

Minutes of Port Commission Meeting
May 29, 2025
In Person & Videoconference

A Regular Meeting of the Port Commission of Port Freeport was held May 29, 2025, beginning at 1:01 PM at the Administration Building, 1100 Cherry Street, Freeport, Texas.

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, Randle Law Firm
Ms. Phyllis Saathoff, Executive Director/CEO
Mr. Rob Lowe, Director of Administration/CFO
Mr. Jason Hull, Director of Engineering
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. Amy O'Brien, Controller
Ms. Amanda Veliz, Public Affairs Manager
Ms. Christine Lewis, Safety Coordinator
Mr. Cecil Booth, Engineering Manager
Mr. Chas Gryseels, Project Engineer
Ms. Lorelai Kagey, Ops Intern
Ms. Tricia Vela, Public Affairs Assistant
Ms. Ruby Dunn, Receptionist
Mr. Jason Caywood, System Administrator (virtual)
Ms. Vicki Smith, Accounting Manager (virtual)

Also, present:

Mr. Chris Moore, Texas Port Ministry
Ms. Gloria Millsap, Senator Joan Huffman's Office
Mr. Jason Foltyn, GFT
Mr. Will Bohlen, GHD, Inc.
Mr. Yavuz Mentis, GHD, Inc.
Mr. Michael Schmidt, BCS

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 all Commissioners were present in the Board Room.
5. Safety Briefing – Ms. Christine Lewis provided safety tips for summer fun.
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.

7. Public Comment – There was no public comment.
8. Public Testimony – There was no public testimony.
9. Approval of Minutes from the following meetings...
 - April 24, 2025 Special Meeting
 - April 24, 2025 Regular Meeting
 - May 1, 2025 Special Meeting
 - May 14, 2025 Special Meeting

Commissioner Singhania requested that each set of minutes be voted on separately.

A motion was made by Commissioner Kincannon to approve the April 24, 2025 special meeting minutes. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

A motion was made by Commissioner Giesecke to approve the April 24, 2025 regular meeting minutes. The motion was seconded by Commissioner Santos with all Commissioners voting in favor of the motion.

A motion was made by Commissioner Croft to approve the May 1, 2025 minutes. The motion was seconded by Commissioner Kincannon with all Commissioners voting in favor of the motion.

A motion was made by Commissioner Fratila to approve the May 14, 2025 minutes. The motion was seconded by Commissioner Giesecke with all Commissioners voting in favor of the motion with Commissioner Singhania abstaining since he was absent from this meeting.

10. Discuss and consider policy changes regarding Election of Officers.

Mr. Randle explained the additional change to the policy now states the Commission will vote by way of an open written ballot. Each commissioner will write their name and who they are voting for on a ballot. Mr. Randle will then gather the ballots and read each vote aloud. If there are four votes for a member of said office, that member wins. If there are not four votes, the top two votes will go for a second vote. If there is a tie, another vote is done. If there is another tie, lots will be drawn.

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

11. Approval of Oaths of Office and Surety Bonds for Newly Re-Elected Commissioner Dan Croft and Newly Re-Elected Commissioner Ravi K. Singhanian.

A motion was made by Commissioner Santos to approve the Oaths and Surety Bonds. The motion was seconded by Commissioner Fratila with all Commissioners voting in favor of the motion.

12. Election of Officers for the Port Commission for the period of June 2025 – May 2027.

Commissioner Singhanian recused himself for any office position. Commissioners Santos, Croft and Kincannon recused themselves from the office of Chairman.

The following votes were cast for the office of Chairman...

Commissioner Santos voted for Giesecke
Commissioner Croft voted for Giesecke
Commissioner Giesecke voted for Giesecke
Commissioner Singhanian voted for Giesecke
Commissioner Kincannon voted for Giesecke
Commissioner Fratila voted for Giesecke

Commissioner Giesecke received the majority of the votes for the office of Chairman.

Mr. Randle reminded the Commission that Commissioner Singhanian recused himself from any officer position and Commissioner Giesecke is no longer eligible. The following votes were cast for the office of Vice Chairman...

Commissioner Santos voted for Santos
Commissioner Fratila voted for Santos
Commissioner Singhanian voted for Santos
Commissioner Giesecke voted for Santos
Commissioner Kincannon voted for Santos
Commissioner Croft voted for Croft

Commissioner Santos received the majority of the votes for the office of Vice Chairman.

Mr. Randle stated the only Commissioners eligible for the office of Secretary are Commissioners Croft and Kincannon. The following votes were cast for the office of Secretary...

Commissioner Croft voted for Kincannon
Commissioner Kincannon voted for Kincannon
Commissioner Giesecke voted for Kincannon
Commissioner Singhanian voted for Kincannon
Commissioner Fratila voted for Croft
Commissioner Santos voted for Croft

Commissioner Kincannon received the majority of the votes for the office of Secretary.

For the office of Assistant Secretary, Mr. Randle stated that only Commissioners Fratila and Croft were eligible. The following votes were cast for the office of Assistant Secretary...

Commissioner Croft voted for Fratila

Commissioner Kincannon voted for Fratila

Commissioner Giesecke voted for Croft

Commissioner Singhanian voted for Croft

Commissioner Fratila voted for Croft

Commissioner Santos voted for Croft

Commissioner Croft received the majority of the votes for the office of Assistant Secretary.

At this time, Commissioner Singhanian stated that he enjoyed working with everyone as the chairman and felt they have been able to communicate the good and bad together and have been collaborative on a majority of the things adding that they were also able to work together with the staff for the best interest for the citizens of the Port District with the results speaking for themselves. He then handed the gavel over to the new chairman for the remainder of the meeting. Commissioner Giesecke thanked Commissioner Singhanian stating that he will be a tough act to follow as he's done an outstanding job in his leadership as chairman appreciating all he's done to shepherd the last two years. He added that the board has a great group with all six bringing their own unique set of strengths and skills.

13. Receive reports from Executive Staff on activities and matters related to 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 congratulated Commissioner Singhanian and Croft on their reelection, and looks forward to working with Commissioner Giesecke, as chair. She reported the port had an outstanding fishing tournament and congratulated the public affairs team and the rest of the port staff that assisted with the event and thanked Commissioners for coming out to support the event. She reported that staff also celebrated the grand opening of the Freeport Warehouse that is now in operation adding that it's a great addition to the port and is really excited to see it keeping some of the truck activity outside of the interior of the port as it has helped reduce congestion. Ms. Veliz reported the public affairs team has been actively engaging in communications by issuing important press releases with the announcement of the new chilled cross dock facility/partnership with Del Monte as well as the press release for the Take-a-Child Fishing tournament. She noted the tournament saw 327 anglers with support from 60 sponsors contributing \$57,000 and donated 659 lbs. of canned goods to the Dream Center. She also reported that social media outreach increased throughout May, consisting of committee events, safety campaigns and public service announcements on the hurricane and disaster preparedness. The next CAP meeting will be held June 10 at the Freeport Warehouse Cross Dock Facility. Ms. Saathoff reported on the federal and state level stating the U.S. Army Corps of Engineers released their work plan with \$13.2 million included for the Port Freeport Maintenance Program. She noted that Colonel Walter was recently promoted to Brigadier General at the Southwestern Division with the change of command to be held July 29 at the Galveston District, preceding that will be the Stakeholder Dinner July 28. Additionally, Chris Frabotta, who is the chief of operations, is retiring and has a retirement event on June 26. Ms. Saathoff reported on the FM 1495 project, which has been at a standstill. The insurance

company who bonded the project is working to replace the contractor. Staff will continue to monitor. Additionally, a rail crossing issue with the track on FM 1495 has been repaired by Union Pacific. In the final days of the legislative session, the port's two bills, House Bill 2027 (tax abatement bill) and House Bill 1729 (term limits bill) made it through the House and Senate and is awaiting the Governor's signature. Ms. Saathoff also reported that while the budget has not been finalized, she did learn the funding for the Port Infrastructure Program was removed and doesn't expect to see any funding for the program this session; however, the \$40 million for the Seaport Connectivity Program is still in the budget. The TPA bill has passed in the Senate, is on the House agenda and is expected to be approved. Items that remain or were a concern was raising the limit for bidding from \$100,000 to \$500,000 and has been written to only apply to Port Houston. The record keeping language is still included and allows each body to determine whether or not they want to set their own record keeping rules or follow state guidelines. The language allowing port commissions to vote unanimously for contract terms and move to executive session, was removed from the bill. Ms. Saathoff also gave an update on the tariffs stating the 145% reciprocal tariffs with China were put on pause for 90 days starting May 14 which left tariffs with China at about 30%. The U.S. Court of International Trade ruled the president overstepped his authority by invoking the International Emergency Economic Powers Act to impose sweeping tariffs on numerous countries and called for a permanent halt to most of the tariffs implemented by the administration and barred future modification giving the White House 10 days to complete the formal process of stopping the tariffs. The administration has appealed the ruling. Staff will continue to monitor but it did block the 10% baseline tariffs that had been imposed and the tariffs against China, Canada and Mexico that are not sectoral. Ms. Saathoff also noted there are other avenues that can be pursued by the administration under Section 122 of the Trade Act of 1974 that doesn't require a formal investigation and could replace the 10% across the board tariffs with a tariff up to 15%. The difference is it could only be in place 150 days before requiring further action by Congress. Additionally, Section 232 allows for specific actions against sectors like steel and other things that could be used to quickly implement other tariffs and Section 338 allows a president to impose levies up to 50% on imports from countries that discriminate against the U.S. Ms. Saathoff stated that while this ruling has come out, it hasn't taken away tariffs and continues to be very fluid. Staff will continue to monitor the situation.

B. Director of Engineering

In addition to his written report, Mr. Hull shared a current photo of Velasco Terminal Area 5 project and gave an update on the channel dredging stating Dredge 58 will be leaving the shipyard in Louisiana and go to work in the channel at the end of next week. The Ellis Island (hopper dredge) will be returning to Freeport at the end of June and then the Amelia Island (brand new hopper dredge) will be joining the flotilla at the end of July.

C. Director of Operations

Mr. Hibbetts introduced Ms. Lorelai Kagey who is the summer intern for Ops. He also reported on statistics for the month of April stating there were 49 ships handled for the month of April noting the port is exceeding the halfway mark for the year and up 35% in tonnage. He noted that April was the port's highest tonnage month, year-to-date (going back to 2021) with 1,930,224 tons for the month of April. All the sectors are up across the board and the monthly rail car count is seeing a lot of activity with moving parts. Fiscal year activity shows 132 LNG vessels handled, 105 RoRo, 4 bulk vessels, 9 project cargo vessels, and 9 lay berths. He noted he will start accounting for the barge lay berths under the total lay berths and track it. Mr. Hibbetts also pointed out the total vehicles handled

year to date is at 101,000 with last year ending at 161,000 adding the port is on pace for another tremendous year on the automobile OEM side of things.

D. Director of Business & Economic Development

Mr. Miura first reported that staff plans to roll out the new website redevelopment in June. He also mentioned two upcoming events, the Greater Houston Port Bureau Annual Maritime Dinner and Breakbulk Americas. The maritime dinner will be held August 23 and will honor Roger Gunther's service to Port Houston. Breakbulk Americas 2025 will be held September 30 - October 2 at the George R. Brown Convention Center in Houston with the port hosting its annual event October 1.

E. Chief Financial Officer

Mr. Lowe presented financials for the month of April.

14. Approval of financial reports presented for the period ending April 30, 2025.

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

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

Commissioner Croft reported attending various meeting including the Phillips 66/CP Chem CAP meeting, Take-a-Child Fishing Tournament, Angleton Chamber Ribbon Cutting, Friends of River Breakfast and Freeport Warehouse Ribbon Cutting.

Commissioner Kincannon reported attending the Port's special meetings in May and committee meetings as well as Dream Center Cinco de Mayo, Captain's Dinner, Take-a-Child Fishing Tournament, Freeport Warehouse Ribbon Cutting, Quarterly Traffic Coordination meeting and BCCA Meeting.

Commissioner Singhania reported attending many of the same meetings previously mentioned as well as running his campaign.

Commissioner Fratila reported attending the BACH Luncheon, Friends of River Breakfast, Port Tour for USCG Capt. Nicole Rodriguez, Brazosport Chamber Luncheon as well as other meetings previously mentioned.

Commissioner Santos reported attending the Freeport Warehouse Ribbon Cutting and BCCA Meeting.

Commissioner Giesecke reported attending the 100 Club Banquet, Freeport City Council Meetings, USCG Capt. Nicole Rodriguez Port Tour, Brazosport Republic of Women Meeting at Texas Port Ministry, Brazosport Chamber Luncheon, BCCA Meeting and Angleton Chamber Luncheon.

May 22 ESGS Committee Meeting - Commissioner Fratila stated the committee met for a final review of the proposals received for grant management services for the 2024 EPA Clean

Ports Program Planning Grant. The committee was able to get all their questions answered and has a recommendation to go with The Goodman Corporation.

May 22 April 22 OSS Committee Meeting – Commissioner Santos reported the committee reviewed the following Port Policies...

8.7 – Cell Phone Use

9.6 – Motor Vehicle Use

9.7 – Personal Residence Based Vehicle

9.8 – Gantry Crane Training Process

9.9 – Competitive Sealed Proposal Selection and Criteria

Executive Session discussion was also held to discuss security sensitive issues.

May 22 Capital Planning Committee Meeting – Commissioner Kincannon reported the committee discussed the access control and IT equipment for the Gate 12 project which is on the agenda for approval.

May 22 Finance Committee Meeting – Commissioner Giesecke reported the committee received a quarterly investment update, brief discussion regarding an inquiry to the 2019 revenue bonds, discussed annual tariff adjustment as well as held an executive session to discuss confidential items.

16. Approval of a Construction Contract with Filtex Builders for the North-South Access Road Repairs 2025 project, for an amount not to exceed \$140,000.00.

Mr. Hull shared a picture showing where the North-South Access Road is located explaining it runs between Transit Shed 5 and Transit Shed 52 adding that the road connects Pete Schaff to Parcel 25. He further explained its currently an asphalt road and the project will replace the asphalt with concrete. Four bids were submitted for the project with Filtex Builders submitting the lowest bid of \$140,000. Staff recommends awarding contract to Filtex.

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

17. Approval of a Construction Contract with Harper Brothers Construction LLC for the Gate 4 Access project CSJ 9400-00-0012, for an amount not to exceed \$1,148,987.00.

Mr. Hull stated that this project is partially funded by Texas Department of Transportation and will expand the roadway connecting FM 1495 to the existing 4 lane portion in front of Gate 4. Mr. Hull explained the low bid on this project was Southern Gulf Solutions; however, their bid was non-conforming in that they did not bid two of the required pieces of work, the stormwater pollution prevention compliance portion and the solar flashing warning signage that was a condition of the TxDOT permit. Additionally, Mr. Hull noted the advertisement for bids was solicited as a unit price bid. Southern Gulf Solutions also sent another proposal in addition to their bid form, a lump sum bid, which was not solicited. Mr. Hull stated that they clarified their bid was predicated on “Southern Gulf Solutions will do its utmost to cooperate with other work and operations on site. However, any work stoppage or delay outside of Southern Gulf Solutions control exceeding 30 minutes shall be considered extra to our price.” Mr. Hull stated that the port has to get TxDOT’s concurrence with the bids and this was a

non-conforming bid, so it was thrown out. Rexcon Enterprises was the second low bid however, they did not sign their qualification statement which is required to be signed and notarized in their bid forms. They did not, making it a non-conforming bid which was thrown out. Harper Brothers was the third low bid and met all the requirements of the bid solicitation. Staff and the Texas Department of Transportation recommends awarding the contract to Harper Brothers for an amount not to exceed \$1,148,987.20.

A motion was made by Commissioner Singhania to award the contract. The motion was seconded by Commissioner Croft with all Commissioners voting in favor of the motion.

18. Approval of Resolution Authorizing the Execution of an Agreement for a Local On-System Improvement Project with the Texas Department of Transportation for the SH 36 at Velasco Boulevard Project; and authorize payment of fee in the amount of \$17,056.98.

Mr. Hull explained that the resolution is regarding the driveway and right turn lane that was built into the Volkswagen lease area on State Highway 36 at Velasco Boulevard. The driveway and right turn lane was finished and completed in March of last year. Approximately three months after it had been completed and accepted by TxDOT, Mr. Hull was informed the port needs to have Local On-System Agreement with TxDOT. The resolution states the Executive Director is authorized to execute the agreement and the port will pay Texas Department of Transportation \$17,056.98. Staff recommends approval.

A motion was made by Commissioner Santos to approve the resolution and authorize payment. The motion was seconded by Commissioner Croft with all Commissioners present voting in favor of the motion.

19. Approval for the purchase and installation of Access Control and IT Equipment for the Gate 12 Project, for an amount not to exceed \$40,000.

Mr. Lowe stated that staff discussed this with the Capital Planning Committee explaining that a contract was awarded to Zachary for the construction side of Gate 12. The access control, IT and cabling elements of the project were not included in the RFP and are needed in order to meet the port's current standard and alignment with the existing control system. Mr. Lowe also noted the IT team is managing the purchase and installation which will involve multiple vendors and suppliers. Multiple bids will be obtained where appropriate, with most being DIR bids but individually they'll be less than the threshold that the CEO would normally sign off on. He further explained that because this was above the originally approved capital amount, staff felt it was appropriate to bring back to remain above board and transparent. Staff recommends for an amount not to exceed \$40,000.

A motion was made by Commissioner Kincannon to approve the purchase and installation of Access Control and IT Equipment for the Gate 12 Project, for an amount not to exceed \$40,000. The motion was seconded by Commissioner Santos with all Commissioners voting in favor of the motion.

20. Approval of a Consulting Agreement with The Goodman Corporation for Grant Management Services.

Mr. Miura stated that Port Freeport was awarded an EPA Clean Ports Program Climate and Air Quality Planning Grant and subsequently released an RFP for the grant management services in search of a qualified firm to manage the grant for the port. Staff received four proposals and met with the Environmental, Social, Governance and Sustainability Committee to review the proposals. Staff recommends awarding a contract for grant management services to The Goodman Corporation and requests authorization for CEO Phyllis Saathoff to execute the agreement on behalf of Port Freeport. The port's portion is roughly \$256,000 which is 100% reimbursable by the grant.

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

21. Approval of the American Association of Port Authorities (AAPA) Annual Membership Dues.

Ms. Saathoff stated the American Association of Port Authorities (AAPA) is the primary organization that provides training with regard to maritime matters holding annual legislative seminars, annual conventions and other seminars focused on security, administration, etc. that provide timely and insightful training programs for port employees and members of port governing bodies. They have working committees and have been very engaged on pressing matters at the federal level such as the tariffs, providing testimony at USTR hearings and other opportunities and hearings. Additionally, they also bring in ranking officials from the U.S. Army Corps of Engineers, Coast Guard, Federal Maritime Commission as well as the administration and other ranking staff members within the House and the Senate. AAPA has proposed a 4.5% increase in the annual dues with the port remaining in the same category with \$30,822 due for fiscal year 2025-26. Staff recommends approval.

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

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

Mr. Lowe stated that this resolution is an annual process that staff brings before the board every year authorizing the CEO and CFO to make emergency purchases and is approved ahead of hurricane season pursuant to Section 60.4035 Texas Water Code. Staff recommends approval of the resolution.

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

23. Approval of amendments to the following Port Policies...

8.3 – Internet Use

8.5 – Termination

8.9 – Employee & Commissioner Travel and Entertainment

Mr. Lowe stated that staff met with the Personnel Committee in an ongoing effort to review all policies. Eight policies were reviewed with the committee, three of which have recommended changes. The following five policies have no recommended changes...

- 8.1 – Drug and Alcohol Use
- 8.2 – Sexual & Other Forms of Harassment
- 8.4 – Resignation
- 8.6 – Grievance
- 8.8 – Use of Port-Issued Credit Cards

Mr. Lowe then briefly explained the three policies with recommended changes.

8.3 Internet Use - Staff expanded the language to include e-mail, added an additional statement to unacceptable uses, and also added a section authorizing the port to monitor use on port systems. He further explained this is an additional effort in protecting port assets as internet use and cyber threats are a significant point of concern and point of emphasis for the support staff.

8.5 Termination - Staff updated the appeal process. Mr. Lowe explained that two things were done to this policy. After discussion with the committee, a statement was added regarding employment at the port as an employment at will, and changes were made to say that any staff member who would like to appeal their termination can do so to the CEO and then, if a CEO's direct staff has an appeal to a termination, they would present that appeal to the Board and the Board would determine whether a hearing was in order. Mr. Lowe noted staff had a lengthy conversation with the committee to make sure everyone was aligned on this and streamlined the process such that the CEO would hear the greater staff's appeal, and the Board would hear the appeal for CEO direct reports.

8.9 – Employee & Commissioner Travel – Mr. Lowe stated the changes were more administrative changes applicable to current standards of travel and reimbursement, nothing material.

Staff recommends approval of the changes as presented. Commissioner Fratila emphasized the discussion regarding the termination policy stating the committee had a lengthy conversation and also had a legal review of how to change it so that it wouldn't create any additional concerns.

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

24. Discussion regarding Consent Agenda.

Commissioner Croft stated that after attending several different meetings he found that other organizations have a consent agenda as a means of expediting the organization so that more attention could be placed on the most important issues. He pointed out items on the current agenda that could have been considered for a consent agenda such as the minutes and noted other agenda items that fall within the purview of management's capacity that could have also fallen under a consent agenda. He further stated the items can be pulled from a consent agenda for further discussion. He stated that a considerable amount of what has been discussed could have been easily condensed in a consent agenda adding that it's just an item of observation and something he wanted to bring to attention to find out if it's an effort the board wants to move forward with or give more consideration to in an effort to spend more time on things that are most meaningful to the organization rather than the mundane things that fall within management's capacity. Commissioner Fratila commented that it makes sense to put some

items mentioned under the consent agenda but it's important for people to know what the board is going over. She stated that consent agendas can be looked at as a way of trying to get things through without a lot of discussion. She noted that the minutes and approving somebody's bond should fit under a consent agenda but feels some of the other items need to be discussed or at least mentioned outright in a stand-alone fashion, so it doesn't look like the board is trying to conduct business and not let everybody know what we're doing.

Commissioner Croft agreed noting those items can be pulled from the consent agenda and addressed on a one on one basis, but he again is looking to give considerations to those things that are mundane and routine within management capacity. He noted that management does an excellent job of pointing out things that could be considered mundane but have issues that they feel appropriate for the board to give consideration. But in that same line of thought, they also bring things that he considers could fall under a consent agenda. Commissioner Singhania offered his comments noting that he agrees with Commissioner Fratila adding that one of the good things they have going is the committee meetings where a lot of the things are detailed out in the committee, like the amendments for the policies, it may take extra time, but it provides openness to the public. He personally doesn't feel the need to have a consent agenda and would like to see the items mentioned stay on the agenda as they are and is willing to spend the extra time every month to have transparency as well as understanding for himself. Commissioner Croft doesn't disagree but could see where a consent agenda would serve to accommodate spending more time on items that require more consideration without being worn out by the time the board gets to them. He added that if the board wants to pursue it, that's fine and if they don't, he's fine leaving things the way they are.

Commissioner Giesecke stated that he can see including the minutes as well as administrative tasks, like approving the oaths and bonds but feels approving contracts and passing resolutions need to be looked at individually rather than including them on a consent agenda. He also stated that if there's a way consolidate some items and make the meeting go faster and more smoothly, he's all for it. Mr. Randle commented that nearly every City Council or Fire Commission he represents has a consent agenda that's for the routine and mundane. He explained a motion is made to approve the consent agenda, and if nine items are on it, one vote approves all nine items. The chair or whomever will ask if anybody wants to tag an item. One person can tag an item, and it comes out. If three items are tagged, you vote on the remaining items and then move to individual discussions after. He added that it can move the meeting along, just need to determine what goes in a consent agenda and what doesn't adding that it's a time saving tool, but you always have the failsafe of tagging an item and pulling it out if you want to have a robust discussion. If items are tagged, they are taken up immediately after the consent agenda is approved. Commissioner Croft stated that he would like to see it on the next agenda with possible suggestions for further discussion. The Commission agreed with Mr. Randle providing examples of consent agendas.

25. Discussion regarding Parcel 1 Commemorative Plaque.

Ms. Saathoff reported now that the city has awarded a contract for the sewer lift station relocation and put in the other lateral line, once the project is complete, under the settlement agreement with the buffer zone that is required and as a part of the planning process, the Port can proceed with the commemorative plaque that was agreed to and part of the settlement with the East End residents. The Port made the commitment but didn't want to move forward and risk damage or make planning difficult while there was ongoing construction along FM 1495 and the sewer lift station was being relocated. Staff has agreed there will be a committee formed as part of the planning effort for the commemorative plaque and is taking

recommendations from Commissioners for members on that committee. Ms. Saathoff feels it's time to proceed with appointing the committee to ensure enough for the plaque to be incorporated into the planning and design of the buffer zone. Commissioner Giesecke commented that's why he requested this be added to the agenda since it hadn't been talked about in a while because of the reasons articulated but would like to at least start the process because it will take some time to put the committee together, get the input and decide on the on the final results. He doesn't want to get to a point where the buffer zone is going in, the utility work is done and still have further delays. Ideally, he would like to have the plaque ready to go for installation. He suspects there are folks in the community that are thinking the Port isn't really going to do it because they haven't seen any talk about it or made any movement so he would like to get the ball rolling on it knowing it will take a while to put it all together on that. Ms. Saathoff asked the Commission to please provide any recommendations they have for committee members and noted that members in the community who want to make recommendations for consideration can do it online or call the public affairs department. Commissioner Singhania asked if the city was expected to be involved or if the Port will make the decision on the buffer zone. Ms. Saathoff stated the buffer zone, and the requirements are spelled out in the city code and will be at the Port's expense, as spelled out in the settlement agreement. The Port will be in compliance following the city ordinance code and specific guidelines for the installation. The Port will also maintain it. She further stated that we have just identified that we want to put the commemorative plaque in the buffer zone so that there's public access to it noting there are two separate agreements to this effect. The settlement agreement with the city tells the Port what it's to do with the buffer zone. The separate settlement agreement that was a part of the land acquisition that specifies that we will have a citizen committee for the design and installation of the commemorative plaque.

At this time, Mr. Miura gave a preview to agenda item number 28 that will be handled after executive session. He stated that on December 19 last year, the Port Commission adopted a resolution to commit matching funds to support a grant award through USDOT Maritime Administration Port Infrastructure Development Program (PIDP) for the Velasco Terminal Sustainable Expansion Project that was to fund a second cross-dock (Cross-Dock 2) and is funded both with PIDP grant funding and with community project funding. The total estimated for the facility was \$31 million of which the Port's commitment of the non-federal funds will be about \$8.7 million. Since December, a lot has transpired, and the grant was put on pause for a brief moment as the new administration came in and a new secretary was nominated. Considering the amount of time that's passed, staff felt it beneficial to bring this back to the commission to get an affirmation to go ahead and proceed. Additionally, there is some executive session discussion that staff feels is very relevant to the discussion today.

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 551.076 (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 Report including potential offers of financial or other incentives to the business prospect.
 - 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 Parcel 1.
 - 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, 3, 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.

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

- 28. Reaffirm authorization for the Executive Director/CEO to execute a Port Infrastructure Development Program Grant Agreement with the U.S. Department of Transportation Maritime Administration.

Mr. Miura stated that on December 19, 2024 the Port Commission adopted a resolution committee matching funds to support a grant awarded through the U.S. Department of Transportation and Maritime Administration Port Infrastructure Development Program (PIDP) for the Velasco Terminal Sustainable Extension project. At the time the resolution was adopted, staff MARAD was still negotiating the agreement with MARAD. After the negotiation completed, MARAD began its internal concurrence process for the agreement and in late January the process was paused. The agreement has now gone through the concurrence and is awaiting the Port's signature. Mr. Miura stated that given the amount of time that's

lapsed between December and now, staff felt it prudent that the Port Commission reaffirm its desire to proceed with the execution of the grant agreement with MARAD for acceptance of the PIDP funding to be used for the construction of Cross-Dock 2. The budgeted eligible project costs for PIDP funds including PIDP and Community project is \$22,481,425, which is the maximum we will be able to receive. Staff has budgeted non-federal funds of \$8,709,858 for a combined total of \$31,191,283. Staff asks the Port Commission to reaffirm its desire to proceed with the execution of the grant agreement and authorize the Executive Director to execute the agreement on the Ports behalf.

A motion was made by Commissioner Singhanian to reaffirm authorization. The motion was seconded by Commissioner Kincannon with all Commissioners present voting in favor of the motion.

29. Adjourn.

With no further business before the Commission, the meeting adjourned at 6:09 PM.