

AGENDA

**Port Freeport
ESG and Sustainability Committee
Special Meeting
Monday, January 27, 2025, 3:00 pm - 4:00 pm
In Person & Videoconference - Administration Building - 1100 Cherry Street - Freeport**

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 ESG&S Committee, 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. The videoconference is available online as follows:

Join Zoom Meeting

<https://us02web.zoom.us/j/87908373695?pwd=PaI43GXXC4ldBX3pfzRO75xDzafn56.1>

Meeting ID: 879 0837 3695

Passcode: 952174

Dial by your location

• 1 346 248 7799 US (Houston)

Meeting ID: 879 0837 3695

Find your local number: <https://us02web.zoom.us/j/k0YSa3z2X>

1. Committee Members: Fratila (Chairman), Singhania, Kincannon
2. CONVENE OPEN SESSION in accordance with Texas Government Code Section 551.001, et. seq., to review and consider the following:
3. Roll Call.
4. Public Comment. (Public comment on any matter not on this Agenda will be limited to 5 minutes per participant and can be completed in person or by videoconference)
5. Public Testimony. (Public testimony on any item on this Agenda will be limited to 5 minutes per agenda item to be addressed per participant and can be completed in person or by videoconference. The participant shall identify in advance the specific agenda item or items to be addressed.
6. 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):
 1. Consultation with attorney under Government Code Section 551.071 to seek or receive attorney's advice on legal matters that are not related to litigation.
7. RECONVENE OPEN SESSION to review and consider the following:
8. Discussion regarding EPA Grant Agreement.
9. Discussion regarding RFP Grant Management for EPA Climate and Clean Air Grant.
10. Discussion regarding policies related to Whistleblower and Matters Unrelated to Port.
11. Adjourn.

The Port Commission does not anticipate going into a closed session under Chapter 551 of the Texas Government Code at this meeting for any other items on the agenda, however, if necessary, the Port Commission may go into a closed session as permitted by law regarding any item on the agenda.

With this posted notice, Port Commissioners have been provided certain background information on the above listed agenda items. Copies of this information can be obtained by the public at the Port Administrative offices at 1100 Cherry Street, Freeport, TX.



Phyllis Saathoff, Executive Director/CEO

PORT FREEPORT

Participation is welcomed without regard to race, color, religion, sex, age, national origin, disability or family status. In accordance with Title II of the Americans with Disabilities Act and Section 504 of the Rehabilitation Act, persons with disabilities needing reasonable accommodations to participate in this proceeding, or those requiring language assistance (free of charge) should contact the Executive Assistant no later than forty-eight (48) hours prior to the meeting, at (979) 233-2667, ext. 4326, email: bevers@portfreeport.com.

La participación es bienvenida sin distinción de raza, color, religión, sexo, edad, origen nacional, discapacidad o situación familiar. De acuerdo con el Título II de la Ley de Estadounidenses con Discapacidades y la Sección 504 de la Ley de Rehabilitación, las personas con discapacidades que necesiten adaptaciones razonables para participar en este procedimiento, o aquellas que requieran asistencia lingüística (sin cargo), deben comunicarse con el Asistente Ejecutivo a más tardar cuarenta -ocho (48) horas antes de la reunión, al (979) 233-2667, ext. 4326, correo electrónico: bevers@portfreeport.com.



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MEMORANDUM

TO: Commissioners
Chief Executive Officer

FROM: Rob Lowe

DATE: January 24, 2025

SUBJECT: Policy Updates

As a follow up to the November/December workshop, staff is presenting for consideration an expansion of the Press Releases policy to include Statement of Official Viewpoint and a new Whistleblower policy.

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 POLICY MANUAL

PORT COMMISSION OF PORT FREEPORT WHISTLEBLOWER

SECTION 2.5

This policy is in place to encourage and empower Port Commissioners, port employee's and users of the port to report inappropriate use of port property and resources including but not limited to the following:

- Theft;
- Unauthorized reimbursement of personal expense;
- Unauthorized utilization of port assets;
- Misallocation of grant funds;
- Financial reporting that is knowingly or intentionally misleading;
- Improper or undocumented financial transactions;
- Any other improper occurrence regarding cash, financial procedures or reporting;
- Any other violations of Port policies and procedures;
- Any violation of the law.

Reporting

Actual, suspected or threatened misuses shall be promptly reported to the Executive Director/CEO or her/his designee, or in the case of a report concerning the Executive Director/CEO, to the Chairman of the Port Commission (each a Responsible Officer). If the person making the report (the "Whistleblower") so requests, the Whistleblower's identity shall be kept confidential. Furthermore, am Whistleblower may submit a report anonymously, in writing. However, the Whistleblower should be aware that, in some instances, preserving anonymity could make it more difficult to investigate the report and ensure appropriate resolution of the reported misuse.

The Responsible Officer shall take the following steps:

1. Take appropriate action to investigate the reported misuse;
2. If, after such investigation, the Responsible Officer reaches the conclusion that no misuse has occurred, the Responsible Officer shall forward a final written report to the Port Commission and meet with the Whistleblower (unless the report was made anonymously) for the purpose of providing a copy of the Responsible Officer's report and discussing the report, including the decisions regarding the report and the recommended resolutions;
3. Any reported misuse that is believed to be credible and does not exceed \$1,000 may be resolved by the Executive Director/CEO or Chairman of the Port Commission with a report to the Port Commission as outlined in section 2 above;
4. Any reported misuse that is believed to be credible and exceeds \$1,000 shall be forwarded to the Port Commission. The Port Commission shall afford the person accused of the misuse an opportunity to defend the accusation in a meeting with the Port Commission. Thereafter, the Port Commission may further investigate the reported misuse, as it deems appropriate.

The Port Commission shall determine whether a misuse has occurred, with an affirmative finding requiring a majority vote of the disinterested Port Commissioners. If the Port

PORT FREEPORT POLICY MANUAL

PORT COMMISSION OF PORT FREEPORT WHISTLEBLOWER

SECTION 2.5

Commission determines a misuse has occurred, it shall consider and take appropriate action which may include, but not limited to: (a) requiring the return of any misappropriated assets or funds; (b) removal or dismissal of the person who committed the misuse; and (c) reporting the misuse to the appropriate legal and law enforcement authorities.

No Retaliation

Every Port Commissioner, employee or port user who has a reasonable belief or suspicion that a misuse has occurred should feel free to raise the concern, in good faith, without fear of retaliation. It shall be considered a violation of this policy for any Port Commissioner, employee or port user to retaliate, encourage or permit retaliation against a person for reporting an actual, suspected or threatened misuse. Employees will not be disciplined, demoted, terminated or otherwise face retaliation for bringing concerns, in good faith, to the attention to the Executive Director/CEO or Chairman of the Port Commission. Any Port Commissioner, employee or port user who engages in retaliation will be subject to disciplinary action, which may include, but not be limited to, removal and/or dismissal. Reports of retaliation should be made pursuant to the reporting procedures of this policy.

This policy is intended to be used in good faith and in a judicious manner. Reports that are not made in good faith or are otherwise made for the purpose of harassing or annoying another party, may result in disciplinary action.

PORT FREEPORT POLICY MANUAL

PORT COMMISSION OF PORT FREEPORT

PRESS RELEASES/STATEMENTS OF OFFICIAL VIEWPOINT

SECTION 2.5

Official press releases shall be approved by the Chairman of the Port Commission or the Executive Port Director/CEO, or their designee. Copies of all press releases will be electronically sent to Port Commissioners prior to the time they are distributed to the media. Otherwise, statements made by employees or Commissioners shall be considered as personal statements which do not necessarily represent the official viewpoint or position of the Port or Port Commission.

It is not the role of the Port to adopt positions based on political or social issues not related to the governance and operation of the Port. The Port should not, in its official capacity, issue or express positions on issues of the day, however appealing they may be to some members of the Port Commission or Port staff. This has no bearing, of course, on freedom of speech of individual Port Commissioners or Port staff, and only relates to official Port statements, functions, ceremonies, and publications.

(Corresponding Practices & Procedures – Section 9.1)