

Minutes of Meeting February 27, 2018

A Special Meeting of the Port Commission of Port Freeport was held February 27, 2018 beginning at 4:44 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

Commissioners present:

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

Staff Members Present:

Mr. Jason Cordoba, Legal Counsel
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Al Durel, Director of Operations
Ms. Mary Campus, Controller
Mr. John Mannion, Chief Financial Officer
Ms. Missy Bevers, Executive Assistant
Mr. Brandon Robertson, Network Systems Manager
Ms. Lauren McCormick, Public Affairs Manager

Absent:

Mr. Ravi Singhania, Commissioner

Also, present:

Mr. Peter Nemeth, Crain, Caton & James
Captain Billy J. Burns, Brazos Pilots Association
Captain Daniel Blanton, Brazos Pilots Association
Captain Matthew Krohn, Brazos Pilots Association
Mr. Bobby Fuller, Texas Port Ministry

1. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
2. Receive report from Executive Director/CEO and/or Port staff on activities and matters related to administrative affairs. Port tenant updates, USCOE, rail issues, AAPA Committees, leases, contracts, upcoming Port and civic events and other related administrative affairs.

Ms. Saathoff reported that Dole Fresh Fruit's Barry Jung, Vice President U.S. Operations and Cynthia Nunes, Vice President/General Manager visited the Port earlier in the week and discussed the extension of their contract with the Port. Dole relayed they are excited to continue their presence here and optimistic about increasing their business through the Port. There is an item on the agenda later to address the contract. Staff is updating the calendar with all upcoming events for the next few months. Ms. Bevers will attached the calendars to

the weekly update she sends out each Friday. Ms. Saathoff noted that Jason Hull is attending the Winter Forum with the Corps in Galveston today and Jason Miura is attending a conference in Phoenix working on business opportunities for the Port. Ms. Saathoff also asked the Board to consider moving the March 22 meeting to either March 15 or March 29. Commissioner Pirtle has a conflict the 22nd and Commissioner Singhania and Ms. Saathoff will be attending the Spring Conference in Washington, DC and are also unable to attend the meeting. After discussing alternate dates and availability, the Board agreed to move the meeting to March 26 at 3:00 p.m.

3. 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 and discussion regarding Special District Local Laws Code Title 5 Transportation, Subtitle A Navigation District and Port Authorities, Chapter 5002 Subchapter A.
 - B. Under authority of Section 551.071 (Consultation with Attorney) and Section 551.072 (Deliberation of Real Property Matters) for discussion regarding:
 1. Consultation with attorney and discussion concerning request by Gulf Stream Marine, Inc. for Consent to Transfer under Lease Agreement dated September 1, 2017.
 2. Consultation with attorney and discussion regarding a Lease Agreement between Port Freeport and Dole Fresh Fruit Company.
 - C. Under authority of Section 551.071 (Consultation with Attorney) and Section 551.072 (Deliberation of Real Property Matters) for discussion regarding:
 1. The potential exchange, lease, or value of real property located at Port Freeport, including but not limited to Parcels 7, 8, 10, 26, and 37.
 2. Discussion regarding the potential exchange, lease or value of real property located in Freeport, Texas, including but not limited to the area known as the East End of Freeport and bordered by the following streets: FM 1495; East 2nd Street; Terminal Street and East 8th Street in Freeport, Texas.
 3. 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 and 7.
 4. The potential exchange, lease, or value of real property located at Port Freeport, including but not limited to Parcels 4, 5, 6, 9, 14, 19, 27, 31, 34, and 38.
 - D. Under authority of Section 551.071 (Consultation with Attorney) and Section 551.072 (Deliberation of Real Property Matters) for discussion regarding:
 1. Deliberation regarding the appointment, employment, evaluation, reassignment, duties of a public officer or employee: Executive Director/CEO.

4. RECONVENE OPEN SESSION to review and consider the following:
5. Consideration of request by Gulf Stream Marine, Inc for Consent to Transfer under Lease Agreement dated September 1, 2017, and possible approval of same.

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

6. Consideration of Lease Agreement with Dole Fresh Fruit Company and possible adoption of Resolution approving same.

A motion was made by Commissioner Hoss to approve the resolution as presented by staff and adopt the lease agreement with the stipulation that said approval will allow the Chairman or the CEO to execute the document when it is returned from Dole. The motion was seconded by Commissioner Pirtle with all Commissioners present voting in favor of the motion.

7. Discuss and consider granting authority to Executive Director/CEO Phyllis Saathoff to execute any and all documents necessary and required by Stewart Title to close the transactions on the following properties:

502 E. 2nd Street, Freeport, TX (East End Property) and 612 Avenue G, Freeport, TX (Avenue G Property)

Mr. Mannion stated this is an East End SWAP property that is ready to close. All documents have been reviewed by legal counsel and it is staff's recommendation the Board authorize the CEO to proceed with transactions associated with closing.

A motion was made by Commissioner Hoss to proceed with closing. The motion was seconded by Commissioner Santos with all Commissioners present voting in favor of the motion.

8. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:36 p.m.