



REQUEST FOR PROPOSAL
FOR
MARKET STUDY
RFP NO. 24-TDMKSTDY
Issuance Date
January 26, 2024

Deadline for Submission of Questions/Requests for Clarification:

Submit all questions and requests for clarification in writing to:

marketing@portfreeport.com

no later than 4:00 p.m. on March 08, 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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**SECTION 1
REQUEST FOR PROPOSAL
MARKET STUDY**

Port Freeport is seeking proposals from qualified firms who are interested to perform a Market Study that will complement ongoing port planning, the resulting infrastructure development and the business development and sales and marketing activities at the port.

Firms interested in performing the Market Study may obtain a copy of this RFP and supplemental information at Port Freeport's website www.portfreeport.com.

In order to be considered, five (5) copies of a proposal for the Market Study be received by the Port Freeport no later than 4:00 p.m. March 22, 2024, addressed to:

Port Freeport
Phyllis Saathoff
Executive Director/CEO
1100 Cherry St.
Freeport, TX 77541
USA

Port Freeport requests that proposals also be submitted electronically as an attachment to marketing@portfreeport.com. Proposals shall not be faxed to Port Freeport. Port Freeport reserves the right to reject any or all proposals received.

Interested Firms must not attempt to contact Staff members, Port Commissioners, or Agents of, or Advisors to, Port Freeport associated with this RFP to discuss or ask questions about the content of the request or their submission. Any questions should be submitted in writing to marketing@portfreeport.com. ***Any such contact may result in the disqualification of the Proposer.***

BY THE AUTHORITY OF THE PORT COMMISSION OF PORT FREPORT

By: _____
Phyllis Saathoff, CPA, PPM®
Executive Director/CEO

End of Section

SECTION 2 INTRODUCTION AND FRAMEWORK FOR MARKET STUDY

2.01 Introduction

Port Freeport was enacted by the voters in 1925, and then was created by the legislature of the State of Texas in 1927. Port Freeport is a Navigation District and is the local sponsor for the Freeport Harbor Channel and partners with the United States Army Corps of Engineers to ensure that channel remains safe, navigable, and suitable for maritime commerce. In 2022, Port Freeport was ranked 17th largest port in the U.S. by measure of foreign waterborne tonnage. Port Freeport ranks the 6th largest port in the State of Texas by the same measure.

Port Freeport has seen exponential growth over the past decade. Large investments in marine and landside infrastructure have attracted new customers and garnered long-term revenue streams for the port. Port Freeport remains focused on achieving its strategic objectives set forth by the Port Freeport Commission as follows:

1. The deepening and partial widening of the Freeport Harbor Channel.
2. The expansion of Port Freeport's Velasco Container Terminal and cargo handling facilities.
3. The development of rail-served warehousing, processing and distribution facilities.
4. To support the development of an efficient transportation corridor from Freeport to the Texas hinterland and the heartland of the United States

In 2022, Volkswagen Group of America, INC. ("VW") announced that Port Freeport would be their new U.S. Gulf Coast Hub for future operations ([link to press release](#)).

In 2023, Port Freeport completed construction of Berth 8, a 927-foot berth extension plus an 85-foot RORO platform at Velasco Container Terminal. Port Freeport also completed construction on Phase 2 of the Parcel 14 – Rail Development Project, which added 4 ladder tracks to the existing 3 tracks on Parcel 14 for a total of 7 ladder tracks averaging 5,500 linear feet each.

Del Monte Fresh Produce entered a Lease Agreement with Port Freeport in 2023 ([link to press release](#)) in 2023, and Del Monte will retrofit portions of the container terminal with 688 refrigerated container (“reefer”) plugs to receive containers of green fruit (bananas, pineapples, melons and others) from Central America.

In 2023, Port Freeport also entered a Lease Agreement with Freeport Warehouse Development LLC., a subsidiary of North American Stevedore Holding Company in 2023, for the development of an 80,000 square foot Chilled Cross-dock Facility for transloading containers of produce to over-the-road trucks. Construction on the facility started late 2023 and is slated to complete in Q4 2024.

Port Freeport also placed an order for two Neo-Panamax Ship-to-Shore Gantry Cranes with ZPMC in 2023 for delivery and installation at Velasco Container Terminal in Q4 2025.

Port Freeport has been awarded over \$22MM in grant funding from Texas Department of Transportation for infrastructure improvement projects that are located inside and outside of Port Freeport’s main terminal. Those projects include:

1. Rider 37

a. \$6.2M – Velasco Terminal Access Project

- i. Construct a truck queuing area in the Expansion Area
- ii. Widen and repave roads for commercial traffic in the Expansion Area
- iii. Construct a new gate access for Velasco Container Terminal.

2. Seaport Connectivity Program

- a. \$3.8M - East 5th Street Reconstruction Project
- b. \$1.0M - Gate 4 Access Road Widening Project

3. Maritime Infrastructure Program

- a. \$11.6M – Velasco Terminal Area 5
 - i. Concrete pave 15 acres on Velasco Container Terminal.

Port Freeport recently completed the acquisition of approximately 100 acres of environmentally mitigated, immediately developable property adjacent to Velasco Container Terminal. This property,

referred as the “Expansion Area”, will serve the future expansion efforts of the port, support maritime activity and the storage and distribution of foreign waterborne commerce.

2.02 Framework for the Market Study. Port Freeport staff have prepared the following framework to serve as a guide to proposers to understanding the port’s desire for a Market Study. Proposers should consider this framework and develop a proposed Scope of Work to achieve the base deliverables being requested.

Port Freeport’s public facilities are multi-purpose and receive a diversified range of cargo types including containers (refrigerated and dry), roll-on/roll-off (“RORO”) cargo, breakbulk and project cargoes, and dry bulk commodities. Market opportunities change frequently and are influenced by:

1. A rapidly growing Texas market
2. Market competition
3. Evolving e-commerce and changes in consumer purchasing preferences
4. Federal regulations on various modes of transportation
5. Deeper channel depths required for larger ocean-going vessels
6. Supply chain pressures and labor disruptions on the U.S. west coast and in Mexico
7. The need for multiple Texas deepwater port options for weather events and/or channel closures
8. Water levels in the Panama Canal and Mississippi River

To complement the ongoing port planning and resulting infrastructure development, Port Freeport should analyze actual market opportunities, develop a market forecast and define a feasible market capture strategy to:

1. Align the Port Freeport Commission and Staff on actual cargo opportunities to develop projections for cargo, vessel and revenue growth.
2. Identified the primary factors affecting the key commodity markets and/or cargo segments served and pursued by Port Freeport.
3. Identify the potential cargo activities that could occur at Port Freeport and determine the amount and type of facilities that would be needed if the Port decided to participate in those markets in the

short, medium and long-term planning horizons.

4. Identify specific targets/accounts and commodity/cargo segments to guide the port's strategic initiatives for growth and determine a plan of action needed to meet and serve those needs of the identified opportunities.
5. Hone the focus of the business development plan and sales and marketing activities specifically to the actual cargo opportunities and defined targeted accounts.

The Market Study should determine:

1. Actual market opportunities and targeted Shippers and/or Beneficial Cargo Owners based on End-to-end Logistics and Supply Chains costs and need for Port Freeport's available land or infrastructure.
 - a. Review and identify regional, national and global shippers that could use Port Freeport for imports and/or exports to attract additional carriers to utilize Port Freeport's infrastructure and land while considering the timing and effects of planned and/or potential improvements and the forecasted growth of various cargo segments.
2. Identify unfeasible cargo segments over 5 and 10-year periods due to factors including existing and forecasted market conditions, geographical location of Port Freeport in relation to inland manufacturing, distribution and logistics centers, available ocean carrier options, motor carrier availability, etc.
3. Document current marine, rail, and trucking infrastructure and services and develop overall strategy to attract and retain the market opportunities including improvements in required Port infrastructure considering:
 - a. Vessel service
 - b. Truck access and circulation
 - c. Rail access and service
 - d. Connections to Warehouse/Distribution and Processing
4. Identify tenants for industrial properties in support of long-term development goals and in line with the Port's mission.

5. Prepare Cargo Forecasts
 - a. Three scenarios: pessimistic outlook; baseline outlook; and increased supply chain advantages outlook (“upside” scenario)
 - i. Pessimistic = Decrease in Port Freeport customer base
 - ii. Base Line = No change to Port Freeport customer base
 - iii. Upside = Increase in Port Freeport customer base
 - b. Five and Ten-year forecasts for:
 - i. Container (dry and reefer) – Primary Focus
 - ii. OEM/RORO – Primary Focus
 - iii. Break Bulk and Project Cargo – Secondary Focus
 - iv. Liquid Bulk – Secondary Focus
6. Document historic and current commodity flows
7. Document current marine, rail, and trucking infrastructure and services

End of Section

**SECTION 3
TIMELINE FOR AWARDING CONTRACT
(All times below are Central Time Zone)**

Due Date

Process Milestone

- January 26, 2024 Request for Proposal is Issued
- February 23, 2024 at 4:00 p.m. Deadline to Submit Letter of Intent to Propose
- March 08, 2024 at 4:00 p.m. Deadline to Submit Questions
- March 22, 2024 at 4:00 p.m. Deadline for Delivery of Proposal

Expected Date

Process Milestone

- April 05, 2024 Internal Review of Submitted Proposals Completed
- April 25, 2024 or earlier Recommendation of Selected Firm to Port Freeport Commission

End of Section

SECTION 4 INSTRUCTIONS TO PROPOSERS

4.01 Examination of RFP Documents

By submitting a response, the Proposer represents that the Proposer has examined the RFP and any applicable Addenda, and that the Proposer has become familiar with the work required, and that the responding Proposer is capable of performing quality work to successfully achieve the objectives of the Port Freeport.

4.02 Questions, and/or Inquiries and Port Freeport Contact Restrictions

Questions and/or inquiries regarding this RFP shall be submitted to marketing@portfreeport.com and will be responded to from the same email account. Port Freeport's responses to all questions/inquiries shall be available to all registered Proposers and shall be distributed to all registered Proposers as questions/inquiries are responded to. Proposers may only rely upon written information provided by Port Freeport to questions or inquiries. Proposers may not rely upon, nor is the Port Freeport responsible for, any oral information or instructions provided in reference to the RFP.

Proposers must not attempt to contact Port Freeport Commissioners, staff members, agents of, or advisors to Port Freeport associated with this RFP to discuss or ask questions about the contents of the request or their submission. Any questions should be submitted in writing to marketing@portfreeport.com only. Any such contact may result in the disqualification of the Proposer. To the extent that a Proposer relies upon information obtained from third parties and/or outside of the formal process described above, they do so at their own risk.

4.03 Addenda

If any inquiries or questions, in the opinion of the Port Freeport, warrant a modification to this RFP, a written addendum will be prepared and posted as described below and may not result in a direct response to an inquiry or question. Any written addendum issued pertaining to this RFP shall be incorporated into the terms and conditions of any resulting Contract.

In addition, the Port Freeport may make changes, additions, or deletions to the requirements in this RFP prior to the submittal date. Any modification will be made by written addendum. Each addendum to this RFP will be shared with any registered proposers to the email address requested by the Proposer in the Proposer's submitted Letter of Intent to Propose.

Port Freeport will not be bound to any modification or deviations from the requirements set forth in this RFP as the result of oral instructions. Proposers submitting a Proposal shall acknowledge receipt of

addenda in their submittal. Failure to acknowledge receipt of all addenda may cause a Proposal to be deemed non-responsive. Proposers will be solely responsible for ensuring that all addenda have been received, acknowledged, and incorporated into the submitted Proposal.

4.04 Submission of Proposals

- A. Date and Time.** Proposal shall be submitted on or before 4:00 p.m. CST on March 22, 2024. Proposals received after the above-specified date and time will be returned to Proposer unopened.
- B. Address.** Proposals shall be delivered in person or by courier service and Proposer shall submit five (5) printed copies of the Proposal in a sealed package, bearing the Proposer’s name and address and clearly marked as follows:

“PROPOSAL FOR PORT FREEPORT MARKET STUDY”

addressed to Port Freeport’s Executive Director and CEO at the following address:

Port Freeport
Attn: Phyllis Saathoff, Executive Director and CEO, 1100 Cherry St.,
Freeport, TX 77541

Failing to submit printed copies will result in disqualification.

- C. Submittal Quantity and Identification of Proposals.** Port Freeport request Proposers to upload a single electronic file of the complete Proposal package to marketing@portfreeport.com in advance of the submittal deadline. The electronic file should not be password protected unless information is included providing information to access the file. The electronic copy should clearly identify the Proposer in the file name as follows:

“COMPANY NAME – PROPOSAL FOR MARKET STUDY.pdf”

It is the Proposer’s sole responsibility to ensure that the Proposal is delivered in the manner addressed in this RFP by the due date and time. Port Freeport has the right to reject any Proposals not properly delivered and will not be responsible for any electronic files submitted that do not transmit or experience issues when accessed or downloaded.

Failing to submit an electronic copy will not result in disqualification.

- D. Instructions to Submit Proposal Electronically.** Electronic Proposal submission shall be a single file in “pdf” format.

E. Acceptance of Proposal

1. Port Freeport reserves the right to accept or reject any or all proposals, waive any informalities or irregularities in the proposals, request additional information or revisions to the proposals, and to negotiate with any or all Proposers.
2. Port Freeport reserves the right to withdraw this RFP at any time without prior notice and Port Freeport makes no representations that any contract will be awarded to any Proposer responding to this RFP.
3. Port Freeport reserves the right to alter the process schedule at any time.
4. Port Freeport reserves the right to issue a new RFP for any or all services listed herein.
5. Proposals submitted are not to be copyrighted.
6. Port Freeport reserves the right to require confirmation of information furnished by any Proposer and/or request any Proposer to provide additional evidence of qualifications to successfully perform the work.

4.05 Confidential Status and Disclosure of Proposal Contents

As a political subdivision of the State of Texas, Port Freeport is subject to the Texas Public Information Act (“the Act”), Chapter 552 of the Texas Government Code, and has no authority to enter into a confidentiality agreement in contravention of the Act in response to any public information requests under the Act that are submitted during the RFP process. Port Freeport shall deem and argue to the State Attorney General that all Proposals submitted in response to the RFP are confidential under the Act; however, once the RFP process has concluded, this exception will no longer apply.

Proposers should be aware that the Texas Attorney General may determine that full or partial disclosure is required for information deemed to be confidential or proprietary by a Proposer. It is the sole obligation of the Proposer to advocate for the confidential or proprietary nature of any information provided in or along with its Proposal. Port Freeport shall not advocate for the confidentiality of the Proposers’ information to the Texas Attorney General or to any other person or entity. Port Freeport shall, pursuant to the Act, make a good faith effort to notify the Proposer, upon receipt of any public information request involving a submitted Proposal after the conclusion of the RFP process.

For any such request, the Proposer will be responsible for submitting written justification to the State Attorney General detailing why particular information should be withheld, such as the exception

applicable to certain commercial information. In order to ensure its ability to claim exemption from the release of information contained in a submitted Proposal, the Proposer should clearly designate within its Proposal and accompanying materials any information that it believes to be exempt from disclosure and provide legal justification for each instance. Information that is considered should be easily separable from the remainder of the RFP. Marking the whole Proposal “Confidential” is not acceptable.

By submitting a Proposal, the Proposer acknowledges its understanding and agreement that Port Freeport shall have no liability to the Proposer or any other person or entity for any disclosure of information made in accordance with the Act.

Further, publicity or news releases pertaining to the RFP, responses to this RFP, or discussions of any kind related to the RFP, or response documents may not be released without prior written approval of Port Freeport. This section applies regardless of whether or not a contract is awarded as a result of this RFP.

4.06 Pre-Contractual Expenses

Port Freeport shall not, in any event, be liable for any pre-contractual expense incurred by Proposer in the preparation of the proposal. Pre-contractual expenses are defined as expenses incurred by Proposer in:

- A.** Preparing its proposal in response to this RFP.
- B.** Submitting its proposal to Port Freeport
- C.** Negotiating with Port Freeport on any matter related to its proposal.
- D.** Travel expenses resulting from potential interviews for shortlisted candidates.
- E.** Any other expenses incurred by Proposer prior to the date of award of an agreement resulting from this RFP.

4.07 Conflict of Interest

The Proposer is required to complete the Conflict-of-Interest Form attached as Exhibit C and submit it within the Proposal (on Proposer’s Letterhead).

4.08 Texas Ethics Commission Rules

The successful Proposer will be required to comply with the provisions of Section 2252.908 of the Texas Government Code and Chapter 46 of the Texas Ethics Commission Rules by preparing and submitting

Texas Form 1295, “Certificate of Interested Parties” and submitting the signed form to Port Freeport at the time the contract is executed for any agreement that requires Approval of the Port Commission. The successful Proposer will be required to submit the Texas Form 1295 using Port Freeport provided project number and description in Box 3 on the form.

Information on Form 1295 and associated code and rules can be found at: <https://www.ethics.state.tx.us>

4.09 Agreement

It is anticipated that the Agreement resulting from this solicitation, if awarded, will be a Professional Services Agreement between Port Freeport and the selected Proposer.

End of Section

SECTION 5 PROPOSAL CONTENT

5.01 Proposal Content Submittals

Respondents are asked to furnish the Port Freeport with five (5) bound copies of its proposal along with an uploaded electronic version of said proposal and all addenda.

Proposals shall be typed and submitted on 8 ½ inch by 11-inch size paper, using a single method of fastening. Elaborate promotional material is not requested and should not be included. Lengthy narrative is discouraged, and proposals should be brief, clear and concise. **Submittals shall be limited to 35 total pages, excluding resumes, exhibits, appendices and copies of existing documents or forms.**

To expedite proposal evaluation and to assure that each proposal receives the same orderly review, all proposals must follow the format described in this section. Proposals shall include a Table of Contents and all sections and pages appropriately numbered. Proposals shall contain all elements of information requested without exception. Instructions regarding the required scope and content of the proposal are given in this section. Port Freeport reserves the right to include any part of the selected proposal response in the final contract.

Within the Proposal, please include the following information that is preceded by a Table of Contents which specifies page numbers:

- A. Letter of Transmittal.** A Letter of Transmittal shall be addressed to Phyllis Saathoff, Executive Director and CEO, and must, at a minimum, contain the following information:
1. Identification of Proposer who will have contractual responsibility with the Port Freeport. Identification shall include the legal name of company, its corporate address, its telephone number and the email address of the Proposer's contact person;
 2. Proposed working relationship between Proposer and any subcontractor(s), if applicable;
 3. Acknowledgment of receipt of all addenda, if any;
 4. A statement to the effect that the proposal shall remain valid for a period of not less than 90 days from the date of submittal;
 5. Signature of the official authorized to bind Proposer to the terms of the proposal;
 6. Signed statement attesting that all information submitted with the proposal is true and correct.

7. Letter of Transmittal shall not exceed two (2) pages in length.

B. Introduction and Executive Summary. An Executive Summary should be prepared describing the major facts or features of the proposal, the attributes of the Proposal that set it apart from all others and any conclusions, assumptions, and generalized recommendations the Proposer desires to make. Proposers are requested to make every effort to limit the length of the Executive Summary to a maximum of two (2) pages.

C. Company Profile. Provide the information listed below relative to the Proposer's firm. If the Proposer chooses to subcontract some of the proposed work to another firm(s), similar information must be provided for each subcontractor. Proposers are requested to limit the length of each Company Profile to one (1) page per firm.

1. Name of firm and business address, including telephone number(s).
2. Year established (include former firm names and year established, if applicable).
3. Type of ownership and parent company, if any.
4. Entity that will perform the Market Study and where that fits within the overall corporate structure, if applicable.
5. Proposal Manager's name, address, telephone, e-mail, if different from firm listed in (1).

D. Description of Proposer. This section of the Proposal shall establish the operating "bona fides" of the Proposer to perform the services required by citing experience in performing work of a similar nature; proven competence in the services to be provided; strength and stability of the firm; staffing capability; proven success record of providing similar services on other projects and supportive client references.

1. Proposers are requested to address the following specifically and succinctly:

- a. Management team's experience including the team who would manage the project.
- b. History of work performed for Port Freeport, if any.
- c. Experience of Market Study work performed for Domestic (U.S.) Port Authorities, International Port Authorities, and Inland Ports.

- d. Experience of Master Planning work perform for any seaport Authority.
- e. Experience working with Global Ocean Carriers, International Shippers, E-Commerce Retailers, Motor Carriers, Class 1's or Short Line Railroads, etc.
- f. Testimonials and/or references from clients evidencing partnership and quality of work product.
- g. Excerpts from performed Market Studies, Economic Impact Statements, Market Forecasting and Research to demonstrate the ability to communicate the results of the Market Study not only with written text but also through charts, graphs and infographics.

E. Proposers Plan and Scope of Work for the Market Study. This section of the Proposal should describe how the Proposer would approach and what methods would be employed to perform the market study.

1. Proposers are requested to address the following specifically and succinctly:

- a. Provide a timeline from execution of a Professional Service Agreement through the delivery of a final report.
 - i. Timeline should consider interviews with port staff, tenants, carriers, port shippers, etc. and revisions of draft report in collaboration with port staff.
- b. Describe the methodology, plan of action and the recommended Scope of Work to complete the Market Study.
- c. Identify any intended collaboration with 3rd parties or subcontractors.
- d. Describe any proprietary or 3rd party statistic, analytic or algorithmic models to be employed.
- e. Describe any data sets to be acquired and the need for their requirement(s).

F. Proposers Fee.

1. Proposers are requested to address the following specifically and succinctly:

- a. Lump sum Fee to perform Market Study based on the elements outlined in the Market Study Framework and the recommended Scope of Work by Proposer.

G. Proposer's Professional Service Agreement. Proposer should include its standard template for a Professional Service Agreement.

- H. Conflicts.** Port Freeport is interested in understanding any potential conflicts of interest if the Proposer is awarded the opportunity to perform the Market Study. Proposers should describe how work performed any entity could be perceived as a conflict in any way and describe how will a conflict or the appearance of a conflict be handled if either were to arise.
- I. Appendices.** Information considered by the Proposer to be pertinent to this RFP and which has not been specifically solicited in any of the foregoing sections may be placed in a separate appendix section. Proposers are cautioned, however, that this does not constitute an invitation to submit large amounts of extraneous materials. Appendices must be relevant and brief.
- J. Exceptions and Deviations.** State any exceptions or deviations from the requirements of this RFP. Where the Proposer wishes to propose alternative approaches to meeting the Port Freeport's requirements, these shall be thoroughly explained.

End of Section

SECTION 6 EVALUATION AND AWARD

6.01 Evaluation Criteria

Proposals shall be evaluated by the Port Freeport’s evaluation team and shall be based upon the responses in Section 5 and weighted as listed in this section. Although some of the criteria may be given more weight than others, each Proposer is expected to provide Port Freeport with a comprehensive proposal that allows Port Freeport to do a complete evaluation against the criteria.

- A. Description of the Proposer (Weight: 30)** – Responses by the Proposer to Section 5.01D.
- B. Proposers Plan for and Scope of Work for the Market Study (Weight: 30)** – Responses by the Proposer to Section 5.01E.
- C. Proposers Fee (Weight: 40)** – Responses by the Proposer to Section 5.01F.

6.02 Evaluation Procedure

An Evaluation Committee will be appointed by the Port Commission to review all proposals. The Evaluation Committee will be comprised of Port Freeport Staff. The Evaluation Committee members will review and evaluate the proposals based on the evaluation criteria outlined herein. The Evaluation Committee will recommend to the Port Commission the Proposer whose is most qualified and whose proposal is deemed to be most advantageous to Port Freeport.

6.03 Interviews and Short Listing

Port Freeport reserves the right to conduct interviews or to proceed with the evaluation process without conducting interviews. The purpose of interviews, if conducted, would be to allow Proposers the opportunity to clarify and expand upon aspects of their proposal. Interviews also present an opportunity to evaluate key personnel and discuss and clarify written proposals. Proposer(s) (either all or a short list) may be subsequently re-interviewed for final evaluation.

Port Freeport reserves the right to interview only a short list of Proposers or to shortlist proposals without conducting interviews. If Port Freeport elects to establish a short list among the proposers, Port Freeport reserves the right for the Evaluation Committee to determine the number of short-listed proposers during the evaluation process.

Proposers who submit a proposal in response to this RFP shall be notified (by email) of the selection for shortlist and invitation (if any) to interview with Port Freeport Evaluation Committee.

6.04 Selection and Negotiation

Port Freeport may negotiate contract terms with the selected Proposer prior to award, and expressly reserves the right to negotiate with several Proposers simultaneously. However, since the selection and award may be made without discussion or interview with any Proposer, the proposal submitted should contain the Proposer's most favorable terms and conditions.

6.05 Notification of Award

Proposers who submit a proposal in response to this RFP shall be notified by email regarding the Firm who was awarded the contract. Such notification shall be made within seven (7) days of the date of the contract award.

End of Section

**EXHIBIT A
LETTER OF INTENT TO PROPOSE**

Port Freeport
Phyllis Saathoff
Executive Director & CEO
1100 Cherry St.
Freeport, TX 77541
USA

Reference: **RFP NO. 24-TDMKSTDY**

This is to notify you that it is our present intent to {submit /*not submit} information in response to the above referenced RFP. The Individual to whom all information regarding this RFP should be transmitted is:

Name: _____

Address: _____

City, State, & Zip: _____

Phone Number: _____ Fax Number: _____

Email address: _____

***If declining to propose, please state reason(s) why:**

Sincerely,

Name (Signature)

Typed Name

Company Name

Phone

Email

EXHIBIT C
CONFLICT ON INTEREST STATEMENT

_____ (Proposing Entity) acknowledges that the Port is a governmental authority and, as such, the Port is firmly committed to making any business decisions based solely on evaluation of offers that the Port believes will provide the Port the best value and greatest return. Basic business integrity dictates that the Port's business decisions be objective, be in the best interest of the Port, and be in no way connected to or influenced by any other relationship. The undersigned, as a duly authorized representative of the Proposing Entity represents, warrants and certifies on behalf of the Proposing Entity that (a) Proposing Entity has not directly or indirectly paid, offered, promised to pay, contributed, or promised to contribute any money or any other thing of value or benefit (including employment, contracts or subcontracts relating to Proposing Entity's business) to any Commissioner, official or employee of the Port, (b) no Commissioner, official or employee of the Port has (directly or indirectly) solicited any such payment or contribution, and (c) Proposing Entity does not have any Relationship (as that term is hereinafter defined) with any Commissioner, official or employee of the Port. For the purposes of this Contract, a Relationship is defined as (1) a Commissioner, official or employee of the Port or an affiliate of a Commissioner, official or employee of the Port owns ten percent (10%) of the ownership of the Proposing Entity or ownership in the Proposing Entity with a fair market value of \$15,000 or more; or (2) a Commissioner, official or employee of the Port or an affiliate of a Commissioner, official or employee of the Port has an employment or other business relationship with the Proposing Entity that results in taxable income or receipt of something of value by a Commissioner, official or employee of the Port or an affiliate of a Commissioner, official or employee of the Port; or (3) a Commissioner, official or employee of the Port or an affiliate of a Commissioner, official or employee of the Port receives one or more gifts from the Proposing Entity that have a total value of more than \$250 in one 12-month period. An "affiliate" of a person is (1) a family member of the person, related within the first degree by consanguinity or affinity, as defined by Subchapter B, Chapter 573 of the Texas Government Code, or (2) an entity owned in whole or in part by the person or by a family member of the person related within the first degree by consanguinity or affinity. The representations, warranties and certifications made in this statement are ongoing and will remain in effect for the term of this Contract. If any of the representations, warranties or certifications made by Proposing Entity herein cease to be correct during the term of this Contract, and in any event prior to making any payment or contribution to or forming a Relationship with a Commissioner, official or employee of the Port, Proposing Entity will notify the Port by filing a written statement with the Secretary of the Port Commission through the office of the Executive Port Director. Proposing Entity will be in default under the terms of this Contract if (i) any of the representations, warranties or certifications made herein are false or misleading in any material respect as of the effective date, (ii) Proposing Entity fails to disclose any matter required to be disclosed hereunder, or (iii) Proposing Entity makes a payment or contribution to a Commissioner, official or employee of the Port without first disclosing the nature of the payment to be made as provided herein.

(cont'd)

Authorized Representative Signature

Printed Name

Date