - Office Equipment		282.87
			Line Amount Total		385.23
94972	05/21/24	V00902	Fercam Group	16,250.00	
130527	126603		Construction in Progress-J00330		16,250.00
130527	126603		Professional Services for the		
130527	126603		East End Air Quality Monitoring		
			Line Amount Total		16,250.00
94973	05/21/24	V00921	Edge Engineering & Science LLC	5,396.88	
130588	126604		Consultant Fees - Other		1,222.50
130588	126604		Professional Services for		
130588	126604		2024 Environmental Regulatory Compliance Services		
130608	126604		Consultant Fees - Other		4,174.38
130608	126604		Professional Services for		
130608	126604		2024 Environmental Regulatory Compliance Services		
			Line Amount Total		5,396.88
94974	05/21/24	V00938	Principal Life Insurance Company	2,633.22	
130656	127891		Group Dental Insurance		299.52
130656	127891		Group Vision Insurance		60.70
130656	127891		Group Dental Insurance		294.93
130656	127891		Group Vision Insurance		57.59
130656	127891		Group Dental Insurance		789.10
130656	127891		Group Vision Insurance		161.24
130656	127891		Group Dental Insurance		14.03
130656	127891		Group Vision Insurance		3.03
130656	127891		Group Dental Insurance		155.15
130656	127891		Group Vision Insurance		26.47
130656	127891		Group Dental Insurance		127.56
130656	127891		Group Vision Insurance		26.47
130656	127891		Group Dental Insurance		64.74
130656	127891		Group Vision Insurance		12.08
130656	127891		Group Dental Insurance		220.58
130656	127891		Group Vision Insurance		39.49
130656	127891		Group Dental Insurance		69.12
130656	127891		Group Vision Insurance		13.02
130656	127891		Group Dental Insurance		166.30
130656	127891		Group Vision Insurance		32.10
			Line Amount Total		2,633.22
94975	05/21/24	V00957	AT&T:831-001-2806-788	324.80	
130620	127852		Telephone		154.89
130620	127852		Telephone		84.97
130620	127852		Telephone		84.94
			Line Amount Total		324.80

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Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94976	05/21/24	V00982	King Ranch Ag & Turf	46.10	
130631	127871		M&R TOE-2020 John Deere HPX615E		46.10
			Line Amount Total		46.10
94977	05/21/24	V01010	Imperial Bag & Paper Co LLC dba Imperial Dade	397.73	
130590	127828		Office Supplies		397.73
			Line Amount Total		397.73
94978	05/21/24	V01017	GFL Plant Services LP	1,347.76	
130651	127875		Contract Services		522.90
130625	127854		Contract Services		170.82
130625	127854		Contract Services		214.12
130626	127855		Contract Services		219.96
130627	127856		Contract Services		219.96
			Line Amount Total		1,347.76
94979	05/21/24	V01018	Turtle & Hughes Inc.	948.60	
130662	127890		M&R Docks-Dock Berth 2		948.60
			Line Amount Total		948.60
94980	05/21/24	V01035	Bearcom	615.19	
130581	127829		M&R Security Equipment-Other		615.19
			Line Amount Total		615.19
94981	05/28/24	V00009	Williams Diesel, Inc	58.87	
130692	127919		M&R TOE-Street Sweeper		58.87
			Line Amount Total		58.87
94982	05/28/24	V00012	FedEx	155.04	
130558	127789		Postage and Freight		32.36
130558	127789		Postage and Freight		33.10
130589	127822		Commerical Event-JOC Breakbulk-Business Developmen		89.58
			Line Amount Total		155.04
94983	05/28/24	V00037	Briggs Equipment	343.62	
130673	127907		M&R TOE-Yale Forklift		343.62
			Line Amount Total		343.62
94984	05/28/24	V00044	Ready Refresh	439.62	
130696	127921		Office Supplies		35.64
130696	127921		Office Supplies		17.82
130696	127921		Office Supplies		4.45
130696	127921		Office Supplies		17.82
130696	127921		Office Supplies		332.71
130696	127921		Office Supplies		13.36
130696	127921		Office Supplies		17.82
			Line Amount Total		439.62
94985	05/28/24	V00049	Brazos Fasteners, Inc	94.50	
130700	127941		M&R Transit Shed-T.S. 1		94.50
			Line Amount Total		94.50
94986	05/28/24	V00058	Ravi K. Singhania	867.19	
130721	127948		Community Events		119.00
130721	127948		Governmental Relations Travel		748.19
			Line Amount Total		867.19

Vendor Expenditure

Period: 05/01/24..05/31/24

Port Freeport

Monday, June 10, 2024

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FREEPORTMARY

Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	
Invoice No.	PO No.	GL Account Name	Line Description		Line Amount
94987	05/28/24	V00067	Quill LLC	280.70	
130570		127795	Office Supplies		18.93
130572		127794	Office Supplies		2.42
130572		127794	Office Supplies		1.20
130572		127794	Office Supplies		0.30
130572		127794	Office Supplies		1.20
130572		127794	Office Supplies		0.90
130572		127794	Office Supplies		1.20
130615		127851	Office Supplies		6.05
130615		127851	Office Supplies		3.03
130615		127851	Office Supplies		0.76
130615		127851	Office Supplies		3.03
130615		127851	Office Supplies		236.38
130615		127851	Office Supplies		2.27
130615		127851	Office Supplies		3.03
			Line Amount Total		280.70
94988	05/28/24	V00084	Crain, Caton & James	14,787.54	
130701		127934	Legal Fees		12,495.00
130701		127934	Legal Fees		124.56
130702		127935	Legal Fees		1,844.50
130703		127933	Legal Fees		297.50
130703		127933	Legal Fees		25.98
			Line Amount Total		14,787.54
94989	05/28/24	V00086	Blank Rome LLP	424.80	
130699		127936	Legal Fees		424.80
			Line Amount Total		424.80
94990	05/28/24	V00095	Swisher & Swisher	1,200.00	
130661		125129	M&R Other-Mowing, Weed Control Etc		1,200.00
130661		125129	Provide labor, equip & material to maintain		
			Line Amount Total		1,200.00
94991	05/28/24	V00098	Suburban Propane	720.00	
130685		127912	Fuel/Oil		720.00
			Line Amount Total		720.00
94992	05/28/24	V00100	LJA Engineering Inc.	96,981.62	
130682		126888	Construction in Progress Project 24-01		96,981.62
130682		126888	Professional Services for the		
130682		126888	Velasco Terminal Area 5 Concrete Container Yard		
130682		126888	MIP 88 Grant		
130682		126888	Board Approval 01/25/2024		
			Line Amount Total		96,981.62
94993	05/28/24	V00101	Sunstates Security, LLC	39,655.82	
130722		127958	Security Service Fees		1,140.89
130723		127957	Security Service Fees		37,710.57
130724		127956	Security Service Fees		566.04
130725		127955	Security Service Fees		238.32
			Line Amount Total		39,655.82
94994	05/28/24	V00147	Greater Angleton Chamber of Commerce	35.00	
130677		127916	Community Events		35.00
			Line Amount Total		35.00

Vendor Expenditure

Period: 05/01/24..05/31/24

Port Freeport

Monday, June 10, 2024

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FREEPORTMARY

Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	Line Amount
Invoice No.	PO No.	GL Account Name	Line Description		
94995	05/28/24	V00178	Waypoint	68.74	
130579	127807		Furniture and Equipment Purchases <\$5,000		68.74
			Line Amount Total		68.74
94996	05/28/24	V00189	Energia Resources, Inc.	1,509.00	
130665	127900		M&R Docks-Dock Berth 7-VT		800.00
130666	127901		M&R Docks-Dock Berth 7-VT		471.00
130667	127902		M&R TOE-Street Sweeper		238.00
			Line Amount Total		1,509.00
94997	05/28/24	V00201	CDW Government	1,511.64	
130674	127752		Contract Services		1,511.64
130674	127752		Adobe Acrobat for Teams		
			Line Amount Total		1,511.64
94998	05/28/24	V00214	McFarland PLLC	30,087.50	
130709	127937		Construction in Progress		30,087.50
			Line Amount Total		30,087.50
94999	05/28/24	V00270	The Bulletin	395.00	
130727	127947		Community Advertising		395.00
			Line Amount Total		395.00
95000	05/28/24	V00276	All Marine, LLC	115.24	
130619	127866		M&R Terminal Facilities-Other-VT		115.24
			Line Amount Total		115.24
95001	05/28/24	V00386	Industrial Disposal Supply Co., LLC	5,494.58	
130679	127906		M&R TOE-Street Sweeper		3,839.16
130680	127909		M&R TOE-Street Sweeper		518.51
130681	127908		M&R TOE-Street Sweeper		1,136.91
			Line Amount Total		5,494.58
95002	05/28/24	V00760	eTrac, Inc.	13,900.00	
130676	127698		Consultant Fees - Other		13,900.00
130676	127698		Professional Services for 2024 Pre-Hurricane Dock		
130676	127698		Survey		
			Line Amount Total		13,900.00
95003	05/28/24	V00820	ADT Commercial DBA Everon	854.00	
130716	127952		Badge Supplies		854.00
			Line Amount Total		854.00
95004	05/28/24	V00865	AC Surfside Marina, LLC	220.76	
130726	127954		M&R Security Equipment-SeaArk Commander Boat		220.76
			Line Amount Total		220.76
95005	05/28/24	V00892	City of Iowa Colony	60.00	
130675	127918		Community Events		60.00
130675	127918		Santos, Giesecke, Kincannon		
			Line Amount Total		60.00
95006	05/28/24	V00909	Randle Law Office Ltd.	17,005.00	
130712	127932		Legal Fees		427.50
130713	127931		Legal Fees		4,000.00
130714	127930		Legal Fees		11,527.50
130714	127930		Legal Fees		1,050.00
			Line Amount Total		17,005.00

Vendor Expenditure

Period: 05/01/24..05/31/24

Port Freeport

Monday, June 10, 2024

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FREEPORTMARY

Check No.	Check Date	Vendor No.	Vendor Name	Check Amount	Line Amount
Invoice No.	PO No.	GL Account Name	Line Description		
95007	05/28/24	V00946	Full Source, LLC	213.76	
	130704	127943	Safety Supplies		213.76
			Line Amount Total		213.76
95008	05/28/24	V00973	ImageNet Consulting	98.54	
	130678	127904	Maint & Repair - Office Equipment		98.54
			Line Amount Total		98.54
95009	05/28/24	V00986	Kim T Kincannon	79.06	
	130719	127949	Community Events		79.06
			Line Amount Total		79.06
95010	05/28/24	V01010	Imperial Bag & Paper Co LLC dba Imperial Dade	943.80	
	130630	127861	Office Supplies		827.24
	130718	127953	Office Supplies		116.56
			Line Amount Total		943.80
95011	05/28/24	V01017	GFL Plant Services LP	522.90	
	130705	127940	Contract Services		522.90
			Line Amount Total		522.90
95012	05/28/24	V01036	Forest Industries Telecommunications	600.00	
	130717	127950	Dues & Memberships & Licenses		600.00
			Line Amount Total		600.00
			Texas Gulf Bank Accounts Payable	882,987.10	



1100 CHERRY ST. • FREEPORT, TX 77541
(979) 233-2667 • 1 (800) 362-5743 • FAX: (979) 373-0023
WWW.PORTFREEPORT.COM

MEMORANDUM

TO: Port Commissioners
Chief Executive Officer

FROM: Rob Lowe

DATE: June 21, 2024

SUBJECT: Liability Insurance Renewal


The Port's liability insurance is up for a renewal and staff met with the Finance Committee on June 13 to discuss the market renewal conditions. This renewal includes Marine General Liability, Hull & Machinery/Protection & Indemnity, Commercial Auto, Maritime Employers Liability, Bumpershoot, Public Officials Director and Officers and staff will update the full board and make recommendations for renewal.

PORT COMMISSION

RAVI K. SINGHANIA, CHAIRMAN; ROB GIESECKE, VICE CHAIRMAN; BARBARA FRATILA, SECRETARY; KIM KINCANNON, ASST. SECRETARY;
DAN CROFT, COMMISSIONER; RUDY SANTOS, COMMISSIONER; PHYLLIS SAATHOFF, EXECUTIVE DIRECTOR/CEO

MEMORANDUM

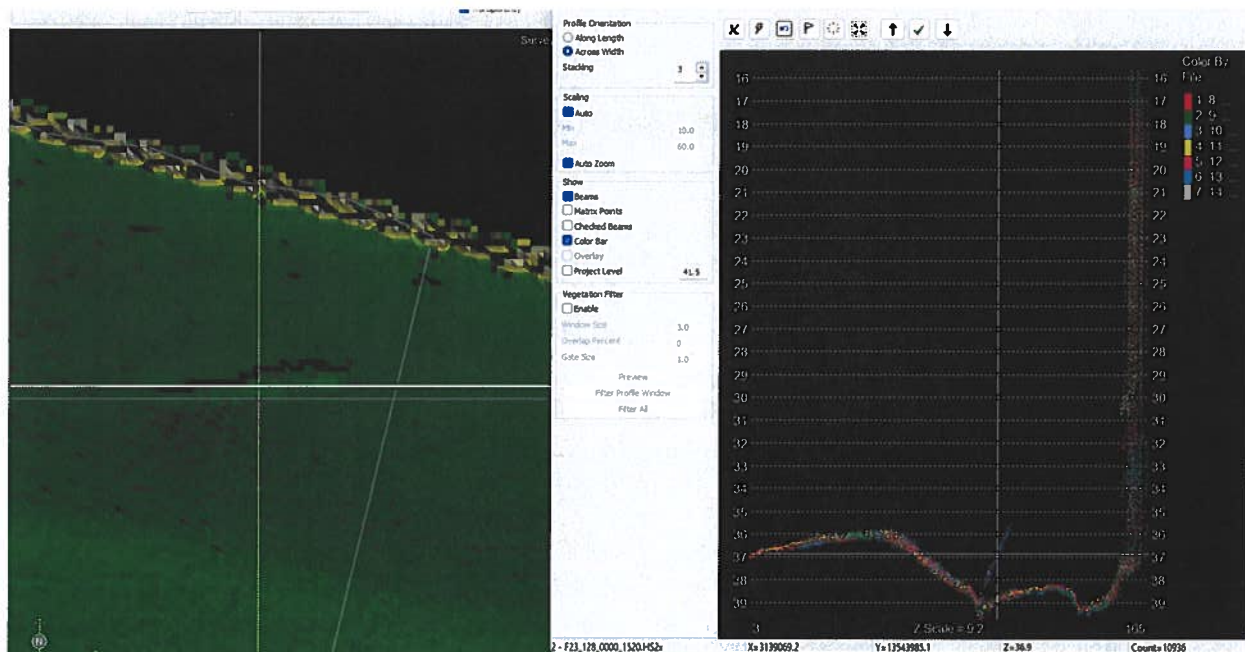
TO: Commissioners
Directors
Legal Counsel

FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 14, 2024

SUBJECT: Docks 1, 2, 3, and 5 Sheet Pile Repairs 2024
Approval of Change Order #1

While performing an annual hydrographic survey last month, debris in the harbor, near Dock 2 was discovered. Divers from the contractor doing the sheet pile repair project confirmed the debris to be an old fender piling once attached to the quay, as the original fendering system. Attached herewith is Change Order #1 to the contract for Docks 1, 2, 3, and 5 Sheet Pile Repairs 2024 to remove the piling. I recommend approval of Change Order #1 in the amount of not to exceed \$12,023.80.




PORT COMMISSION

RAVI K. SINGHANIA, CHAIRMAN; ROB GIESECKE, VICE CHAIRMAN; BARBARA FRATILA, SECRETARY; KIM KINCANNON, ASST. SECRETARY;
DAN CROFT, COMMISSIONER; RUDY SANTOS, COMMISSIONER; PHYLLIS SAATHOFF, EXECUTIVE DIRECTOR/CEO

MEMORANDUM

TO: Commissioners
Directors
Legal Counsel

FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 14, 2024

SUBJECT: PSA for East 5th Street Topographic Surveying - SCP


I have selected Baker and Lawson as the most qualified surveying firm to submit a fee proposal for the topographic surveying of East 5th Street. This project involves demolishing and replacing East 5th Street with thicker concrete. I recommend approval in the amount of **not to exceed \$46,700.00.**



[PORT COMMISSION](#)

MEMORANDUM

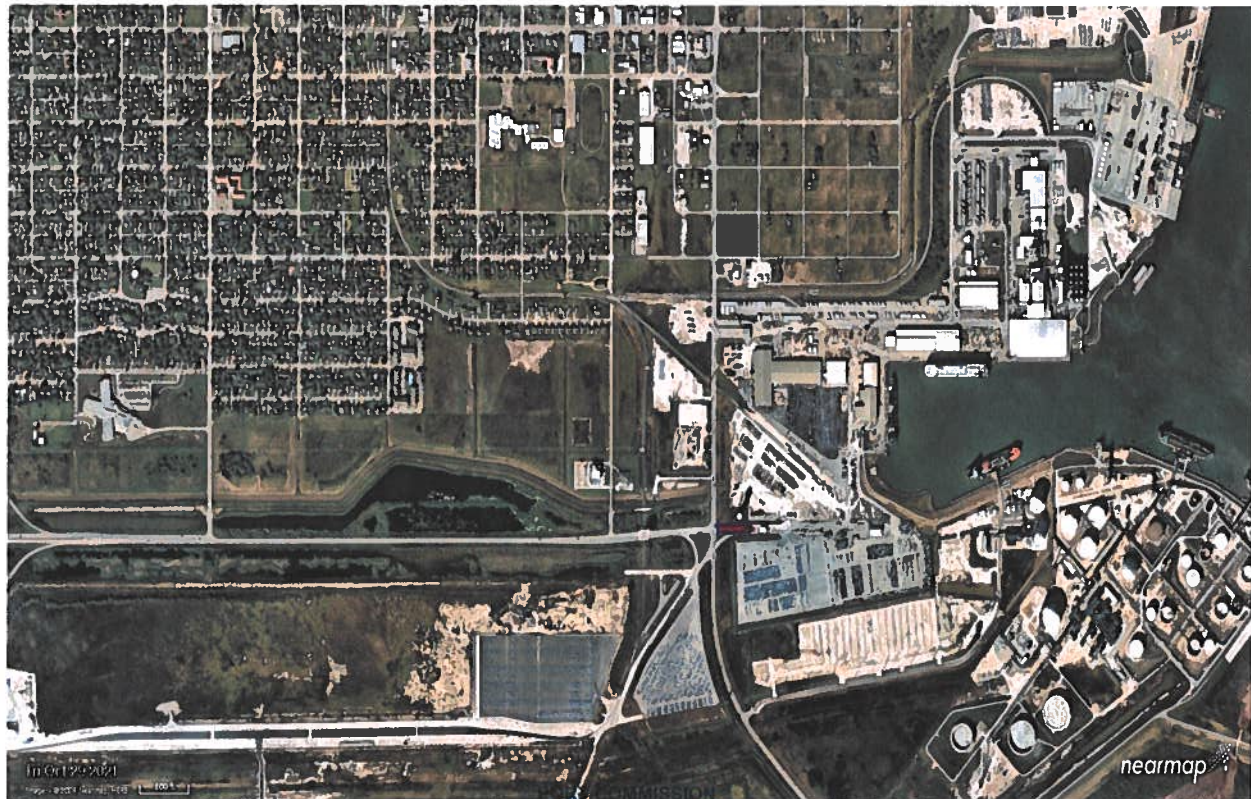
TO: Commissioners
Directors
Legal Counsel

FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 14, 2024


SUBJECT: PSA for Gate 4 Entrance Topographic Surveying - SCP

I have selected Baker and Lawson as the most qualified surveying firm to submit a fee proposal for the topographic surveying of Gate 4 entrance off of FM 1495. This project involves demolishing and replacing a two-lane asphalt entrance with 4-lane concrete. I recommend approval in the amount of **not to exceed \$23,300.00**.



MEMORANDUM

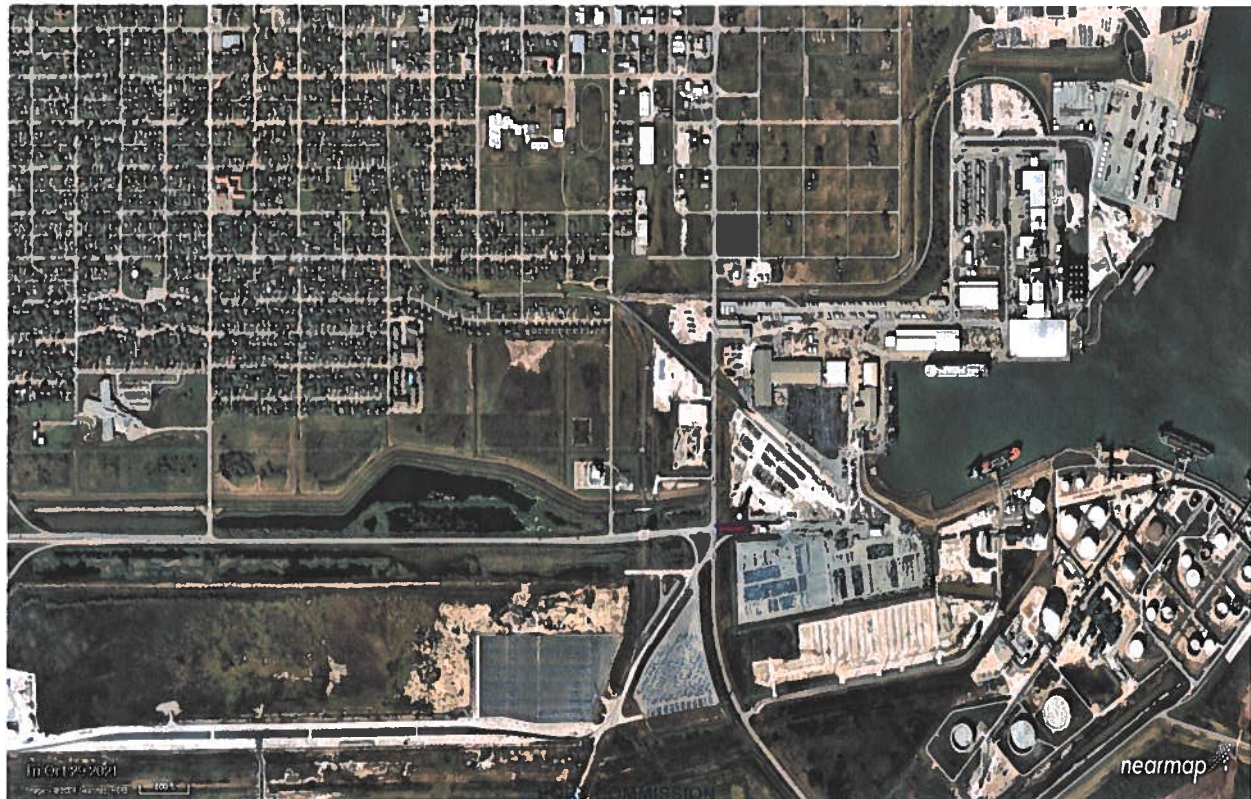
TO: Commissioners
Directors
Legal Counsel

FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 14, 2024


SUBJECT: PSA for Gate 4 Entrance Topographic Surveying - SCP

I have selected Baker and Lawson as the most qualified surveying firm to submit a fee proposal for the topographic surveying of Gate 4 entrance off of FM 1495. This project involves demolishing and replacing a two-lane asphalt entrance with 4-lane concrete. I recommend approval in the amount of **not to exceed \$23,300.00**.



MEMORANDUM

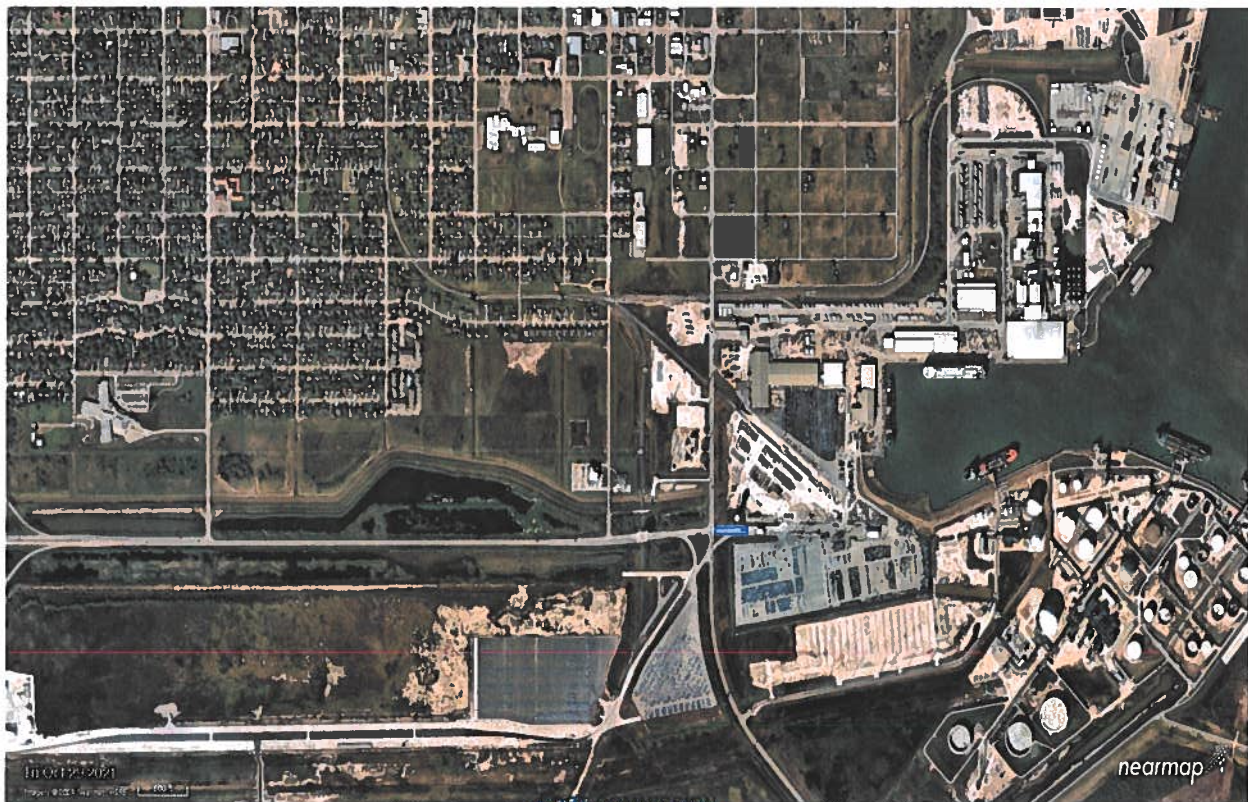
TO: Commissioners
Directors
Legal Counsel

FROM: Jason Hull, P.E. 
Director of Engineering

DATE: June 18, 2024

SUBJECT: PSA for Gate 4 Entrance Geotechnical and Materials Testing - SCP

I have selected CMT Technical Services as the most qualified Engineering firm to submit a fee proposal for the geotechnical and materials testing of Gate 4 entrance off of FM 1495. This project involves demolishing and replacing a two-lane asphalt entrance with 4-lane concrete. I recommend approval in the amount of **not to exceed \$18,482.00.**





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TO: Executive Director/CEO
Port Freeport Commissioners
Legal Counsel

FROM: Sales and Marketing Specialist and
Director of Business and Economic Development

DATE: June 27, 2024

SUBJECT: RFP for Website Redevelopment

Staff budgeted \$150,000 for the website redevelopment.

Staff recommends Hot Dog Marketing to redevelop the website with some additional scope for marketing services for a total \$138,000 and not to exceed \$150,000.

Randle Law Office is completing its review of the Master Service Agreement at the time this memo was prepared. If the final MSA is not ready for the Port Commission meeting, then staff recommends that Phyllis Saathoff, Executive Director & CEO of Port Freeport, be authorized to execute the MSA on behalf of Port Freeport.

[PORT COMMISSION](#)

[RAVI K. SINGHANIA](#), CHAIRMAN; [ROB GIESECKE](#), VICE CHAIRMAN; [BARBARA FRATILA](#), SECRETARY; [KIM KINCANNON](#), ASST. SECRETARY;
[DAN CROFT](#), COMMISSIONER; [RUDY SANTOS](#), COMMISSIONER; [PHYLLIS SAATHOFF](#), EXECUTIVE DIRECTOR/CEO

RESOLUTION APPROVING SALE OF PROPERTY HELD IN TRUST

At a regular meeting of the Port Commission of Port Freeport held at the office of Port Freeport at 1100 Cherry Street, Freeport, Texas, on the 27th day of June, 2024, among other business came on to be considered the following resolution, which, upon motion duly made and seconded, was adopted by vote of all Commissioners present:

FINDINGS

1. Due and proper notice of the date, time, place and purpose of this meeting has been duly given in accordance with the provisions of the Texas Open Meetings Act, and such meeting has been conducted in accordance with said Open Meetings Act.

2. The County of Brazoria, State of Texas, has heretofore instituted tax suits and has been awarded tax judgments relative to the hereinafter described tracts and parcels of land, where, in each instance, as a result of delinquent tax sales, the high bid was less than the amount of taxes owing on each respective parcel. Each such parcel was bid off to Brazoria County for the amount of judgment against each respective parcel and each such parcel of property is held in trust due to delinquent tax foreclosure.

3. The Property Resale Committee of Brazoria County has advertised for, received, and opened sealed bids on each said parcel of property held in trust and determined that in each instance, the high bid is less than the amount of taxes owing on each respective parcel. The account number, legal description, entity holding in trust, appraised value, opening bid and amount bid for each respective parcel, are described in Exhibit "A" attached hereto.

4. The Property Resale Committee of Brazoria County has requested that Port Freeport approve the sale amount of each respective item of property as described in Exhibit "A" attached hereto, in accordance with Section 34.05 of the Property Tax Code of the State of Texas, and that Port Freeport join in the conveyances to respective high bidders to evidence Port Freeport's consent to each such sale.

RESOLUTION

NOW, THEREFORE, BE IT RESOLVED that Port Freeport hereby consents to the acceptance of the high bid as to each respective parcel as described in Exhibit "A" attached hereto and the conveyance of each respective parcel to each respective high bidder; and that Port Freeport accept its pro rata share of the proceeds; and

BE IT FURTHER RESOLVED, that the Chairman of the Port Commission be, and he is hereby authorized to join in the conveyance to each respective high bidder of each respective parcel to evidence Port Freeport's consent to each respective sale for less than the amount of taxes owing.

June 27, 2024 Resolution
Exhibit A - Resale Offers

Account Number	Legal Description	In Trust To	Adjudged Value	Required Opening Bid	Amount Bid
0058-0068-120	A0058 Rebecca Cummings Tract 20A (PT UND 2/3) ACRES 2.67	Sweeny - ISD	\$6,000.00	\$6,000.00	\$3,000.00

	Totals		\$6,000.00	\$6,000.00	\$3,000.00
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RESOLUTION

At a Regular Meeting of the Port Commission of Port Freeport held at the office of said Port at 1100 Cherry, Freeport, Texas on the 27th of June 2024, among other business came on to be considered the following resolution, which was upon motion duly made and seconded, adopted by vote of all Commissioners present, which resolution is as follows:

FINDINGS

1. Due and proper notice of the date, time, place, and purpose of this meeting has been duly given in accordance with the provisions of the Texas Open Meetings Act, and such meeting has been conducted in accordance with said Open Meetings Act.
2. Section 62.122 of the Texas Water Code provides that the disposition of salvage or surplus personal property shall be in the same manner as a commissioner's court of a county under Subchapter D, Chapter 263 of the Texas Local Government Code.
3. The Commission finds that the property set forth in Exhibit "A", which is hereby incorporated by reference, is found to be salvage or surplus personal property, no longer needed for Port purposes, and should be disposed of as follows:

a. Sold to the highest bidder by competitive bid or auction, after notice in a newspaper after the 30th day but before the 10th day before the date of sale; or **b.** offer the property as trade in for new property of the same general type; or **c.** If no bids are received, it may be destroyed or disposed because it is worthless; or **d.** donated to a civic or charitable organization in Brazoria County, it would likely receive no bids or the expenses of sale would be greater than the bid price, and the donation serves a public purpose, and the charitable organization will incur the expenses for transportation or disposal.

NOW THEREFORE, BE IT RESOLVED that the property set forth in Exhibit "A" and attached hereto is surplus property and shall be disposed of in any one of the following manners and as permitted by law:

a. Sold to the highest bidder by competitive bid or auction, after notice in a newspaper after the 30th day but before the 10th day before the date of sale; or **b.** offer the property as trade in for new property of the same general type; or **c.** If no bids are received, it may be destroyed or disposed because it is worthless; or **d.** donated to a civic or charitable organization in Brazoria County, it would likely receive no bids or the expenses of sale would be greater than the bid price, and the donation serves a public purpose, and the charitable organization will incur the expenses for transportation or disposal.

Exhibit A

Quantity	Item	Description	Purpose
1	20' Container	Port Freeport old Rescue Container for STS Cranes	Scrap or Sell to Highest Bidder

**RESOLUTION OF COMPLIANCE WITH PUBLIC FUNDS
INVESTMENT ACT, APPROVING AMENDMENT OF
INVESTMENT POLICY AND UPDATE OF
INVESTMENT STRATEGIES**

At a regular meeting of the Port Commission of Port Freeport held in the office of said Port at 1100 Cherry Street, Freeport, Texas, at 1:00 p.m. on the 27th day of June 2024, among other business came on to be considered the following resolution, which upon motion duly made and seconded was adopted by the vote of all Commissioners present.

FINDINGS

1. Due and proper notice of the date, time, place and purpose of this meeting has been duly given in accordance with the provisions of the Texas Open Meetings Act, and such meeting has been conducted in accordance with said Open Meetings Act.
2. In accordance with the Public Funds Investment Act, Chapter 2256, Texas Government Code (the "Act"), the Commission reviews the investment policy and strategies of the Port at least annually and maintains strict compliance with the requirements of the Act.
3. The Port has heretofore adopted a standing investment policy currently complied with and set forth as Section 9.1 (Investment of Surplus Funds) of *Port Freeport Policy Manual*, subject to review and amendment.
4. The Commission has this date conducted its annual review of the Port's investment policy in accordance with the Act and determines it is in the best interest of the Port to update said policy with amendment as set forth in the document attached hereto, Section 9.1 of the *Port Freeport Policy Manual*, entitled Port Property/Investment of Surplus Funds.
5. The Commission has this date conducted its annual review of the Port's authorized investment brokers in accordance with the Act and determines it is in the best interest of the Port to approve the authorized broker list as set forth in the document attached hereto, Section 9.1, exhibit 9.1-1 of the *Port Freeport Policy Manual*, entitled Port Property/Investment of Surplus Funds
6. The Commission this date has furthermore conducted its annual review of the investment strategies of the Port as presented for fiscal year 2024/2025 and determines that it is in the best interest of the Port to approve the investment strategies as set forth in the documents attached hereto, Section 3.6 of the Port's administrative *Practices and Procedures*, entitled Investment of Funds.
7. Upon certification presented, the Commission also finds that the Port's Treasurer or designated investment officer have attended training sessions and received the requisite hours of instruction for the biennium 2023-2025, and also approves the sources of training used in compliance with said Act.

NOW, THEREFORE, BE IT RESOLVED, that the Port's investment policy set forth at Section 9.1 of the *Port Freeport Policy Manual* be and is hereby amended as presented and attached hereto, that the investment strategies of the Port for fiscal year 2024/2025 be adopted as presented and attached hereto and made a part of Section 3.6 of the Port's *Practices and Procedures*, and that the Port's compliance with the requirements of the Public Funds Investment Act be and is in all things affirmed.

PORT FREEPORT POLICY MANUAL

PORT PROPERTY INVESTMENT OF SURPLUS FUNDS

SECTION 9.1

SCOPE

This investment policy applies to the investment activities of Port Freeport (“the Port”) and shall be reviewed annually by the Port Commission. This policy emphasizes the guiding principles of the investment program and conforms to all statutes, rules and regulations governing the investment of public funds.

Funds Included: All financial assets of the enterprise fund are included. This fund, as well as funds that may be created from time-to-time, shall be administered in accordance with the provisions of this policy.

Authorized Investment Brokers: Only those brokers authorized by the Port Commission shall be used for investment of Port financial assets. The authorized list of investment brokers (exhibit 9.1-1) shall be reviewed and revised, if necessary, in combination with the annual review.

OBJECTIVES/INVESTMENT STRATEGY

All participants in the investment process should seek to act responsibly as custodians of the public trust. Investment officials should avoid any transactions that might impair public confidence in the Port's ability to govern effectively.

The following objectives are listed in order of priority:

Safety: The primary objective of the Port's investment activity is the preservation of capital in the overall portfolio. Each investment transaction shall seek first to ensure that capital losses are avoided, whether they are from securities defaults or permanent erosion of market value.

Liquidity: The Port's investment portfolio will remain sufficiently liquid to enable the Port to meet operating requirements that might be reasonably anticipated. Liquidity shall be achieved by matching investment maturities with forecasted cash flow requirements and by investing in securities with active secondary markets.

Yield: The Port's cash management portfolio may be designed with the objective of regularly exceeding the average rate of return on three-month U. S. Treasury Bills, or the average Federal Reserve Discount, whichever is higher. The investment program should seek to augment returns above this threshold consistent with risk limitations identified herein and prudent investment principles.

RESPONSIBILITY AND CONTROL

Delegation: Management responsibility for the Investment Program is hereby delegated to the Chief Financial Officer and Controller, who may establish procedures for the operation of the investment program consistent with this Investment Policy. Such procedures should include explicit delegation of

**PORT FREEPORT
POLICY MANUAL**

**PORT PROPERTY
INVESTMENT OF SURPLUS FUNDS**

SECTION 9.1

authority to persons responsible for investment transactions.

Subordinates: All persons involved in investment activities will be referred to as the "Investment Officials." No person should engage in an investment transaction except as provided under the terms of this policy and the procedures established by the Chief Financial Officer or Controller. The Chief Financial Officer and Controller shall be responsible for all transactions undertaken and will establish a system of controls to regulate the activities of subordinate investment officials.

Reports: An investment report shall be submitted to the Finance Committee and/or Port Commission quarterly. The report format for each fund must:

1. Summarize the investment position of the Port and state compliance of the investment portfolio as it relates to the investment strategy and the relevant provisions of the Public Funds Investment Act.
2. Be jointly prepared and signed by all investment officers
3. Contain a summary statement prepared in compliance with generally accepted accounting principles that states the:
 - A. beginning and ending market value for the reporting period
 - B. additions and changes to the face value during the period
 - C. weighted average yield and maturity
 - D. fully accrued interest for the period
4. State the following for each separately invested asset:
 - A. book value and market value at the beginning and end of the reporting period
 - B. maturity date if applicable
 - C. yield

Prudence: Investments should be made with exercise of due care under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation but for investment considering the probable income to be derived. Standards of prudence should be applied in the context of managing an overall portfolio with investment officers acting in accordance with the investment policy and exercising due diligence to be relieved of personal responsibility for an individual security's credit risk or market price changes, provided deviations from expectations are reported in a timely fashion and appropriate action is taken to control adverse developments.

Conflicts of Interest: Officers and employees involved in the investment process should refrain from personal business activity that could conflict with proper execution of the Investment Program, or which could impair their ability to make impartial investment decisions. All business relationships between an Investment Officer and a business organization offering to sell investments to the Port, whether now existing or hereafter arising, shall be disclosed. An Investment Officer has a relationship with the business organization if: (1) the person owns 10 percent or more of the voting stock or shares of the business organization, or owns \$5,000 or more of the fair market value of the business organization; or (2) funds received by the Investment Officer from the business organization exceed 10

PORT FREEPORT POLICY MANUAL

PORT PROPERTY INVESTMENT OF SURPLUS FUNDS

SECTION 9.1

percent of the Investment Officer's gross income for the previous year; (3) the Investment Officer has acquired from the business organization during the previous year investments with a book value of \$2,500 or more for the personal account of the Investment Officer; (4) the Investment Officer is related within second degree of affinity or consanguinity, as determined under Chapter 573, to an individual seeking to sell investments to the Port. Disclosure shall be made by filing written statement with the Port's Commission Secretary through the office of Executive Port Director within seven days of the creation, occurrence or discovery of the relationship, describing the nature and extent of the relationship; and unless such matter is waived by the Port Commission, no investment transactions will be executed between the Port and the business organization. All such disclosures required by law (Government Code Section 2256.005 {i}) must also be filed with the Texas Ethics Commission.

Education: All investment officials shall attend an investment training session not less than once in a two-year period that begins on the first day of the fiscal year and consists of the two consecutive fiscal years after that date and receive not less than ten (10) hours of investment related training. Training must include education in investment controls, security risks, strategy risks, market risks and compliance with the Public Funds Investment Act as amended. The training must be provided by an independent source approved by the Finance Committee. Within twelve months after taking office or assuming duties, all investment officials shall attend at least one training session containing at least ten (10) hours of instruction related to the person's responsibilities under this policy. A list of authorized training sources is provided in exhibit 9.1-1.

AUTHORIZED INVESTMENTS AND INVESTMENT PARAMETERS

Active Portfolio Management: The Port intends to pursue an active versus a passive portfolio management philosophy. That is, securities may be sold before they mature if market conditions present an opportunity for the Port to benefit from the trade. The market price of acquired investments will be monitored through the Wall Street Journal and other similar sources, and independent pricing by the Port's financial advisor.

Eligible Investments: Assets of funds of the government of Port Freeport may be invested in:

1. Obligations, including letters of credit, of the United States or its agencies and instrumentalities; including the Federal Home Loan Banks;
2. Direct obligations of this state or its agencies and instrumentalities;
3. Other obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of, Texas or the United States or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or National Credit Union Share Insurance Fund or by the explicit full faith and credit of the United States,
4. Texas State, City, County, School and Road district bonds with an investment grade bond rating from a nationally recognized investment rating firm not less than A or its equivalent or that is insured;
5. Fully insured or collateralized* certificates of deposits issued by a state or national bank,

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- savings bank or a federal credit union, or broker with a main office or branch office in Texas;
6. Investment pools created to function as money market mutual funds marked-to-market daily that maintain a market value ratio (market value/book value) of between .995 and 1.005 and are continuously rated no lower than AAA-or AAA-m or at an equivalent rating by at least one nationally recognized rating service; and report yield in accordance with regulations of the Securities and Exchange Commission applicable to reporting by money market funds and is compliant with the requirements of Texas Government Code Public Funds Investment Act Section 2256.016;
 7. Money-market mutual fund or No-load money market mutual fund that is registered with the Securities and Exchange Commission; provides the investing entity with a prospectus and other information as required by the Securities Exchange Act of 1934 or the Investment Company Act of 1940; complies with Federal Securities and Exchange Commission Rule 2a-7, promulgated under the Investment Company Act of 1940; has an average weighted maturity of less than two years; and either has a duration of one year or more and is invested exclusively in eligible investments or has a duration of less than one year and the investment portfolio is limited to investment grade securities, excluding asset-backed securities. ; 7. Other such securities or obligations as allowed in the Public Funds Investment Act as amended and approved by the Finance Committee and/or full Commission.
 8. An investment that requires a minimum rating does not qualify as an authorized investment during the period the investment does not have the minimum rating. All prudent measures that are consistent with the investment policy to liquidate an investment that does not have the minimum rating should be taken.

Investment in money market mutual funds is not authorized for:

1. funds, including bond proceeds and reserves and other funds held for debt service, in any one mutual fund in an amount that exceeds 10 percent of the total assets of the mutual fund.

*(see definition of collateral, SAFEKEEPING Section)

Unauthorized Investments: The following types of investments are not authorized investments under this policy:

1. Interest-only strips of obligations with underlying mortgage-backed security collateral;
2. Principal-only strips of obligations with underlying mortgaged-backed security collateral;
3. Collateralized mortgage obligations with a maturity date of greater than ten (10) years;
4. Collateralized mortgage obligations with an inverse floating interest rate.

Length of Investment: The maximum allowable stated maturity of any individual investment is six (6) years at the time of purchase, unless a temporary extension is granted by the Port Commission. In such cases, the weighted average maturity of each fund's portfolio shall not exceed three (3) years. To the extent possible, investment maturities should be matched with anticipated cash flow requirements.

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Diversifications: It is the policy of the Port to diversify its investment portfolios. Assets held in the investment portfolio shall be diversified to eliminate the risk of loss resulting from one concentration of assets in a specific maturity, a specific issuer or a specific class of securities. Portfolio maturities should be staggered in a way that protects interest income from the volatility of interest rates that avoids undue concentration of assets in a specific maturity sector. Securities should be selected which provide for stability of income and reasonable liquidity.

Arbitrage: The Tax Reform Act of 1986 provided limitations restricting the Port's investing of tax-exempt General Obligation Bond proceeds and debt service income. New arbitrage rebate provisions require that the Port compute earnings on investment from each issue of bonds on an annual basis to determine if a rebate is required. To determine the Port's arbitrage position, the Port is required to perform specific calculations relative to the actual yield earned on the investment of the funds and the yield that could have been earned if the funds had been invested at a rate equal to the yield on the bonds sold by the Port. The rebate provision states that periodically (not less than once every five years, and not later than sixty days after maturity of the bonds), the Port is required to pay the U. S. Treasury a rebate of excess earnings based on the Port being in a positive arbitrage position. The Tax Reform restrictions require extreme precision in the monitoring and recording facets of investments as a whole, and particularly as relates to yields and computations so as to insure compliance. Failure to comply can dictate that the bonds become taxable, retroactively from the date of issuance.

The Port's investment position relative to the new arbitrage restrictions is the continued pursuit of maximizing yield on applicable investments while insuring the safety of capital and liquidity. It is a fiscally sound position to continue maximization of yield and rebate excess earnings, if necessary.

AUTHORIZED FINANCIAL DEALERS

Primary Dealers: For brokers and dealers of government securities, only those dealers reporting to the Market Reports Division of the Federal Reserve Bank of New York, also known as the "primary government securities dealers," shall be selected unless a comprehensive credit and capitalization analysis reveals that other firms are adequately financed to conduct public business. The minimum capital requirement is \$2,000,000. Audited financial statements and proof of National Association of Securities Dealers (NASD) certification must be submitted for analysis. All brokers and dealers must be authorized by the Port Commission. A list of authorized investment brokers is provided in exhibit 9.1-1

Certification: Before a broker/dealer or bank can execute an investment transaction with the Port, the broker/dealer must provide written acknowledgment from the registered principal certifying that they have received and thoroughly reviewed the Port's investment policy and has implemented reasonable procedures and controls in an effort to preclude imprudent investment activities arising from investment transactions. A form for acknowledgement of investment policy is provided in exhibit 9-1-2.

SAFEKEEPING

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SECTION 9.1

Insurance or Collateral: All deposits and investments of Port funds other than direct purchases of U. S. Treasuries or U. S. Agencies shall be secured by pledged collateral with a market value equal to no less than 105% of the deposits or investments less any amount insured by the FDIC. Evidence of the pledged collateral shall be maintained by the Controller and/or a third party financial institution. Repurchase agreements shall be documented by a specific agreement noting the collateral pledged in each agreement. Collateral shall be reviewed periodically to assure the market value of the securities pledged equals or exceeds the related bank balances.

Safekeeping Agreement: All safekeeping arrangements should be in accordance with a Safekeeping Agreement which clearly defines the procedural steps for gaining access to the collateral should Port Freeport determine that the Port's funds are in jeopardy. The safekeeping institution, or Trustee, shall be the Federal Reserve Bank or an institution not affiliated with the firm pledging the collateral. The safekeeping agreement shall include the signatures of the Port, the firm pledging the collateral, and the Trustee.

Collateral Defined: Port Freeport shall accept only the following securities as collateral:

1. FDIC insurance coverage
2. Obligations, including letters of credit, of the United States or its agencies and instrumentalities;
3. Texas State, City, County, School and Road district bonds with a remaining maturity of ten (10) years or less with an investment grade bond rating from Moody's Investors Services (A- and above) and Standard & Poor's Corporation (A- and above) or that is insured.
4. A letter of credit issued by a Federal Home Loan bank.
5. Other securities as approved by the Port Commission.

Subject to Audit: All collateral shall be subject to inspection and audit by the Port, or designee, as well as, the Port's independent auditors.

Delivery vs. Payment: Treasury Bills, Notes and Bonds and Government Agencies' Securities shall be purchased using the delivery versus payment method. That is, funds shall not be wired or paid until verification has been made that the security was received by the Trustee. The security shall be held in the name of the Port or held on behalf of the Port. The Trustee's records shall assure the notation of the Port's ownership of or explicit claim on the securities. The original copy of all safekeeping receipts shall be delivered to the Port.

MANAGEMENT AND INTERNAL CONTROLS

The Chief Financial Officer, Controller, or designee, should establish a system of internal controls which shall be reviewed by the Port's auditor. The controls shall be designed to prevent losses of public funds arising from fraud, employee error, and misrepresentation by third parties, unanticipated changes in financial markets, or imprudent actions by employees or Investment Officers of the Port.

In conjunction with the Port's annual financial audit, a compliance audit of internal controls on

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investments and adherence to this investment policy shall be performed including a review of the quarterly investment reports. The audit results must be submitted to the Finance Committee or the Port Commission.

EXEMPTION

Current Investments: Any investment currently held that does not meet the guidelines of this policy shall be exempted from the requirements of this policy. At maturity or liquidation, such funds shall be reinvested only as provided by this policy.

(Corresponding Practices & Procedures – Section 3.6)

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AUTHORIZED TRAINING SOURCES

The following training sources are authorized to provide investment official training:

University of North Texas Center for Public Management
Texas State University
Texas Municipal League
Government Treasurer's Organization of Texas

AUTHORIZED INVESTMENT BROKERS

The following brokers are authorized to engage in investment transactions for Port Freeport subject to compliance with the Port's investment policy. In the event an executed Broker/Dealer certification is not received, the Broker will not be in compliance with the Port's Investment Policy and will be removed from the list of Authorized Investment Brokers.

Hilltop Securities, Inc.
700 Milam Street, Suite 500
Houston, TX 77002

Texpool
c/o Federated Investors Inc.
1001 Texas Avenue,
Suite 1150
Houston, TX 77002

Texas Gulf Bank, N.A.
1717 N. Velasco
Angleton, TX 77515

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ACKNOWLEDGEMENT OF INVESTMENT POLICY

I the undersigned, hereby certify that I am a registered principal licensed by the NASD or, if none, a duly authorized representative of business organization. In such capacity, I am providing Port Freeport (“Port”) with this Acknowledgment of Investment Policy. It is the undersigned’s understanding that the Port wishes to use this Acknowledgement to satisfy the legal requirement set forth in Section 2256.005(k), Texas Government Code, as amended (the “Act”), which prohibits the Port from buying securities from any “person” who has not delivered to the Port an instrument similar in content to this Acknowledgment.

Representatives of the Port have provided business organization with a copy of the Port’s Investment Policy. In connection with such Investment Policy, I hereby certify on behalf of the Investment Institution as follows:

- (1) that I have received and thoroughly reviewed the Investment Policy; and
- (2) that the business organization has implemented reasonable procedures and controls designed to preclude investment transactions that are not authorized by the Port’s investment policy from being conducted between the Port and the Investment Institution, except to the extent that this authorization is dependent on any analysis of the makeup of the Port’s entire portfolio or requires an interpretation of subjective investment standards.

EXECUTED THIS _____ DAY OF _____,

By: _____

Firm: _____

**PORT FREEPORT
PRACTICES AND PROCEDURES**

SUBJECT: INVESTMENT OF FUNDS

SECTION: 3.6

INVESTMENT OFFICIALS

The Chief Finance Officer and Controller are responsible for the Investment Program and compliance with the Investment Policy last amended by the Commission July 1, 2023.

The Chief Finance Officer and Controller have been designated as the Port's Investment Official responsible for investment transactions and in compliance with the Investment Policy last amended by the Commission July 1, 2023.

REPORTING/MONITORING

Monthly

A cash and investment summary report, investment maturity schedule, and a pledged securities report should be prepared monthly (or upon request) by the Accounting Manager and submitted to the Controller for review and investment instructions for upcoming maturities and available cash.

Monthly broker/dealer statements should be reconciled to the general ledger by the Accounting Manager and submitted to the Controller for review and approval.

Quarterly

An investment report by fund should be prepared quarterly and submitted by the investment officials in advance of the next regular scheduled Commission meeting following the quarter ended. The report format for each fund must:

- A. Summarize the investment position of the Port and state compliance of the investment portfolio as it relates to the Investment Strategy (Exhibit 3.6-1) and the relevant provisions of the Public Funds Investment Act.
- B. Be jointly prepared and signed by all investment officers.
- C. Contain a summary statement prepared in compliance with generally accepted accounting principles that states the:
 1. beginning and ending market value for the reporting period,
 2. additions and changes to the face value during the period,
 3. ending market value for the period, and
 4. fully accrued interest for the period.
- D. State the following for each separately invested asset:
 1. book value and market value at the end of the reporting period,
 2. maturity date, if applicable, and
 3. yield.

**PORT FREEPORT
PRACTICES AND PROCEDURES**

SUBJECT: INVESTMENT OF FUNDS

SECTION: 3.6

INVESTING

Quotations

The Controller or with instruction, the Accounting Manager, should consult with authorized broker/dealers and/or local banking institutions on rates and maturities available on investments of types allowed under the Investment Policy. It is encouraged that a minimum of two broker/dealers or local banking institutions be consulted.

Purchase

Upon determining which investment quoted best meets the objectives and Investment Strategy, the Controller should then instruct the broker/dealer or financial institution to purchase the investment. A repetitive wire transfer or check should then be initiated to fund the investment transaction. **Exception:** Purchases of securities through a broker/dealer with funds in the Port's money market account with a broker/dealer should be approved in advance of giving instructions to purchase the investment. For such transactions, an Electronic Transfer Authorization of Money Market Funds form (Exhibit 3.6-1) should be prepared and submitted to the Controller for approval.

POSTING

Investment transactions not funded with the issuance of a check should be posted to the general ledger by journal entry at month end using the transaction confirmation submitted to the Accounting Manager or the Controller.

INVESTMENT STRATEGY

Investment Objectives

Safety: The primary objective will be the preservation of capital in the overall portfolio. Each investment transaction shall seek first to ensure that capital losses are avoided. All securities will be purchased with the intent to hold them until maturity unless marketing conditions present an opportunity. Most will have maturities less than one year therefore limiting market risk.

Liquidity: The next objective will be to have sufficient funds available to meet the monthly port operating requirements and the cash flow requirements of the Port's port improvement projects when selecting eligible investments.

Yield: First considering the preservation of capital and liquidity needs, eligible investments providing the highest yield to the Port will be selected with the goal of regularly exceeding the average rate of return on three-month U.S. Treasury Bills or the average Federal Reserve Discount, whichever is higher, while maintaining diversity in the portfolio.

The quarterly investment report along with a schedule of maturing funds and cash available for investment shall be presented to the Finance Committee quarterly for review and discussion as to market conditions, portfolio allocation and reinvestment strategy.

(Corresponding Policy – Section 9.1)

**PORT FREEPORT
PRACTICES AND PROCEDURES**

SUBJECT: INVESTMENT OF FUNDS

SECTION: 3.6

ELECTRONIC TRANSFER AUTHORIZATION OF MONEY MARKET FUNDS

Date: _____

Account: _____

Broker/Bank: _____

Target Amount: _____

C.D. _____ Tbill/Note _____ Agency _____ Other _____

Length of Investment: _____ Rate: _____

Account: _____

Broker/Bank: _____

Target Amount: _____

C.D. _____ Tbill/Note _____ Agency _____ Other _____

Length of Investment: _____ Rate: _____

Account: _____

Broker/Bank: _____

Target Amount: _____

C.D. _____ Tbill/Note _____ Agency _____ Other _____

Length of Investment: _____ Rate: _____

Prepared By: _____ Authorization: _____



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MEMORANDUM

TO: Port Commissioners
Chief Executive Officer

FROM: Rob Lowe

DATE: June 20, 2024

SUBJECT: Policy Updates

This month there are six policies that staff has reviewed with the Personnel Committee and would recommend approving changes.

3.1 – Equal Employment Opportunity – expanded language acknowledging guidelines provided by the EEOC.

3.3 – Immigration Law Compliance – strengthened language regarding non-discrimination practices in line with the Immigration Reform and Control Act of 1986. Also made non substantive administrative changes.

3.5 – Outside Employment – added statement requiring Port Commission approval for the CEO to be employed in a second job outside of the port.

3.6 – Physical Examinations – deleted redundant section now covered in Policy 3.8.

3.8 – Drug Screening/Testing – recommendations reflecting the transition of this policy to establish pre-employment drug and health testing as well as background checks. Policy 8.1 was previously updated to capture drug screening activities of existing employees thus the redundant statements found in 3.8 are recommended to be deleted.

3.10 – Acceptance of Personal Gifts – eliminated individual amounts and raised aggregate amounts of gift receipt allowances to reflect current pricing of customary meals, entertainment, and gifts. Also included requirements that the Port Commission must approve exceptions for the CEO or individual Port Commissioners.

PORT COMMISSION

RAVI K. SINGHANIA, CHAIRMAN; ROB GIESECKE, VICE CHAIRMAN; BARBARA FRATILA, SECRETARY; KIM KINCANNON, ASST. SECRETARY;
DAN CROFT, COMMISSIONER; RUDY SANTOS, COMMISSIONER; PHYLLIS SAATHOFF, EXECUTIVE DIRECTOR/CEO

**PORT FREEPORT
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EMPLOYMENT

EQUAL EMPLOYMENT OPPORTUNITY

SECTION 3.1

This organization is an equal employment opportunity employer and [in accordance with EEOC guidelines](#) will not discriminate against any employee, ~~former employee~~, or applicant for employment on the basis of age, race, religion, color, ~~sex~~, gender, physical ~~condition~~, ~~development or mental~~ disability, ~~citizenship~~, national origin, ~~military or veteran status~~, or ~~in~~ any other ~~manner that violates characteristic protected by the~~ law. This ~~pertains to all aspects of employment, shall include~~ inge, but not ~~be limited to, the following:~~ recruitment, hiring, and employment, promotion, ~~demotion~~, transfer, compensation, ~~selection for~~ training including apprenticeship, layoff, ~~and termination, discipline, wages, salary administration, and benefits.~~

PORT FREEPORT POLICY MANUAL

EMPLOYMENT IMMIGRATION LAW COMPLIANCE

SECTION 3.3

This organization is committed to employing only United States citizens and foreign workers who are authorized to work in the United States. This organization does not unlawfully discriminate on the basis of citizenship or national origin.

~~and~~ In compliance ~~complies~~ with the Immigration Reform and Control Act of 1986.

~~As a condition of employment,~~ each new employee, ~~as a condition of employment,~~ must properly complete, ~~date, and sign all appropriate sections of the Department of Homeland Security, US Citizenship and Immigration Services Employment Eligibility Verification~~ Form I-9 ~~Employment Eligibility Verification,~~ and submit ~~required~~ documentary proof of ~~their tion~~ establishing identity and, ~~if applicable,~~ employment authorization prior to commencement of employment. To be considered for rehire, former employees must also complete ~~Form an~~ I-9 if that person has not ~~previously filed an I-9 with the organization, or if that person's previous completed an I-9 with Port Freeport is n~~ more than three years ~~old~~ the last three years or ~~is no longer valid if their previous I-9 is no longer retained or valid,~~ and submit ~~the required~~ documentary proof of ~~their identity and work eligibility.~~ Form I-9 requires that employees attest that they are authorized to work in the job for which they have been hired and that the documents submitted to establish this right are genuine.

PORT FREEPORT POLICY MANUAL

EMPLOYMENT

OUTSIDE EMPLOYMENT

SECTION 3.5

SECOND JOB AUTHORIZATION

In the event any employee desires to be employed in a second job outside of the Port, for whatever reason, the Executive Port Director/CEO must be informed and agree to such additional employment in writing. In the event that the Executive Director/CEO desires to be employed in a second job outside of the Port, for whatever reason, the Port Commission must be informed and agree to such additional employment through an approved agenda item. -Violation of this policy may result in termination of employment by the Port. Should such additional employment interfere with an employee's attendance or ability to complete requirements of their position at the Port, they will be notified and given the opportunity to resolve the conflict. If not resolved within a reasonable amount of time, employment by the Port may be terminated.

PORT FREEPORT POLICY MANUAL

EMPLOYMENT PHYSICAL EXAMINATIONS

SECTION 3.6

~~NEW EMPLOYEES~~

~~Prior to commencing work, each future new employee shall provide the Executive Port Director/CEO or their designee with a certificate issued by a medical doctor, certifying as to such employee's physical ability to perform the duties for which such employee is employed.~~

~~CERTIFICATION AFTER ACCIDENTAL INJURY~~

~~An employee who is absent from his employment by reason of accidental injury resulting in disability shall provide the Executive Port Director/CEO or their designee with a certificate issued by a medical doctor, certifying as to such employee's physical ability to perform the duties for which such employee is employed.~~

~~DESIGNATION OF MEDICAL CLINIC~~

~~The Port will designate the facility to conduct such physical examinations and provide the certifications as required.~~

PORT FREEPORT POLICY MANUAL

EMPLOYMENT

DRUG-PRE-EMPLOYMENT SCREENING/TESTING

SECTION 3.8

PURPOSE

It is the intention of the Port to help provide a safe and drug-free work environment for our clients and our employees.

VACANCY ANNOUNCEMENTS

Every vacancy announcement for positions designated for applicant testing shall state:

"Any applicant tentatively selected for this position will be required to submit to testing to screen for illegal drug use prior to employment."

In addition, each applicant will be notified that employment in the position will be contingent upon ~~a negative~~the results of the drug test as well as a physical examination and background check~~result~~. Failure of the vacancy announcement to contain this statement notice will not preclude applicant testing if advance written notice is provided to applicants in some other manner.

PRE-EMPLOYMENT SCREENING/TESTING

To maintain the high professional standards of the Port's work force and provide a safer work environment, it is imperative that individuals who use illegal drugs or prohibited substances as outlined in SECTION 3-78.1 be screened out during the initial employment process before they are placed on the employment rolls of the Port. For these reasons, drug testing shall be required for all applicants. Refusal to give written consent for a drug screening test will disqualify the candidate from consideration for employment. The port may choose any form of drug testing, including but not limited to urinalysis, hair follicle and saliva.

Physical examinations and background checks also provide relevant information to the Port in regard to an applicant's ability to meet the needs of the job being pursued and the overall standards of the Port. All applicants shall be required to participate in a physical examination and subject to a background check by providers chosen by the Port.

Positive Screening/Testing Result - The Port will decline to extend a final offer of employment to any applicant with a verified positive test result, and such applicant will not be considered for employment by the Port for a period of one year. At the applicant's request and Port's option, a second test may be ordered for verification purposes. ~~The Personnel Officer working on the applicant's file shall be directed to object to the applicant on the basis of failure to pass the physical, a lack of personal characteristics necessary to relate to public employment or failure to support the goals of the Port.~~ The Port shall inform such applicant that a confirmed presence of an illegal drug in the applicant's ~~urine system~~ precludes the Port from hiring the applicant.

PORT FREEPORT POLICY MANUAL

EMPLOYMENT

ACCEPTANCE OF PERSONAL GIFTS

SECTION 3.10

PURPOSE OF POLICY

To establish ethical practices which will enable Port Freeport employees to avoid any conflict of interest in their business dealings. This policy statement serves as a general guide and should not be construed as superseding any Port Freeport policy that establishes stricter guidelines.

While in the performance of work-related functions, employees may be presented with offers of gifts or other gratuities from entities either having an active business relationship with Port Freeport or proposing such a relationship. In order to maintain Port Freeport's integrity and credibility, employees must avoid improprieties as well as any appearance of such improprieties and act in a manner that is fair and impartial.

PERSONAL GIFTS DEFINED:

(1) Gifts and Entertainment:

- In general gifts and entertainment should be discouraged in the course of business operations at the Port. Gifts or entertainment of de minimums values, which do not impair the employee's [or Port Commission's](#) impartiality, may be accepted. Gifts are generally considered to be items of tangible personal property such as pens, clocks, office decorations etc. Entertainment generally consists of meals or other social outings where the business associate is present.
- In general the following limits will be applied to de minimums gift and entertainment on an annual aggregate level by party/entity. Gifts acceptable under this provision should not exceed an [individual value of \\$25 or an](#) aggregate value of ~~\$50~~[100](#). Entertainment acceptable under this provision should not exceed an ~~individual value of \$50 or~~ an aggregate value of \$100. Exception to these limits will be made for employees traveling outside the United States or otherwise to areas within the US that are subject to substantially higher costs of living. Items outlined above do not require reporting to the Executive Port Director/CEO or their designee. Gift or entertainment offers, which exceed the above limits but are still not considered excessive may be accepted but only upon prior written approval of the Executive Port Director/CEO or their designee. [Gift or entertainment offers presented to the Executive Director/CEO, which exceed the above limits but are still not considered excessive may be accepted but only upon prior written approval of the Chairman of the Port Commission. Gift or entertainment offers presented to individual Port Commissioners, which exceed the above limits but are still not considered excessive may be accepted but only upon approval of the Port Commission.](#) Items accepted under these terms must be reported to the Finance department for tracking purposes.

**PORT FREEPORT
POLICY MANUAL**

EMPLOYMENT

ACCEPTANCE OF PERSONAL GIFTS

SECTION 3.10

- Gifts and entertainment, which are excessive, substantial or otherwise create or could reasonably be construed as creating a conflict of interest, should not be accepted. In the event such a gift is tendered without the employee's [or Port Commissioner's](#) knowledge providing no opportunity to decline, or to decline would jeopardize an important customer relationship, the gift will become property of the Port subject to the provisions of policy 3.4. Similarly, substantial entertainment offers, which are of a nature that cannot be refused should be reported as outlined above.
- Offers of cash or cash equivalent gifts are to be **refused** regardless of the amount in question and reported immediately to the Executive Port Director/CEO or their designee.

(2) Favors:

Favors by their very nature convey an appearance of impropriety and should be **refused in all circumstances**. However, if a favor cannot be reasonably refused, it must be reported to the Executive Port Director/CEO or their designee and the Finance Department.

Finance Department Reporting:

The Finance department will prepare a summary of all reported items under this policy. This report will be presented to the Executive Port Director/CEO for review on an [annual](#) basis. The Executive Port Director/CEO will address any items of concern with individual department heads.

Failure to adhere:

Failure to adhere to any provision contained in this policy will subject the employee to disciplinary proceedings up to and including dismissal. Minimum disciplinary proceedings will include a written reprimand, which will be placed in the employee's personnel file.

PORT FREEPORT POLICY MANUAL

EMPLOYMENT

DRUG-PRE-EMPLOYMENT SCREENING/TESTING

SECTION 3.8

The Port will decline to extend a final offer of employment to any applicant who does not pass a physical examination or who has background information not in line with the Port's current employee standards.

FOR CAUSE SCREENING and RANDOM TESTING

The Port may ask an employee to submit to a drug test randomly and at any time it feels that the employee may be under the influence of drugs or prohibited substances, including, but not limited to, the following circumstances: evidence of drugs or prohibited substances on or about the employee's person or in the employee's vicinity, unusual conduct on the employee's part that suggests impairment or influence of drugs or prohibited substances, negative performance patterns, or excessive and unexplained absenteeism or tardiness.

Positive Test Results—Upon testing positive for either illegal drugs or prohibited substances the employee will be required to submit to a second test for verification purposes. Positive results from the second testing will result in termination of employment.

CERTIFICATION AFTER ACCIDENTAL INJURY

In order for an employee who is absent from his employment by reason of accidental injury resulting in disability to be reinstated, the employee shall provide the Executive Port Director/CEO or their designee with a signed release issued by a medical doctor, certifying the employee's physical ability to perform the duties for which such employee is employed. In combination with this certification the individual must submit to a drug screening test. Refusal to consent for a drug screening test will result in termination of employment.

DESIGNATION OF MEDICAL CLINIC

The Port will designate the facility to conduct such tests and provide the certifications as required above.