

Minutes of Port Commission Special Meeting  
July 21, 2022  
In Person & Videoconference

A Special Meeting of the Port Commission of Port Freeport was held July 21, 2022, beginning at 8:37 AM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

**This meeting agenda with the agenda packet is posted online at [www.portfreeport.com](http://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.

The videoconference is available online as follows:

Join Zoom Meeting

<https://us02web.zoom.us/j/85449185086?pwd=SHF3SnRZc2wvanNyTHZsUWgvbEFSUT09>

Meeting ID: 854 4918 5086

Passcode: 604997

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Commissioners present in person:

Mr. John Hoss, Chairman  
Mr. Rudy Santos, Vice Chairman  
Mr. Dan Croft, Secretary  
Mr. Rob Giesecke, Asst. Secretary  
Mr. Ravi Singhania, Commissioner

Commissioners present by videoconference:

Mr. Shane Pirtle, Commissioner

Staff Members Present:

Ms. Phyllis Saathoff, Executive Director/CEO  
Mr. Rob Lowe, Director of Administration/CFO  
Mr. Brandon Robertson, Network Systems Manager  
Ms. Missy Bevers, Executive Assistant  
Ms. Andrea Johnson, Kane Russell Coleman Logan

Also, present:

Mr. Grady Randle, Randle Law Office  
Mr. Brandon Morris, Randle Law Office

Ms. Megan Mikutis, Randle Law Office  
Mr. Scott Bounds, Olson & Olson  
Ms. Derra Purnell, BB&K  
Mr. Lowry Crook, BB&K  
Ms. Bridgette Begle, Olson & Olson  
Ms. Rebecca Andrews, BB&K  
Mr. Peter Nemeth, Crain, Caton & James

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 Hoss noted that all Commissioners were present in the Board Room, with the exception of Commissioner Pirtle who was participating by videoconference.

Commissioner Pirtle also noted that Ms. Andrea Johnson with Kane Russell Coleman Logan was present in the Board Room, serving as legal counsel for this meeting.

3. Public Comment – There was no public comment.
4. Public Testimony – There was no public testimony.

At this time, the Port Commission went into executive session at 8:42 a.m.

Reconvene open session at 9:34 a.m.

5. Receive presentations from and query candidate law firms regarding potential rendition of outside General Counsel legal services.

Representatives from Randle Law Office (RLO), Grady Randle, Brandon Morris, and Megan Mikutis gave a presentation about their firm, highlighting areas of their individual expertise and answered questions from the Port Commission. Mr. Randle began by stating the firm began in 2005 as a one-man firm and has since grown to include seven attorneys. RLO is a government firm, handling a majority of local government work but they also litigate and handle transactions. Their tagline is “Exceeding client expectations through exceptional results.” He explained that this is achieved by speed, accuracy and cost effectiveness. RLO serves 8 different counties and has been in Brazoria County since before 2005 and has served as the City of Angleton’s interim city attorney for five years (now permanent). Mr. Randle discussed his background in economic development which includes pilot payments (payment in lieu of taxes), purchased of an HEB as an economic incentive for Mont Belvieu, tax abatement agreement for Hardin County and have also worked on depopulating an area in Mont Belvieu for industry growth. Mr. Brandon Morris (5 years) discussed the firm’s work with local governmental entities and knowledge in open government law with primarily, Open Meetings Act (review agendas, attend meetings, parliamentary procedure), and Public Information Act. Mr. Morris also touched on his real estate experience over the last few years on a number of different projects. RLO also works on land use and developments which includes annexations, development agreements and anything that comes with it from construction contracts, architectural contracts, deeds, rights-of-way, easements, etc. Ms. Megan Mikutis discussed her port experience from her time at the Port of Galveston, which included in house review of anything that touched compliance, legal review or regulatory

issues. This included open records, procurement contracting, lease and lease development, records retention and also worked with the engineering and operations departments to organize cross departmental projects that required legal review and multi-phased consideration. Ms. Mikutis also ran the real estate portfolio that generated approximately \$4 million in revenue. Being a land port, they were able to lease bigger areas of water side property for stakeholders and community members to develop for various activities. Additionally, she did work with infrastructure and development, developing a grant program for the port. She also touched on her experience with federal contracting, negotiating with TxDOT, procurement and contracting and development of policies and procedures. Mr. Randle stated that Ms. Mikutis would serve as lead attorney, handling day to day and attending meetings, with Mr. Morris serving as back up.

At this time, the Port Commission went into executive session at 9:34 a.m.

Reconvene open session at 11:04 a.m.

Representatives from Olson & Olson, Scott Bounds and Bridgette Begle, as well as representatives from Best, Best & Krieger (BB&K), Derra Purnell and Lowry Crook gave a presentation about their firm, highlighting areas of their individual expertise and answered questions from the Port Commission. Mr. Scott Bounds with Olson & Olson began by stating the proposal submitted is a joint proposal submitted by Olson & Olson and BB&K. Olson & Olson is a 36-lawyer law firm based in Houston that specializes in local government law and divided into three basic practice groups, general counsel for local governments, litigation (insurance defense) and tax work. Mr. Bounds has been practicing local government law since 1976 and has been with Olson & Olson since 2001. His principal clients are Gulf Coast Authority, a tri-county entity that does wastewater industrial services. In addition, he represents the city of West University Place, Galveston County WIDC1 as well as a number of other small cities under special projects. Mr. Bounds is very familiar with the Open Meetings Act, Public Information Act and employment law in Texas. He also does construction work however there is a lot about ports that's specialized that he does not know which is why they have teamed up with BB&K. Derra Purnell spoke about BB&K stating they are a national, municipal and local government firm with 250 attorneys. BB&K has worked with Olson & Olson on specifically water law or environmental compliance issues and felt this joint proposal was the best way to get the Port the type of experience it needs. BB&K does special counsel work which means anytime it becomes more efficient for BB&K to do work for Port Freeport, they will call in someone from BBK. Ms. Purnell does specific work in procurement law, land use, real estate and contract work. She is trained as general counsel but does more work in the other areas. Ms. Purnell would attend the first few board meetings along with Mr. Bounds to get to know what the Port needs are as a client. She explained that Lowry Crook is currently attached to the BB&K office in Washington, DC and does a lot of work on Army Corps of Engineer projects and water quality work. Mary Beth Coburn is an engineer and specifically a construction and public infrastructure attorney. Rebecca Andrews is an environmental compliance and water quality attorney, knows the Clean Water Act and deals with administrative agencies like TECQ. Lowry Crook spoke on his experience stating he moved to DC after clerking in Austin where he worked for a firm (9 years), then government (8 years) and is now focusing on helping public agencies deal with the federal government on infrastructure or regulatory issues. While in government, he was chief of staff and counsel to the chair for the federal maritime commission, so he has familiarity with both the maritime law, ports and liner shipping industry issues. Additionally,

he spent time as the deputy in the office that oversees the Army Corps of Engineers. Currently, Mr. Crook is working in Texas with the Port of Houston on a project with the Corps, Harris County flood control on post-Harvey and flood control projects, the Gulf Coast Protection District (Sabine to Galveston), the Texas Coastal Project as well as work with Cedar Bayou Navigation District on issues with pipeline relocations. Mr. Bounds followed-up by stating that he would be lead counsel, attend the meetings and coordinate for a while. He added that if there are particular issues that an attorney will need to address, they will make arrangements for that attorney to attend remotely or in person. First back up to Mr. Bounds will be Bridgette Begel and most likely, a representative to assist as well. Ms. Purnell clarified that she is secondary backup and team lead for BB&K. Mr. Bounds stated that their proposal for billing is that the Port will be billed separately by each firm. They will review bills jointly prior to submitting to ensure there is no overlap of services. Commissioner Singhanina inquired about BB&K being a full-service firm and partnering with Olson & Olson, asking why they are partnering with Olson & Olson if they are a full-service firm. Ms. Purnell clarified that BB&K has a presence in Texas with their business takes a really long-term view of the practice of law by being an upstanding member of the community. BB&K had a long-term relationship with Olson & Olson prior. BB&K is trying to stay out of general counsel work in Texas and chosen to partner with firms like Olson & Olson who can give the long-term experience in the area while BB&K serves as special counsel who can give best type of attorney for particular issues. Commissioner Santos asked inquired how long BB&K has teamed with Olson & Olson. Ms. Purnell clarified that BB&K hasn't necessarily teamed with Olson & Olson but rather served as special counsel for them when necessary, over the last 7 years.

At this time, the Port Commission went into executive session at 11:28 a.m.

Reconvene open session at 1:30 p.m.

Commissioner Hoss noted that Commissioner Croft has stepped out of the meeting for a conference call and will rejoin the meeting later.

Mr. Peter Nemeth from Crain, Caton & James gave an overview of his firm, highlighting areas of his expertise and past experience working for Port Freeport, and answered questions from the Port Commission. Mr. Nemeth started with some history stating that he was first introduced to the Port in 2000 when a partner asked him to come down to make a presentation with him for general counsel services to be provided by Brown McCarroll which was successful. His first project was a proposed tenant who wanted to do a regasification project to import LNG which was also successful, successfully shut it down and turned it into a liquefaction facility. Mr. Nemeth has worked with the Port over the years on a lot of complex projects, supporting efforts to set up businesses, help tenants succeed and work out contracts that take the port into the future. Crain, Caton & James is a Houston based law firm founded in 1912 with currently 38 attorneys covering a broad range of practice areas including public law, corporate law and governance, real estate, general commercial transactions and contracts. The firm's focus is to deliver high quality cost effective legal solution to their clients needs. Mr. Nemeth has over 35 years of legal experience with 22 served representing Port Freeport. He was the Mayor of Piney Point Village for two years, served on city council two years prior and planning and zoning commission four year prior to that. He served as general counsel for STP Nuclear Operating Company for six years which gives him a lot of experience in dealing with key stakeholders who have competing

interest and is able to negotiate challenging issues. Mr. Nemeth stated that he would be lead for the port and Jeff Horowitz would be his first back-up followed by Adrian Bond.

Commissioner Hoss noted that Commissioner Croft rejoined the meeting at 1:38 p.m.

At this time, the Port Commission went into executive session at 1:44 p.m.

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) for discussion regarding:
    1. Confer with attorney under Government Code Section 551.071(2) (to seek or receive attorney's advice on legal matters that concern the duty of confidentiality of an attorney to Port Freeport under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas).
    2. Consultation with attorney under Government Code Section 551.071(1) (to seek or receive attorney's advice on pending of contemplated litigation).
7. RECONVENE OPEN SESSION to review and consider the following:
8. Discuss, consider and potential action regarding engaging outside General Counsel to provide legal services.

This item was tabled.

9. Adjourn.

With no further business before the Commission, the meeting adjourned at 4:31 PM